Prudential
Bring Your Challenges

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WV PURCHASING DIVISION

June 18, 2019

State of West Virginia Consolidated Public Retirement Board
2019 Washington Street East
Charleston, West Virginia 25305

Dear State of West Virginia Consolidated Public Retirement Board ("the Board"),

Prudential is pleased to send you our response to your request for proposal for administration and custodial services for the West Virginia Teachers' Defined Contribution Retirement System ("TDC Plan"). As one of the nation's most experienced retirement plan providers, we offer plan sponsors and participants an exceptional array of services.

With approximately $454.2 billion in total assets under management, Prudential is a national leader in providing retirement plan solutions.[1] Some of Prudential's governmental clients include the State of Vermont; School Board of Sarasota, Florida; and the State of Connecticut. Prudential Retirement would be honored to service the TDC Plan.

The attached proposal is intended to answer all of your questions fully and to provide you with a comprehensive look at why we believe Prudential Retirement® is the best provider for the TDC Plan. Our proposal is structured around the following key areas:

- Creating a potential cost savings for the TDC Plan by providing a more efficient plan that will be easier for your participants to understand and reducing the investment costs of your current investment options by reducing expenses.
- Our Rock Solid® reputation - You can count on the stability, resources, and financial strength of Prudential, a global leader in diversified financial services.
- An accurate data sharing solution partnering with the retirement system's new participant software.
- Guaranteed lifetime income solution through IncomeFlex®, the #1in-plan solution with a 48% market share[2].
- Full fee disclosure and transparency.
- Onsite representatives free from conflicts of interest of being incentivized to offer additional services.
- Our asset allocation solution, GoalMaker®, is designed to help better prepare teachers for retirement by placing them in age and risk appropriate portfolios. There is no additional cost to the plan or participants to utilize this tool, saving participants the fees they would otherwise be charged in a managed account program.
- Provide a fully customized marketing program that includes customized materials and a custom website branded exclusively for the TDC Plan.

We look forward to the opportunity to work with you and are confident that your plan will become our newest success story and valued partner.

Sincerely,

B. McCleave

[1] As of March 31, 2019. Defined contribution and defined benefit asset total includes Full Service, Investment Only and Institutional Investment Products. Investment Only and Institutional Investment Products account for $203.1 billion of total assets under management.

2 Based on the LIMRA Survey for December 31, 2017.

TITLE PAGE

Prudential Retirement's Response to the State of West Virginia Consolidated Public Retirement Board Request for Proposal – CRFP CPR1900000005 – Technical Proposal

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Requested by:
State of West Virginia Consolidated Public Retirement Board
2019 Washington Street East
Charleston, West Virginia 25305

Steve Haertel, on behalf of Prudential Retirement Insurance and Annuity Company ("PRIAC"), is authorized to contractually bind PRIAC to the terms quoted in this RFP.

Steve Haertel, Vice President

June 18, 2019
Date

The information contained in this document is confidential and proprietary. Do not duplicate or distribute. Use and distribution limited solely to authorized personnel.
** Registered Representative, Prudential Investment Management Services LLC. Securities products and services are offered by Prudential Investment Management Services LLC (PIMS), A Prudential Financial company.*
Products, services, and answers presented in this response are offered through The Prudential Insurance Company of America's Prudential Retirement business unit and various operating subsidiaries and alliance partners including Prudential Retirement Insurance and Annuity Company.

Prudential
Bring Your Challenges

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RESPONSE REFERENCE

Enclosed please find Prudential Retirement's Response to the State of West Virginia Consolidated Public Retirement Board Request for Proposal – CRFP CPR1900000005 – Technical Proposal. Our response outlines our ability to provide third-party administration services, including custodian services, for the West Virginia Teachers' Defined Contribution Retirement System.

4.2 Project Goals and Mandatory Requirements:

4.2.1 Goals and Objectives – The project goals and objectives are listed below.

4.2.1.1 Administrative Services and Recordkeeping with appropriate staffing

4.2.1.1.1 TPA should provide a sufficient number or properly licensed, trained and qualified representatives to provide TPA Services.

- **Describe your company's proposed staffing plan for providing the TPA Services. Include the number of employees that will be assigned, their duties and a brief resume (including licenses) for each. Be sure to include individuals in your organization who would be primarily responsible for specific aspects of this engagement, including administrative services and recordkeeping; customer service, communication and education; investments; transition services; and reporting and compliance. For each state how many other account/clients he or she would be assigned and backup.**

The challenging environment in which clients operate demands a team approach that proactively brings an understanding of their needs and creative solutions based on those needs. By building the right team around you – one that responds to your everyday administrative needs, as well as your larger strategic requirements with coordinated service across all retirement programs – we provide support like you have never experienced before.

The team we have assembled specifically for the Board and the TDC Plan is exceptional in both its structure and the experience of its members. As such, we offer a superior level of client satisfaction achieved and sustained by:

- developing an intimate understanding of your needs;
- devising tailored solutions to satisfy those needs;
- taking deliberate steps toward flawless execution; and
- continually measuring results.

Key Account Vice President

Ultimately responsible for your satisfaction is Stephanie Smith, your Key Account Vice President. Stephanie leads a team that will work closely together to meet your day-to-day and strategic needs.

Stephanie Smith, *Key Account Vice President*, works with her clients to improve administrative efficiencies, deliver strategic client planning, achieve client satisfaction, and create long-term retention. She enjoys solving problems with a solution that benefits the plan and its participants, while helping them plan and live in retirement. Stephanie has almost 20 years of experience in the governmental plan space ranging from customer service, efficient processing, and case management. Her clients appreciate my customer focus, dedication, and timely response.

Stephanie entered the financial services industry in 1999, joining Prudential in 2018. She earned a B.A. from the Ohio State University and a M.B.A from the College of Social and Behavioral Sciences and the Ohio Dominican University. Stephanie is a Series 6, 26, 63, and 65 registered representative.

Stephanie currently services six clients.

Client Service Manager

A critical member of this team is your Client Service Manager, Mary Conti, who is responsible for addressing the daily, administrative needs of the plan.

Mary Claire Conti, *Client Service Manager,* is responsible for helping clients meet daily, plan challenges. Through quarterly client meetings, annual planning sessions, product related sales meetings, plan design reviews, and transaction meetings, she works with clients and their advisors to create and execute strategies.

Mary entered the financial services industry in 2006, when she joined Prudential. She holds a BA in English from The Pennsylvania State University. Mary is a Series 6 and 63 registered representative, and holds life insurance licenses.

Mary currently services one client.

In addition, she works alongside a team of experts assembled for the Board and the TDC Plan, which is comprised of the following individuals:

Implementation Team

Among the key resources assigned to your plan is an Implementation Manager, as well as a Data Manager (to be named later), who manages the initial records transfer and system implementation of a plan.

Stacy Sieverding, QKA, *Implementation Director,* is a plan sponsor's single point of contact throughout the plan implementation. She is responsible for the initial records transfer and system implementation of a plan, coordinating the use of Prudential resources that contribute to the success of the process.

Stacy entered the financial services industry in 1998, when she joined Prudential. She earned a B.A. in accounting from Loras College and is a Series 26 and 63 registered principal. In addition, Stacy is a Qualified 401(k) Administrator (QKA).

Stacy manages one conversion per asset transfer date, and no more than three at any given time.

Communication and Education

We understand the importance of communicating to and educating your employees and recognize the positive impact that can be generated during a plan transition and beyond. To that end, we will assign a team of communication experts who will focus on:

- Developing an initial participant engagement strategy aligned with your culture, needs and goals;
- Creating and delivering relevant content and engagement programs for your employees;
- Delivering personalized messaging to helps your employees identify their retirement goals and then take important steps such as joining your plan, increasing their contributions, and reviewing their investment mix; and
- Providing comprehensive reporting, which reveals the effectiveness of your strategy. These measurements can help track your progress toward critical plan objectives.

We will assign a New Business Consultant who will build the initial engagement strategy and work closely with the communication team through all phases of transition. They will take point on

making sure that our entire communications team understands your needs, your organization, and culture.

We will also assign a Transition Consultant who will work with you through every phase of plan transition. We find plan transition an excellent time to re-engage your employees and remind them of the great benefit you are providing. Communication is important during this time. Having a dedicated consultant who specializes in transition communications is key to our team approach.

Our Communication Consultants service a book of business depending on client demand.

Retirement Plan Consultant

Your plan is assigned a Retirement Plan Consultant, whose sole focus is to provide research, insight, and communication regarding pending and enacted legislation and regulatory changes that may influence the plan. This enables Prudential to not only keep you informed of proposed changes in a timely manner, but also ensures that we proactively monitor changes that influence the plan.

Brant Kintz, *Senior Retirement Plan Consultant,* delivers proactive compliance guidance to his clients in the areas of plan design, as well as, other regulatory requirements. This includes educating clients to mitigate their fiduciary risk and provide assurance that their plans are operating properly and in accordance within the applicable federal guidelines as determined by the governing bodies (ie. IRS, DOL, PBGC, etc.). Brant enjoys working with his clients to determine their goals, provide resources to perfect plan design, and assist in compliance questions related to plan operations. He is uniquely qualified to analyze plan design to bring to light additional features and industry best practices. Brant's clients value his ability to discuss plan design and complex concepts clearly and thoroughly.

Brant entered the financial services industry in 1997, when he joined Prudential. He holds a B.S. in economics from King's College. Brant is also a Series 6, 63, and 99 registered representative with life, health, and variable annuity licenses.

Brant services a book of business depending on client demand.

Investment Strategist

The Investment Strategist is responsible for providing investment support and expertise to the plan sponsor and the plan sponsor's outside financial advisors in partnership with a cross-functional team of retirement experts.

Mark Bojanowski, *Director, Custom Investment Strategy,* works with employer benefit committees and their third-party intermediaries to provide investment information. He brings abstract financial concepts into vivid clarity for his clients.

Mark entered the financial services industry in 1997, joining Prudential in 2007 as an Investment Strategist responsible for helping plan sponsor committees with investment decisions and supporting financial advisors and consultants who work with Prudential clients.

Mark earned a degree in finance from Xavier University's Williams College of Business. Mark is a Series 7, and 63 registered representative and holds life insurance licenses. Mark is a Chartered Financial Analyst (CFA).

Mark services a book of business depending on client demand.

Client Service Backups

At Prudential, concerns about continuity are a non-issue. Our Client Service teams share best practices and provide continuity of service to their clients. It's something you won't find anywhere else.

Of course, you need more than just that assurance. That is why we also adhere to a formal back-up system—so you have the comfort of knowing that someone will be available at all times.

Your Client Service Manager works closely with other individuals to support your needs. We also keep our system up to date with pertinent client information to make it readily accessible to the backup member. Service continuity is a major advantage of the team environment within our relationship management structure, and an advantage that differentiates the service experience we offer at Prudential.

- **Name the person who will have overall, hands on, account management responsibilities for the TDC Plan. Provide a resume for this individual including his or her qualifications, licensing, experience, and number of years with your company and primary work location. Include his or her address, contact information and current assignments, and state if his or assignments would change if you are named the TPA.**

Stephanie Smith will have responsibility for the Board's customer service and overall satisfaction. She will work closely with Mary Conti, who will manage the daily administration of the TDC Plan.

Stephanie entered the financial services industry in 1999, joining Prudential in 2018. She earned a B.A. from the Ohio State University and a M.B.A from the College of Social and Behavioral Sciences and the Ohio Dominican University. Stephanie is a Series 6, 26, 63, and 65 registered representative.

Stephanie works out of our Kentucky location, and can be reached at stephanie.smith@prudential.com. Stephanie currently services six clients. Her workload will be decreased as needed to successfully service the TDC plan and the Board's needed.

- **Describe the size of an average defined contribution service team and team members' functions.**

Our service team for a client of this size consists of a Key Account lead, Client Service Manager, Implementation Director, Implementation Manager, Data Manager, Communication Consultant, Retirement Plan Consultant, and an Investment Strategist.

Key Account Vice President

The Key Account Vice President effectively manages client relationships through the development and execution of a comprehensive account management plan. This includes understanding specific client needs as an organization, working to establish relevant objectives, and consulting on retirement plan design and retirement industry trends. Additionally, the Key Account Vice President provides a comprehensive semi-annual plan review, which includes an overview of goals established and results achieved throughout the year.

Client Service Manager

The Client Service Manager's duties include, but are not limited to, the following plan-related activities:

- Answering calls and responding to all written correspondence from plan sponsors
- Staying current on all aspects of plan documents, adoption agreements, amendments, features, rules, and investments
- Reviewing plan issues with our Pension Consultants, as needed
- Coordinating the development of client-specific marketing campaigns with our Marketing Communications Group
- Tracking, analyzing, and resolving any complaints (including suggestions for service or product improvement)
- Taking participant calls involving issues that cannot be resolved at our Participant Service Center
- Auditing participant statements before their quarterly release
- Resolving account discrepancies

Implementation Team

Among the key resources assigned to your plan is a Implementation Director and a Implementation Manager. Your Implementation Director oversees your Implementation Team and ensures a seamless transition where all deadlines are met, each critical step is completed, and that there is timely communication throughout the process. The Implementation Manager manages the initial records transfer and system implementation of a plan. The Implementation Manager works directly with the plan sponsor and current provider to build and maintain the conversion schedule to ensure a timely transition, in addition to, coordinating the use of other Prudential resources that contribute to the success of the process.

In addition, a dedicated Data Manager is responsible for the creation and management of a comprehensive data strategy that sees clients through implementation and beyond. The Data Manager seizes this time of transition as an opportunity to engineer the overall data strategy for a smooth plan implementation, while positioning the plan for success going forward.

The Data Manager:

- creates comprehensive data strategy documents;
- runs diagnostic reports that document the system data edits;
- conducts a plan reconciliation in which transferred plan assets are balanced to posted participant data records;
- tests inbound and outbound payroll files; and
- reviews and validates data in output-based reports.

Communication and Education

Your Communication Consultant will develop personalized messaging which helps your employees identify their retirement goals and then take important steps such as joining your plan, increasing their contributions, and reviewing their investment mix. For plan events, such as the addition or

removal of an investment fund, and plan enhancements or mergers, the consultant will work with you to develop communications to help your participants understand these events and take appropriate next steps.

At Prudential we measure everything we do, and your Communication Consultant will provide comprehensive reporting, which reveals the effectiveness of your strategy. These measurements can help track your progress toward critical plan objectives

Plan Compliance

The plan's assigned Retirement Plan Consultant can provide you with the products and services you need—when you need them. Such services include compliance testing, plan documents and Summary Plan Descriptions, and government filings.

Investment Strategy

The Investment Strategist is responsible for providing the day-to-day investment support and expertise to the plan sponsor and the plan sponsor's outside financial advisors in partnership with a cross-functional team of retirement experts.

- **What has been your average senior staff turnover during the last three years? Describe your company's approach when there is turnover on the project team.**

Annual turnover among our Client Service staff has averaged 5.2% over the last three years.

Service continuity is a major advantage of the team environment within our Key Account structure, and an advantage that differentiates the service experience we offer at Prudential. Your strategic needs are attended to by a cohesive unit of seasoned professionals dedicated to knowing your plan inside and out. They follow a collaborative model, sharing best practices and supporting each other as they help you reach the goals you have set for your plan. That support includes being familiar with every aspect of your plan, so you can pick up the phone and speak to any member of your team at any time—with the same result.

Of course, you need more than just that assurance. That is why we also adhere to a formal back-up system—so you have the comfort of knowing that someone will be available at all times. Your Key Account Team will have within it designated primary and secondary contacts. In the unlikely event the primary member of your team leaves, the secondary member will be available, ensuring a seamless client experience for you and your participants.

- **Provide a listing of the representatives who will be providing counseling and education in the state of West Virginia and, if not already provided, a brief resume of each.**

Our proposal includes one dedicated Retirement Counselor, to be hired, who will be dedicated to the TDC Plan and its employees, in addition to our Prudential Pathways® representatives.

Prudential Retirement Counselors facilitate the education and enrollment process. They are passionate, motivated individuals, who are customer-focused and have excellent communication skills. They relate to employees in different demographic groups, are often bilingual, and can explain the intricacies of retirement plans in a way that's easy-to-understand. Other qualifications include:

- excellent presentation skills;
- Series 6 or 7 registrations;
- applicable state insurance licenses (if appropriate);
- extensive financial services experience; and
- extensive retirement plan knowledge.

The manager for this region is Jessica Coleman, who will have oversight for the TDC Plan and its Counselors. Her biography is below:

Jessica Coleman is a Senior Retirement Counselor and Manager of the Southeast Dedicated Representatives. Her background includes insurance and financial services. She previously worked for AFLAC as an Independent Representative specializing in Supplemental Insurance and Life Insurance, Wachovia Bank as a Licensed Financial Specialist, Vice President for four years, and has worked for United Healthcare specializing in Medicare and Medicaid. She holds her FINRA Series 6, 63, and 26 licenses as well as Health and Life Insurance. Jessica received her degree in Business Administration from the University of Memphis graduating in 2004. Her community involvement has included Leadership Germantown, Ambassador for the Germantown Chamber of Commerce, a member of Junior League of Knoxville for 4 years, and a regular volunteer with Knoxville Area Rescue Missions.

Prudential Pathways

Prudential Pathways is a service we can discuss as part of your overall education program, if determined to be appropriate for your plan. Pathways is an educational series that focuses on your employees' financial wellness. The series addresses financial goal setting for every stage of life, and helps employees build skills for managing and protecting assets. Pathways is a series of four in –person seminars designed to boost employees' confidence and the skills they need to pursue their financial goals, available at no additional cost.

Since employee benefits can be an important part of financial planning, the program also offers the Board an opportunity to speak about their benefits package. These financial wellness seminars are delivered at employer's work sites and led by local, licensed, experienced financial professionals specially trained to deliver Prudential Pathways. We welcome the opportunity to further explore and discuss the financial wellness solutions that are appropriate for your participants.

The Prudential Pathways representatives in the West Virginia region include:

Megan Walsh Paull, RICP, FSCP, LUTCF, has been with Prudential since 2008. She understands the need for careful preparation as well as growing and protecting retirement and other assets. She is a member of the Prudential President's Council, as well as the Gold Master Council in recognition of outstanding client service. She has been active in the Pittsburgh business community for more than 8 years, building on a foundation of integrity, trust, and high-quality service. During her years at Prudential she has had the opportunity to help educate many individuals on several financial topics.

Megan graduated from the University of Pittsburgh at Greensburg magna cum laude with a Bachelor degree in Accounting. She has completed post-graduate coursework at The American College for the RICP®, FSCP® and LUTCF designations. She holds Series 6, Series 63, and Series

65 registrations along with, Life, and Health insurance licenses. Megan is a member of the Women in Financial Services Circle of Excellence.

Brenda K Millhouse-Huebner, CFP®, has nearly 15 years in the financial services industry, including 6 at Prudential. Brenda enjoys working with people from all walks of life to help prepare them for their financial future. She is an educator and a resource for her clients as she addresses their financial concerns in a collaborative manner.

Brenda holds a Bachelor of Specialized Studies from Ohio University and master's degree from the University of Akron. Brenda obtained her CFP® certification in 2015. Brenda volunteers at the Ohio Reformatory for Women where she works with the offenders as they prepare for their financial futures upon release. She sits on a board for a national non-profit organization that benefits women and girls (WWTLC).

- **What is your company's policy for initial and ongoing training and licensing of service personnel? Differentiate by type of personnel, if applicable. Include a description of your required licensing program.**

We believe that continually developing our associates' skills is critical to creating quality client service and we view our employee development programs as an investment in the future of our employees and our client relationships. We have a dedicated Training and Development staff that educates and trains our professionals at every stage of their careers with Prudential.

New Hire Development

We require extensive training for new client service employees before they work on client plans. All new associates complete an initial training program that integrates general company information, technical industry overviews, and specific on-the-job guidance. The length of the program varies by job function.

All new associates must participate in a training program that provides a solid foundation in:

- retirement plans;
- investment products;
- technology tools;
- effective work management methods; and
- business-related initiatives.

Every training program includes classroom instruction, small-group discussions, and individual sessions with an experienced job coach. The following are training program topics listed by category.

GENERAL SESSIONS

- Welcome to Prudential
- Customer-focused service techniques
- Prudential products
- Recordkeeping systems
- Investment overview

- Privacy matters

TECHNICAL SESSIONS

- Plan overview
- Adoption agreements
- Taxation of distribution
- Contracts overview

At the end of their training, we assess the employees to identify additional developmental needs. New hires complete a diagnostic test and then technical trainers review the results of these diagnostics with the new hire and document a development plan for additional training needs.

On-the-Job Training and Development

As new associates join a department, we assign an experienced team member who has successfully completed our On-the-Job Development Expert program to mentor and guide each new employee through the day-to-day responsibilities of the position. Throughout the developmental program, we continue to evaluate new associates on their learning progress. The mentor works with both the new employee and his or her manager to review successes and document developmental needs and goals.

During initial training, and after 90-days on the job, new associates participate in small-group discussions and complete surveys to provide feedback on the new-hire training process. They can also ask questions on any outstanding topics or issues. These discussions and surveys allow our Training Team to monitor the progress of new associates and make curriculum changes as needed.

New hires complete a diagnostic test at the end of their initial training to identify areas where the new associate may need additional training. Technical trainers review the results of these diagnostics with the new hire and provide the necessary training.

Ongoing Training and Development

We institute a strong learning culture throughout Prudential and most specifically as it relates to our client-facing professionals. We have developed a leadership skills training curriculum focused on our thorough understanding of client objectives, implementation of strategy, supreme professionalism, and improved retirement outcomes for plan sponsors and their participants. Annual performance objectives, performance assessments, and compensation align to promote the desired performance.

Each year, we establish a calendar of training initiatives. Because the retirement services industry is constantly changing, we provide associates with ongoing training workshops and documentation on marketplace trends and legislative updates. With a focus on strategic account management, some training initiatives include plan design trends as well as new products and services that can drive better retirement outcomes for plan participants.

We believe this training benefits our employees and positions them to better consult with, inform, and serve our clients.

Industry Registration and Licensing

Associates who directly interact with clients are required to obtain the Financial Industry Regulatory Authority (FINRA) Series 6 and Series 63 registrations, and appropriate state life and health insurance licenses. In addition, to comply with industry standards, Customer Experience Advocates that work directly with participants on specific investment transactions are required to be Series 6 and Series 63 registered representatives. FINRA regulations require that registered associates obtain continuing education credits throughout their professional careers. We support all associates in obtaining and maintaining their industry registrations, licenses, and professional designations.

Our Training and Development team also provides support to associates in achieving many designations, including designations offered by the American Society for Pension Professional and Actuaries (ASPPA) and Project Management Institute (PMI).

Training for On-Site Retirement Counselors

Classroom Training

All Retirement Counselors go through classroom training focusing on systems, processes, investments, products, and services. This training allows Retirement Counselors to have a base knowledge needed to conduct retirement meetings with participants. Additional training is provided throughout the year.

Mentoring

All Retirement Counselors have a mentor. New Retirement Counselors spend time in the field with their mentors, shadowing them during the first few weeks of employment, and then continue this relationship through their first few years with Prudential.

On-the-Job Training

Every Retirement Counselor has a team leader. These leaders conduct frequent field visits where they coach the Retirement Counselors and provide additional training to enhance their performance to ensure they are meeting the needs of their clients.

Client Information

During the transition, Retirement Counselors receive the current plan details from the Implementation Manager, and all transition communications materials are provided from the Participant Engagement Consultant Team. After the transition, the Retirement Counselors meet frequently with the plan's Client Service team to identify any plan or investment changes. This information will allow the Retirement Counselors to effectively interact with the participants.

Ongoing

Retirement Counselors are required to meet Prudential's obligation for continuing education. This keeps team members up-to-date on legislative and industry trends affecting plan sponsors and participants.

- **Do you have a continuing education program in place for your service representatives to stay current of program changes, changes in the law, and investments? If so, describe in detail and indicate if Plan staff may attend.**

  Yes. Each year, we establish a calendar of training initiatives. Because the retirement services industry is constantly changing, we provide associates with ongoing training workshops and documentation on marketplace trends and legislative updates.

  While these training sessions are for Prudential employees only, we do offer training to Plan Sponsor staff. This training program includes, but is not limited to:

  - often includes a discussion of our recordkeeping processes,
  - an overview of the plan administration manual,
  - and instructions on how to use our Sponsor Center, including the creation of customized reports.

  Further, we'll use our annual relationship planning meeting as an opportunity to make a regular, formal inquiry into your ongoing training needs. The training we provide can focus on participants, benefits staff, payroll personnel, the pension committee, or any audience you'd like to reach.

  We have developed flexible curricula, easily adapted to your needs. The following are two examples:

  - **Plan Administration Training:** This training is usually provided to a benefits staff during the plan transition. It addresses administrative procedures and plan management tools. The typical program covers:
    - Prudential's recordkeeping processes;
    - an overview of an administration manual—customized for you;
    - navigation through the Sponsor Center; and
    - customized reporting.
  - **Product and Marketplace Training:** As we deliver new products and tools, we want to be sure you understand the way those enhancements work to your benefit. Existing product training programs include:
    - making the most of the annual relationship planning process;
    - navigating the Sponsor Center;
    - understanding investment reports;
    - the effective use of the participant website;
    - exploring marketplace trends;
    - embracing legislative developments; and
    - fiduciary training seminars.

  Working together, we'll deliver effective training, adapted to the specific, learning needs and stylistic preferences of any audience you identify.

- **In the past five years, has anyone you plan to assign to work with the Agency ever been denied a license as an agent or broker or any other insurance license, been reprimanded, or had a license revoked or suspended? If so, please state the name of the person, event, date, cause and outcome.**

  No. Not to the best of our knowledge.

- **Describe how your staff will assist the Agency in performing its due diligence.**

  Stephanie, your Key Account lead, will support the Board in your role as plan administrator and fiduciary for the plan. Stephanie, working with our team of regulatory experts, will provide research, insight, and communications regarding pending and enacted legislation and regulatory changes that may influence your plan. We review and analyze each legislative and regulatory change to determine its impact on clients, and to determine what, if any, action is required as a result of the change.

  Some of the tools we provide to the Board to assist in performing ongoing due diligence includes a Compliance checklist.

  Prudential provides clients with a certified Year-End Reporting Package which provides detail and support of the plan's activity throughout the year.

  An Audit Support Specialist will work directly with you and your plan auditor to provide the information needed to complete the annual audit.

- **Discuss staffing in the area that supports your Voice Recognition System (VRS) and Internet systems. How many are programmers?**

  In addition to our Product staff that maintains the Voice Response System and all websites, we have a highly knowledgeable employee base of information technology professionals dedicated specifically to, and aligned directly with, the Prudential Retirement business and its systems. Our team of Project Managers, Business Analysts, Architects, Designers, Developers, and Testers perform a full complement of systems delivery and support services. Our staffing model includes a base team of Prudential employees augmented by the use of domestic and offshore consulting resources through a limited number of contracted firms. Contracted personnel are predominantly used to support our testing competency center, some systems support functions, and to rapidly respond to changing demand for technology services. Systems management and leadership functions are performed by Prudential personnel. We regularly review our sourcing model to assure optimal service and price for our customers.

  Approximately 300 employees support our Total Retirement Services application portfolio including Defined Contribution, Defined Benefit, Nonqualified, Guaranteed Products, Personal Retirement Services, Financial, Client Facing, Client Fulfillment, and other peripheral systems. Prudential Retirement's technology staff has remained relatively stable over the last three years. We review staffing levels annually to align with expected demand for service and to assure service level requirements are met.

4.2.1.1.2 TPA should provide a secure recordkeeping system capable of maintaining governmental defined contribution plan participant and related data confidential; maintain the Plan data as the sole property of the Agency; and ensure the system has quality controls that ensure proper reporting and reconcilement.

- **Describe your record keeping system, abilities and methodology. Please provide screen prints. Indicate whether your system offers Plan specific information, investment fund information and performance, investment fees, account balances, current participant information, change of address or status, reallocation of account balances, withdrawals/disbursements, beneficiary designation, PIN code changes, printable statements, confirmations, assets allocation modeling, retirement calculators and personal rate of return.**

We utilize a multi-tier architecture that combines the power of new technologies with a stable recordkeeping foundation engineered for high-volume performance. This allows us to build a customer-focused experience that is engaging, outcome-based, and rich in interactive capabilities.

All of the customer-facing systems are integrated with our base recordkeeping system, a customized version of the industry-standard FIS® OmniPlus® software. Our service oriented architecture provides for higher quality, consistency, and improved speed to the market. When combined with web design and business process management, this is a key enabler of straight-through processing and self-service capabilities.

We choose to host OmniPlus on the mainframe which is able to handle large transactional volumes with the highest level of control, scale, security and consistency. We use server-side applications for business process management, analytics, web, and mobile delivery.

Hardware Platforms

- Web and Integration Platforms: IBM Websphere Application Server
- Data Platforms: P7 AIX Servers, EMC Greenplum Full Rack
- Workflow Pega/STARS: IBM Websphere Application Server
- Defined Contribution Recordkeeping: IBM zEC12 - 2827 mainframes; Admin Web: IBM Websphere on UNIX Servers; Oracle on Windows Servers

Software Platforms

- Web Platform: Websphere Portal 8, Apache Web Servers, HTML4/5, CSS3, Dojo, Javascript, SOAP/REST services, Java J2EE, Toplink, Struts, Log4J
- Integration Platform: Software AG webMethods Enterprise Service Bus with Oracle RAC
- Data Platforms: IBM DB2 UDB 10.5, PostgreSQL 8.2, IBM Infosphere Suite (DataStage, Business Glossary, Discovery)
- Data Integration Software: DataStage version 9.1
- Workflow Pega/STARS: Pega PRPC v5.4 SP2 CPM 5.2 SP4, IBM Content Manager for image Display, Internet Explorer 8 (IE8), HTML4, Javascript, Active-X, SOAP/REST services, Java J2EE, Toplink, DB2 database (UDB-9.5) running on AIX 6.1 TL8 Sp2
- Defined Contribution Recordkeeping: IBM Enterprise COBOL for z/OS 5.

- Admin Web: Admin Web 5.95 Version and Oracle 11.02.3

We are unable to provide screen prints of our recordkeeping systems, as they are proprietary.

Our recordkeeping system provides Plan specific information, investment fund information and performance, investment fees, account balances, current participant information, change of address or status, reallocation of account balances, withdrawals/disbursements, beneficiary designation, PIN code changes, printable statements, confirmations, assets allocation modeling, retirement calculators and personal rate of return.

This information is also available on the participant and plan sponsor websites.

- **Describe the quality control procedures in effect, including resolution of data discrepancies, ensuring timely compliance with all provisions of the Plan and government requirements and that all forms and authorizations are complete and on file.**

To ensure the transactional integrity and accuracy of the plans we administer, we have developed numerous checks and balances.

Automation through Integrated Systems

We maintain a central database that integrates our recordkeeping system, automated phone system, and websites with software used by our Customer Experience Advocates.

Comprehensive Data Editing Capabilities

We edit, validate, and reconcile all data on incoming payroll feeds within an hour of receiving the file to ensure accuracy and data integrity. In addition, we perform multiple data edits up front on all daily transactions as a quality control. The following is a brief list of edit checks:

- Plan number must match setup on our recordkeeping system.
- Social Security number must be all numeric on all incoming files.
- Incoming trailer records totals for record counts and dollar amount must match the detail records on the incoming file.
- Pay period end date must be a valid date.
- Date of birth must be a valid date and supplied for eligibility tracking purposes, if required.
- Date of hire must be a valid date and supplied for eligibility tracking purposes, if required.
- Incoming employee status must be a valid system status.

System Controls

- We pre-program our recordkeeping system to conform to the client's plan rules to ensure that all transactions meet plan provisions and government requirements.
- We mail confirmations to participants for all transactions requested through the automated phone system, participant website, and Participant Service Center.
- Our external auditors conduct the annual Statement on Standards for Attestation Engagements No. 18 (SSAE 18) audit to ensure that the proper system controls and procedures are in place.

Strict Security Measures

- We require personal identification numbers (PIN) for participants to access the automated phone system and participant website. We encrypt PINs to prevent unauthorized access. We automatically block further access to the account after three unsuccessful attempts to enter a PIN and until the participant re-activates his or her PIN with a Customer Experience Advocate.
- We record participant calls and track automated phone system selections and website visits for audit trail purposes.
- Access to participant and plan records is limited to only those associates who are involved in servicing the plan. Assigned user IDs and passwords control access to plan information by authorized Prudential associates. We create and archive audit trails for all transactions.

Error Resolution

After an error is identified and direction by the client is given, a correction is typically made within seven business days. Prudential agrees to correct any administrative error or omission resulting from our negligence. If Prudential is responsible for an error, we agree to correct the error and absorb the costs associated with making that correction.

Prudential corrects contribution and allocation of earnings errors in adherence to the Employee Plans Compliance Resolution System (EPCRS) guidelines. Allocation of earnings is applied according to the plan rules. Regarding withdrawals or distributions as they relate to over- and under-payments, transfers, and rollovers, Prudential partners with the client to determine an appropriate method of correction to make the participant's account whole.

- **Provide sample forms used for withdrawals, non-financial information, beneficiary designation and other applicable forms.**

  Please refer to Exhibit C for Sample Forms.

- **Describe how your system processes and the time requirements for:**
  - **Contributions Distributions (lump sum and other)**
  - **Annuities**
  - **Required minimum distributions (age 70 1/2 and death)**

    We make it easy for participants to request various types of withdrawals. Our automated quality control functions are a fundamental component of each stage of the payment process:

    - The participant initiates a withdrawal transaction with our automated phone system, participant website, or a Customer Experience Advocate, who reviews plan-specific options with the participant and explains the results of those options.
    - Our system determines the amount available for withdrawal based on plan-specific provisions. The participant is only able to request amounts allowed by the plan and within IRS rules.
    - We mail or email hardship withdrawal initiation forms to the participant the same day one is requested, if it is requested before 4 p.m. ET. No forms are necessary for in-service withdrawals if the plan does not require spousal consent.

- The participant completes the paperwork and returns it to us for review and approval. or participants can be instructed to return to their office who can review/approve and forward over to us for processing.
- Once the request is received, our online Tracker (if applicable), which displays every major step in the process, will provide the participant a real time view of exactly where they are in the process, and include a detailed status message regarding the expected timing associated with that step. In addition, the participant can sign-up to receive email or text alerts anytime the status of their request changes.
- Our system calculates the amounts to liquidate by investment fund.
- Once funds liquidate, we issue the participant a check and a tax letter.
- We mail the payment within one business day of the effective date. The daily cutoff is 4 p.m. ET. If the participant elects to have their hardship withdrawal or loan sent to them via express mail the online tracker and email notifications will include a tracking number so they may track their check's status through delivery.[3]
- We mail a Form 1099-R to the participant in January following the year of the withdrawal.

Lump-sum distribution checks are mailed directly to the participant within two business days after initiation through the automated phone system, participant website, or call center; or within one business day from receipt of paperwork, if the plan requires spousal consent. Taxes are automatically calculated and withheld from the payment. Form 1099-R is sent to the participant in January of the year following payment.

Annuities

If your plan document allows annuities, any participant who has an account balance of at least $5,000 may request an annuity quote detailing the options permitted by your plan and an estimate of the payments based on the current account balance.

We offer several payment options, including, but not limited to, the following:

- Contingent Annuitant on 10-Year Certain and Life Annuity
- 5, 10, 15, or 20-Year Certain and Life Annuity
- Flexible Installment Annuity
- Installment Refund Annuity
- Joint and Survivor Annuity with 50%, 75%, and 100% Continuations
- Social Security "Integration" Payments
- Life Annuity

We have a dedicated staff of administrative professionals and a state-of-the-art repetitive payment system to make ongoing annuity payments and provide the required tax reporting information.

[3] *Express mail is provided at an additional cost to the participant.*

Prudential Financial professionals, and select outside annuity providers, can provide individual annuities if your plan does not allow this option. We can provide participants with information about obtaining individual annuities.

Annuities are processed within two business days of receipt of the request. Annuity payments begin on the annuity start date and are paid on the first of the month thereafter.

Required Minimum Distributions

We provide plan sponsors with comprehensive and efficient administration of required minimum distributions (RMDs). We proactively monitor RMDs, facilitating the election and payment process directly with plan participants. Retirement Counselors are available to educate participants and guide them through the process.

Participants who will reach eligibility in the next calendar year are mailed RMD information which explains the RMD process, available options, and provides answers to commonly asked questions. At any time during the RMD process, specially trained Customer Experience Advocates are available to assist participants.

Initial RMD distributions are processed within two business days of receipt of the request. Participants that provide an RMD election will have their RMD payment processed on the twentieth business day of the month in which they elected.

- **Describe how you ensure accurate conversion of all historical data.**

In every implementation, we typically receive the following three implementation files:

- Test file
- Non-financial data file (used for enrollment processing)
- Final financial data implementation file

Before posting any data to our production database, we post each of these files to a test environment. We then thoroughly scrub the data using a series of diagnostic programs that identify potential data problems such as invalid dates, potentially inaccurate cost basis or indicative data, and missing data. If we encounter data problems, we work through these issues with the current recordkeeper to resolve them before the blackout begins. After posting the final financial implementation data to our production database, we run the diagnostic programs once more and provide these reports to the plan sponsor for documentation purposes.

These reports include:

- Incorrect or incomplete participant address information
- Participants with invalid or missing dates of birth, dates of hire, or dates of participation
- Participants with invalid status codes or termination dates
- Hardship information outside of acceptable parameters
- After-tax cost-basis information outside of acceptable parameters, if applicable
- Vesting information (years of service or hours) outside of acceptable parameters

In addition to our diagnostics, we perform the following two reconciliations:

- assets-to-records reconciliation (across three levels: plan, fund and contribution source) to validate that assets and participant records received from the current recordkeeper match; and
- records-to-records reconciliation to compare the original implementation records to the implementation data after posting to our recordkeeping system.

Finally, we perform a participant audit, in which we check a sample of individual participant accounts to ensure that we posted the data correctly.

- **Describe how your systems address member vesting**

Our recordkeeping system offers the flexibility to accommodate multiple vesting schedules and calculation methods. During the conversion, we pre-program vesting requirements for the plan in our recordkeeping system. As the plan evolves, we can easily support changes to the vesting schedules.

Prudential allows for three calculation methods:

- **Elapsed time:** based on the participant's date of hire or adjusted date of hire
- **Actual Hours:** based on hours supplied via client supplied payroll files
- **Assumed Hours:** based on a flat amount of hours per month that Prudential assumes for a given participant

Our system can maintain up to 99 vesting schedules per source for employer contributions based on graded, cliff, or immediate vesting provisions. The system calculates and allocates vesting for participants using a service hours and/or elapsed time method.

- **Discuss the ability of system to separately track employer and member pre-tax and post-tax contributions.**

Based on the plan's provisions, we program our system to maintain independent money sources for contribution types, including employer and employee contributions. As we process each payroll file, we perform data edits to ensure that we post contributions to the money sources set up on the plan. As part of our internal quality control process, we reconcile the contribution totals to the funding details within the file, before providing plan funding reports to the plan sponsor.

- **Describe your procedures to ensure Plan activity is posted daily and that ending balances are reconciled on a daily basis. Do you use share or unit accounting for daily valuations? Does the daily valuation accounting involve estimation? If so, how often are accounts reconciled?**

During the day, processed transactions are stored until 4 p.m. ET. All transactions are then "batched" and transferred to our primary recordkeeping system for processing. We update system mainframes during a nightly processing cycle. Prices and net asset values are current by midnight ET. We synchronize data with all other systems by 6 a.m. ET.

Transactions entered by 4 p.m. ET receive the closing prices for that day. Transactions entered after 4 p.m. ET receive the closing prices for the following business day. We post a notation of pending transitions in real time to all systems.

Our recordkeeping system supplies daily values for all investments, therefore each participant's account reflects the most current valuation. We are able to accommodate both share and unit accounting of investments, the method of valuation largely depends on the structure of the investment fund.

Non-Prudential mutual funds are traded on an automated basis through the National Securities Clearing Corporation's (NSCC) Defined Contribution Clearance & Settlement Service (DCC&S) Fund/Serv system. We work closely with our alliance partners so that all recordkeeping and administration is seamless to our customers.

All Prudential Retirement Manager-of-Manager funds, which are marketed as Prudential separate accounts and own shares in commingled trusts and mutual funds, are valued on a net unit value (NUV) basis. All dividends, capital gains, and earnings are reflected in the NUV.

Prudential Retirement verifies the net asset values (NAVs) both before and after our nightly processing cycle. Prices from the NSCC and Reuters are compared, and any discrepancies are resolved with the appropriate fund house. The next morning, prices from the previous day are again checked to identify possible late changes. Any discrepancies are resolved with the appropriate fund houses. If a discrepancy is found, our recordkeeping system is adjusted. The error is reviewed to determine if there is a material difference, defined according to industry standard as greater than one-half of 1%. If there is a material difference, we perform a sweep of our recordkeeping system for transactions that ran with the incorrect price. All appropriate areas are notified, e.g., Client Services, Call Center, and Client Transition. Subsequently, our Plan Modification area corrects all of the effected transactions to make the participants whole.

Our trust and recordkeeping systems are integrated. Account reconciliations are carried out on a daily basis. The majority of custodial trust services provided by Prudential Trust are delegated back to Prudential Retirement to provide greater internal control and eliminate duplicate services. This includes account reconciliations on a monthly basis. Trust deposits recorded with Prudential Trust are then reconciled with participant contributions on our recordkeeping system during nightly processing.

- **Describe your procedures for communicating purchase and sale directions (e.g., investments, transfers, withdrawals, and rollovers).**

  Retail mutual fund trades are automated through the National Securities Clearing Corporation's (NSCC) Defined Contribution Clearance & Settlement Service (DCC&S) Fund/Serv system. We work closely with our alliance partners to make recordkeeping and administration seamless to customers.

  The Manager-of-Managers program uses various investment managers. State Street Bank, Prudential Retirement Insurance and Annuity Company's (PRIAC') custodian for the Separate Account portfolios, provides online access to custody positions for investment advisors through State Street's online resource—mystatestreet.com. Our custody systems are updated electronically. Settlement information flows into State Street's accounting and reporting systems and, from there, is provided to the investment manager.

- **Describe what information you maintain in a participant's account record.**

  We maintain the following employee demographic data:

- Participant name
- Social Security number
- Subplan ID
- Employee status
- Address
- Gender
- Date of birth
- Date of hire
- Vested balance
- Total balance
- Date of rehire
- Years of service
- Vesting start date
- Plan entry date
- Highly compensated employee indicator
- Age

- **Discuss how you conduct the allocation of contributions among investment options and reconciling individual participant contributions in accordance with the Plan's requirements and parameters, including a timeline of the process, time requirements on the receipt of NAV information and confirmation of the receipt of funds.**

  Our recordkeeping system's flexibility permits us to receive contribution data as frequently as the plan sponsor submits payroll information. We process good-order contribution data and funds on the same business day if received before 4 p.m. ET. With a focus on automation and quality control to ensure timely and accurate posting of plan contributions, our contribution process is as follows:

  - Contribution funds and the data file are received.
  - Funds received are reconciled to the data file.
  - Various edit checks are performed to ensure data integrity.
  - Contributions are processed, our recordkeeping system updates, and contributions are posted to participants' accounts.
  - Additional edit checks are performed after updating the recordkeeping system to ensure complete, accurate processing.

- **Discuss error corrections for:**
  - **Contributions**

    Prudential corrects contribution errors in adherence to the Employee Plans Compliance Resolution System (EPCRS) guidelines. Allocation of earnings is applied according to the plan rules.

- **Withdrawals/Distributions (bother over- and under-payments)**

  Regarding withdrawals or distributions, Prudential partners with the client to determine an appropriate method of correction to make the participant's account whole.

- **Transfers**

  Regarding withdrawals or distributions as they relate to over- and under-payments, transfers, and rollovers, Prudential partners with the client to determine an appropriate method of correction to make the participant's account whole.

- **Allocations of earnings**

  Prudential corrects allocation of earnings errors in adherence to the EPCRS guidelines. Allocation of earnings is applied according to the plan rules.

- **Tax reporting**

  If our Operations Unit processes an error correction that requires tax reporting to be updated, they send a case request to the Tax Reporting team.

  As payor, Prudential will be responsible for issuing tax reporting in compliance with the Internal Revenue Code and applicable guidance. If an error is discovered, Prudential will take reasonable steps to identify and correct affected tax forms for all open tax years.

- **State if error processing is manual or electronic.**

  Error corrections are electronically processed through our recordkeeping system.

- **Describe your procedures for reconciling the plan depository investment accounts and the information and statements that you will provide to the Agency.**

  We delegate many of the Prudential Bank & Trust, FSB recordkeeping functions to Prudential Retirement. This allows for more streamlined administration. Prudential Retirement's daily reconciliation process is as follows:

  - Produce a daily net activity report summarizing share balances and financial activity for each mutual fund, internal stable value fund (including the previous day's ending share balance, current day's activity, and next day's beginning share balance).
  - Use the net activity report to execute mutual fund, internal stable value fund transactions.
  - Reconcile transactions by comparing the net activity report with the previous day's investment share balances.
  - Identify and resolve discrepancies.

  We verify that all daily transactions are accurately transmitted and updated by comparing month-end internal and external investment statements with previously supplied information. We typically reconcile internal and external guaranteed investment contracts and internal separate accounts monthly.

- **Describe the procedures and time required for your company to transfer all or a portion of a participant's account balance in an investment option to another investment option. Give any minimum time guarantees you provide as well as your company policy on retroactively correcting any erroneous transfers. Affirm that if an erroneous contribution is due to your company's error, you will make the participant whole at your company's (and not the Plan's) expense, unless the adjustment would not be beneficial to the participant. Provide a complete timeline, including the terms and conditions under which you can provide a transfer at that day's purchase price. State if your system will process the transfer of account balances by percent and by dollar amount.**

  A participant can elect a specific transfer from a single investment to another available investment(s) within the plan. Investment fund transfers are processed the same business day, if received in good order by 4 p.m. ET.

  Prudential agrees to correct any administrative error or omission resulting from our negligence. If Prudential is responsible for an error, we agree to correct the error and absorb the costs associated with making that correction. In the above example, we would systematically back-date the transfer and adjust the participant account to reflect any gains or losses incurred from our error or omission, thus making the participant's account whole.

  Our system can handle a variety of reallocation methods based on the plan's parameters. For future contributions, participants can change their investment allocation using percentages. For existing account balances, participant transfer types can include:

  - percent-to-percent transfer;
  - dollar-to-dollar transfer;
  - on-demand rebalancing; and
  - stand-alone auto rebalancing.

  For added flexibility, participants can designate whether the transfer request applies to a certain money source (i.e., employee deferrals only) or the total account.

- **Discuss how fund transfers are executed.**

  A participant can request a fund transfer online or by phone. A participant can elect a specific transfer from a single investment to another available investment(s) within the plan. Transfer requested received by 4 p.m. ET are processed the same business day.

- **Discuss time cutoffs for investment companies in order to have contributions invested.**

  Contributions are posted within one business day after receipt of complete and accurate data. Assets are invested the same business day if initiated by 4 p.m. ET.

- **Describe how you expect to process participant changes in investment elections.**

  Investment elections are processed the same business day if initiated by 4 p.m. ET.

- **Describe your processes for maintaining up-to-date beneficiary information.**

  Our recordkeeping and imaging systems maintain beneficiary information with the participant's records.

  We consider beneficiary outreach campaigns an important component of participant education. Our participant engagement program includes an annual campaign targeted to participants who have yet to designate a beneficiary as well as targeted mailings that reinforce the importance of naming or updating a beneficiary in planning for a secure retirement. In addition, participants are reminded to review their beneficiary designations via information provided in their annual statements.

- **Discuss how you process ODROs and what you provide to members and alternate payees**

  Plan sponsors may select from two services that Prudential offers to handle domestic relations orders (DROs).

  The first option is outsourcing the qualification function to Prudential. Since 1997, we have worked with Morneau Shepell the country's largest outsourcing processor of DROs to provide our clients complete DRO administration including:

  - inquiry processing;
  - DRO review and determination;
  - appropriate notifications; and
  - payment arrangements.

  As part of our service, we provide:

  - **Notification of Receipt of Order:** We notify all affected parties, including legal counsel, of the receipt of the domestic relations order and review the order to determine whether it qualifies. We flag the account for a pending qualified domestic relations order (QDRO) to prevent distribution.
  - **Letter of Acceptance or Denial of Order:** If the order does not qualify, we notify the interested parties in writing and provide them with recommendations to correct and re-submit the order. If the order does qualify, we notify all interested parties of such.
  - **Calculation of Award:** For qualified orders, we calculate the alternate payee's benefit and set up a separate account record in our recordkeeping system for the alternate payee. We flag the participant's record as a QDRO and reduce his or her benefit accordingly.
  - **Payment and/or Tracking of Award for Future Benefits:** For qualified orders, we send the new benefit amounts in writing to both the alternate payee and the participant with information on when they may begin collecting their benefit and available forms of annuity. In addition, the alternate payee has access to our counselors and outsourcing services.

  The second option is the retention of responsibility for qualifying the DRO by the plan sponsor. In this situation, Prudential assists in determining that the form of payment is permissible under the plan. Once the plan administrator has qualified a DRO, we establish an additional account in our system as if the person is a new participant in the plan. We then move the funds, as directed in the

QDRO, and assign a special identification number to the new account to distinguish it from those of other participants.

- **Discuss your system edit process for:**
  - **Member and employee contributions, both by source and investment**
  - **Applications and changes in status**
  - **Vesting/Service**
  - **Transfers**
  - **Withdrawals/Distributions**
  - **Tax forms, e.g., 1099Rs**
  - **Provide samples of the type of edit reports that would be issued for these types of transactions**

The integrity of contribution input data is paramount to achieving outcomes that result in a positive participant experience. As such, we strive to make editing, adjusting, and correcting data simple and easy for our clients. Edits to contribution and loan files, for example, are welcomed by email; we'll make the required adjustments for you. In most cases, indicative data changes can be made by using the participant indicative data update tool on the Sponsor Center or by submitting the changes in the next payroll file. There is, however, the occasional circumstance that requires a different course of action. For example, a full volume change requires an immediate full replacement file. We are here to guide you to the appropriate course of action.

Please refer to Exhibit D for a Sample Plan Sponsor Reporting Guide.

- **Discuss the training you will provide to Agency staff in the use of the vendor system, and provide an administrative manual with complete instructions on how to access and view such information and how to troubleshoot routine problems, and making available a representative to assist Agency staff in correctly obtaining access to the database and generating reports. Describe the capabilities and qualifications of that individual and what steps your firm will take in order to ensure that Agency staff can obtain resolution to problems on a timely basis.**

Before your initial training begins, we'll meet with you to conduct a thorough needs assessment. Then we'll craft a customized program around your needs and preferences.

Initial training for benefits staff, for example, often includes a discussion of our recordkeeping processes, an overview of the plan administration manual, and instructions on how to use our Sponsor Center, including the creation of customized reports.

Our approach is flexible—you choose what works best for you. You can select delivery methods that include:

- in-person sessions;
- interactive webcasts;
- conference calls; and
- video presentations.

Further, we'll use our annual relationship planning meeting as an opportunity to make a regular, formal inquiry into your ongoing training needs. The training we provide can focus on participants, benefits staff, payroll personnel, the pension committee, or any audience you'd like to reach.

We have developed flexible curricula, easily adapted to your needs. The following are two examples:

- **Plan Administration Training:** This training is usually provided to a benefits staff during the plan transition. It addresses administrative procedures and plan management tools. The typical program covers:
  - Prudential's recordkeeping processes;
  - an overview of an administration manual—customized for you;
  - navigation through the Sponsor Center; and
  - customized reporting.
- **Product and Marketplace Training:** As we deliver new products and tools, we want to be sure you understand the way those enhancements work to your benefit. Existing product training programs include:
  - making the most of the annual relationship planning process;
  - navigating the Sponsor Center;
  - understanding investment reports;
  - the effective use of the participant website;
  - exploring marketplace trends;
  - embracing legislative developments; and
  - fiduciary training seminars.

Working together, we'll deliver effective training, adapted to the specific, learning needs and stylistic preferences of any audience you identify.

During the conversion to Prudential, we collaborate with the plan sponsor to assemble an administration guide that supports all aspects of the plan's operation. We also provide training, helping the plan sponsor's staff learn to use the guide as a tool in the ongoing administration of the plan. As the plan evolves, we update the guide to ensure all parties are referencing a current, working document. Additional information included provides overviews of products and services that the plan sponsor has not chosen specifically for its plan, but that may be useful in the future.

We track the root causes identified for each issue, as well as the appropriate correction method, and establish preventative measures to ensure repeat issues do not occur. The TDC Plan's Client Service Manager, Mary Conti, provides continuous updates to the Board throughout the correction process through completion.

Please refer to Exhibit E for a Sample Administration Manual.

- **Describe the arrangements under which your firm will provide the Agency staff on-line access to Plan reports and records. Describe the data that will be available to staff and provide copies of the data screens that staff will view. Indicate if you will apply or are capable of applying different restrictions to different accessing parties.**

  On our Sponsor Center, we offer 21 reporting templates, which can be customized by users with optional fields, data filters, and sub-plan ID filters. Customized reports are automatically saved as "My Templates" for use going forward. Reports can be created on-demand or scheduled to run by the tenth business day after each month- or quarter-end. They are generated in Microsoft® Excel and Adobe® PDF and can be saved to the user's personal drive. Additional reporting needs can be referred to the plan's dedicated Client Service Manager, Mary Conti, who produces and distributes requested data according to the plan sponsor's desired frequency.

  ### Reporting Templates

  - Authorized users
  - Balances
  - Beneficiary
  - Census
  - Contribution deductions
  - Contributions (participant)
  - Contributions (plan)
  - Distributions
  - Exchange transactions
  - Financial activity (participant)
  - Financial activity (plan)
  - Investment allocations
  - Loans
  - Miscellaneous transactions
  - Product adoption/utilization (participant)
  - Product adoption/utilization (plan)
  - Redemption fees
  - Required Minimum Distribution
  -

  In addition, the following annual reports are available:

  - Year-end plan-level financial statements
  - Year-end transaction summaries
  - Federal and state tax reports

  ### Prudential's Plan Health Tool

  Plan Health is just one of Prudential Retirement's enhanced digital solutions developed to drive optimal outcomes for plan sponsors and participants. A feature of the Sponsor Center, Plan Health puts the information most important to plan sponsors right at their fingertips, including:

  - participant details, including total web logins, total toll-free service activity to the Participant Service Center, and Retirement Income Calculator trends;
  - filters that reveal various participant data points broken down by years of service, age, and salary;
  - sub-plan data filtering for multidivisional plans;
  - investment allocations and holdings;

- cash-flow details, so you can see incoming and outgoing plan assets and changes in value; and
- tracking plan trends over a 24-month rolling history against the industry and Prudential averages.

With data updated monthly and plan balances daily, Plan Health is an effective way to assess how well a plan is performing, whether participants are fully engaged in the Prudential environment, and to determine if there are any areas for improvement or celebration.

Sponsor Website Access

Within our security administration functions, you have full control over who has access to the plan, and what level of access they have. For example, you may choose to delegate plan-only access to your investment consultant for real-time review of fund performance without disclosing personal details at the participant level or you may choose to provide certain individuals with access to a limited number of divisions at the participant level. The system limits access based on User ID.

Please refer to Exhibit D for our Sample Plan Sponsor Website Guide.

- **Indicate what legal and advisory services you will provide the Agency in administering its Plan in conformance with the appropriate laws and regulations. Indicate how you will review and inform the Agency of changes in the law and regulations and current legislation potentially impacting the Plan.**

Prudential Retirement's team of regulatory experts provides research, insight, and communications regarding pending and enacted legislation and regulatory changes that may influence your plan. We review and analyze each legislative and regulatory change to determine its impact on clients, and to determine what, if any, action is required as a result of the change.

The plan's assigned Retirement Plan Consultant, Brant Kintz, can provide you with the products and services you need—when you need them. Such services include compliance testing, plan documents and Summary Plan Descriptions, and government filings.

When warranted, consultants within our Retirement Plan Strategies group provide information on changes to Prudential departments within a week of the publication of the legislative or regulatory change. Upon determining the information that should be provided to clients, we communicate the information through many different methods including one-on-one meetings with your Key Account lead, as well as mailings and Sponsor Center messages. The *Pension Analyst* publication is the most effective way to alert plan sponsors to changes in federal regulations and describes ERISA compliance requirements. We are committed to keeping our clients informed of legislation and other requirements that influence their plans.

- **Discuss how you regularly gather the contribution and compensation data necessary for Section 415(c) IRC limit testing.**

This data is housed in our recordkeeping system and is collected through census files received by the plan sponsor. This information is provided to the Board via the Sponsor Center.

- **Describe and provide a sample of the administrative procedures and policies manual outlining all the administrative requirements as well as sample forms and instructions.**

  Our bundled retirement plan services enable plan sponsors to outsource virtually every aspect of plan administration. We program our recordkeeping system and employee self-service applications (website, automated phone system, mobile capabilities) with the plan's unique parameters, enabling eligible participants to initiate transactions electronically, without submitting a paper form to the plan sponsor.

  Typically, the plan sponsor is responsible for providing us with the following information ongoing:

  - Employee demographic data
  - Contribution data
  - Employer match and profit-sharing contributions
  - Nondiscrimination testing data

  We anticipate using a payroll interface that allows two-way automated exchange of plan payroll and demographic data through secure Internet transmission. This interface will also enable us to make plan-related determinations and calculations (i.e., enrollment, eligibility, employer match, vesting, etc.). The interface feeds its data to our primary recordkeeping system and to the plan sponsor's (or its payroll vendor's) system so that participant deferral amounts and loan repayment status are always up to date.

  We maintain a variety of standard forms. We use an online, on-demand forms system that ensures that we immediately reflect all plan and regulatory information and changes on our forms. We integrated this forms system—a modified version of DocuCorp's FormMaker®—with our Service Transformation and Automation for Retirement Services (STARS) software.

  Please refer to Exhibit E for our Administrative Manual.

  Please refer to Exhibit C for our Sample Administrative Forms.

- **Describe how you handle audit documentation where paperless processing has occurred.**

  Prudential maintains an automated log of the user's activity showing the steps the user took, either on the VRU or website, while initiating the transaction. The date and time of the call or web visit along with the options selected is recorded in the log. This electronic log can be retrieved at any time and available for audit review.

- **Describe the ability of your recordkeeping system to preclude new membership unless specifically authorized by the TDC Plan.**

  Our recordkeeping system monitors and determines eligible employees (according to plan rules) based on length of service and/or hours worked. We have the ability to preclude new membership unless specifically authorized by the TDC Plan.

- **Describe how you will ensure your recordkeeping system will allow TDC Plan staff to modify non-financial members' records, including:**
  - **Annual service credit and compensation**
  - **Transferred service credit from the TRS Plan**
  - **Employment history**
  - **Synoptic data, including notices and flags**
  - **Date of Hire and Termination**

  We house the listed data in our recordkeeping system, which allows the Plan staff to view and modify the data through our Sponsor Center website.

- **TPA recordkeeping system must accept an outbound (CPRB to TPA) file interface daily and provide an inbound (TPA to CPRB) file interface weekly in a file format that can be easily transmitted between systems and approved by the Agency.**

  We will collaborate with TDC's preferred vendor to ensure the data being provided is satisfactory to TDC.

  Our proprietary interface effectively integrates and processes plan, payroll and human resources information. This interface, which is linked with our primary recordkeeping system, allows us to administer most functions electronically by providing a two-way automated data exchange with the plan sponsor's (or vendor's) payroll systems.

  We can process and notify the payroll provider of contribution rate changes accepted through our service access channels. The plan sponsor determines the frequency of the deferral feedback file. We can send this to the payroll vendor daily, weekly, bi-weekly, monthly or quarterly.

- **Indicate whether your record keeping system is owned by your company or subcontracted from another organization. If your company owns the system, was it originally purchased from an outside vendor? If so, from whom? Is your company allowed to modify the system? If the system was not purchased, when was it first put into place and last updated?**

  While most systems are designed internally, we use a proprietary version of the industry-standard FIS OmniPlus, as a component of our recordkeeping system. We have the ability to modify the system as needed.

  An enhanced, proprietary version of the industry-standard FIS OmniPlus software is the base component of our recordkeeping system. We implemented our system in 1993 and continually upgrade it.

  Prudential has several technology releases each year in which we implement enhancements and updates to our systems. These upgrades include new functionalities for processing efficiency, response to client-specific modifications and customizations, as well as legal, regulatory, and security changes.

  The most recent release was February 2019.

- **Describe any pending system changes and proposed implementation dates. If the system is subcontracted, provide details of the arrangement and the name and qualifications of the organization.**

  The recordkeeping services in which we are making investments include:

- **Improvements in digital technology to enhance our customer experience.** Our digitized business automation capabilities, which include the use of a smart workflow system, will continue to advance with the use of robotics process automation and machine learning capabilities. These enhancements improve accuracy and create capacity which allow a greater focus on value-driven opportunities for our plan sponsors.
- **Advancements in digitized business automation capabilities.** We will continue our use of interaction analytics to learn our customers preferences and needs and continue to provide more personalized experiences.
- **Advanced integration capabilities to securely share data with our partners and bring new capabilities to our customers.** Improved business analytics and information management allow us to provide a comprehensive view of employees' financial readiness for retirement and how new benefit strategies might improve retirement outcomes.

- **How many individual defined contribution participant accounts are on your record keeping system?**

  We provide recordkeeping services for more than 3.2 million defined contribution plan participants.[4]

- **Describe in detail any specific problems you foresee incorporating the TDC Plan into your record keeping system.**

  We do not anticipate recordkeeping issues with your plan based on the information included with the RFP and the plan highlights found on the TDC Plan's website.

  We reserve the right to amend our statement based on a full plan document underwriting review.

- **Describe your company's system maintenance, back up, security and disaster recovery procedures. Are files archived and stored at an off-site location? Have procedures been tested? When did you last perform a full-scale disaster recovery test and what were the results?**

  System Maintenance, Back Up, and Security Procedures

  In compliance with our corporate standards, backups are performed by our Global Business and Technology Solutions Production Management staff in partnership with Prudential Retirement application support personnel.

  MAINFRAME

  Mainframe disk data is independently "mirrored" between data centers on a real time basis with a Recovery Point Objective (RPO) of "immediate". As a tertiary contingency, a third copy is made on encrypted tapes and shipped off-site weekly.

  DISTRIBUTED

  Daily differential back-up images are created four times per week with a two-month rotation. The weekly full back-up images created on Fridays with a two-month rotation. Monthly full back up images are kept off-site in an alternate Prudential Data Center for a two-month rotation.

[4] *As of March 31, 2019. Includes full service defined contribution and nonqualified plans.*

The location of our off-site backup facilities is considered proprietary information.

Prudential has sophisticated, layered privacy and information security programs in place that undergo many reviews annually, including annual risk assessments, internal audits governed by a team separate from the business, and external examiners.

All applications and processes are certified annually through internal self-assessments to ensure compliance with Gramm Leach Bliley.

Prudential also requires each business to perform ongoing monitoring of internal controls to confirm compliance to server, database and web engineering standards.

Disaster Recovery & Business Continuation

Prudential has a robust disaster recovery program with redundant data centers, and a new disaster recovery data center, that hosts Prudential Retirement's systems. The time it takes to fail/switchover (which refers to an automatic or manual transition, respectively, to a contingency environment) each of Prudential Retirement's business systems varies based on their individual recovery time objective (priority). The timeline begins with the near-immediate fail/switchover of some of the most critical systems that are fully replicated between data centers.

At Prudential, Business Continuation is a "living program." The operations and technology components are updated on an ongoing basis, taking into consideration the integration of industry best practices, technology advancements, and business requirements.

Business system recovery documentation and procedures are in place and annual recovery tests are performed for the data centers. Resident Prudential Retirement business systems, with recovery time objectives of 30 days or less, are in scope for these tests or other systems activities that validate their recovery plans.

The most recent data center test occurred in March 2019.

Annual work-area recovery tests are performed for each of Prudential Retirement's major operating sites. The most recent test occurred in March 2019.

Additionally, Prudential Retirement conducted an annual exercise of the company's automated call-out system with testing completed in November 2018

Test results consistently validate our business continuation and disaster recovery strategies.

- **Describe your system's limitations with regards to investment options, money types, transfers, rollovers, rebalancing, reporting, etc.**
  - **investment funds**

    Our system can maintain 400 investments per plan and 33 sources per plan. The total combination of investments and sources cannot exceed 1,200.
  - **money types**

    Our system can support up to 35 different money types.

- **transfers**

  Participants have several options including on-demand rebalancing or auto-rebalancing (participants account would rebalance to the participant elected allocation in accordance to the rebalance frequency that would be assigned at the plan level). In addition a participant can elect a specific transfer from a single investment to another available investment(s) within the plan.

- **Rollovers**

  Our system can process multiple physical check distributions per participant and can link each distribution to the appropriate address and/or alternate payee record.

- **Rebalancing**

  Participants have several options including on-demand rebalancing or auto-rebalancing (participants account would rebalance to the participant elected allocation in accordance to the rebalance frequency that would be assigned at the plan level). In addition, a participant can elect a specific transfer from a single investment to another available investment(s) within the plan.

- **Reporting**

  The reporting templates available on our Sponsor Center can easily be customized by users with optional fields, data filters, and sub-plan ID filters. Customized reports are automatically saved as "My Templates" for use going forward. Additional reporting needs should be referred to the plan's dedicated Client Service Manager who produces and distributes requested data according to the plan sponsor's desired frequency.

- **other**

  Vesting schedules: Our system can support up to 99 vesting schedules per source for employer contributions within one plan. The types of vesting schedules supported include graded, cliff, and immediate.

  Participant status indicators: Our system can support five standard and two extended status indicators.

  Matching contribution formulas: Our system can support various matching contribution formulas based on deferral percentage, employee compensation, and years of service--including multiple tiers. The calculations can be performed on a payroll-by-payroll, quarterly, semi-annual, or annual basis. Matching formulas based on age, or a combination of age and years of service, require approval on an exception basis.

  Discretionary contribution formulas: Our system can support various discretionary contribution formulas based on fixed percentage, pro-rata, or integration with social security taxable wage base. Formulas based on age, or a combination of age and years of service, require approval on an exception basis.

  Sub-plans: Our system can support up to 3,000 sub-plans.

4.1.3 TPA shall administer at least one governmental defined contribution plan with assets of at least $500 million and of similar complexity as the TDC Plan, and

Confirmed.

- **Complete the following charts using data as of December 31, 2018:**
  - **By plan type, list the percentage of total business based upon assets under management:**

PLAN TYPE	FULL SERVICE	INVESTMENT ONLY	ADMINISTRATION ONLY
Gov't 401a DC	47	13	**
457	232	87	**
403(b)	954	226	**
401(k)	1,376	416	**

**Includes 401(a) and 401(k).*

***Not tracked.*

The data below is as of March 31, 2019

PLAN TYPE	FULL SERVICE	INVESTMENT ONLY	ADMINISTRATION ONLY
Gov't 401a DC	47	13	**
457	229	90	**
403(b)	954	219	**
401(k)	1,349	412	**

**Includes 401(a) and 401(k).*

***Not tracked.*

  - **By plan type, list the number of clients:**

PLAN TYPE	#PRIVATE SECTOR CLIENTS		#PUBLIC SECTOR CLIENTS	
	PRIMARY BENEFIT	SUPPLEMENTAL BENEFIT	PRIMARY BENEFIT	SUPPLEMENTAL BENEFIT
Gov't 401a DC	0	N/A	60	N/A
457	200	N/A	120	N/A
403(b)	1,166	N/A	14	N/A
401(k)	1,727	N/A	60*	N/A

**Includes 401(a) and 401(k).*

The data below is as of March 31, 2019

PLAN TYPE	#PRIVATE SECTOR CLIENTS		#PUBLIC SECTOR CLIENTS	
	PRIMARY BENEFIT	SUPPLEMENTAL BENEFIT	PRIMARY BENEFIT	SUPPLEMENTAL BENEFIT
Gov't 401a DC	0	N/A	60	N/A
457	200	N/A	120	N/A
403(b)	1,160	N/A	14	N/A
401(k)	1,701	N/A	60*	N/A

**Includes 401(a) and 401(k).*

Prudential Retirement

- **By plan type, indicate the assets under management:**

PLAN TYPE	ASSETS OF $0-$100 MILLION	ASSETS OF $100-$500 MILLION	ASSETS OF $500 MILLION-$1 BILLION	ASSETS OF $1 BILLION PLUS
Gov't 401a DC	52	4	1	3
457	295	14	2	8
403(b)	1,160	14	5	1
401(k)	1,539	213	22	18

The data below is as of March 31, 2019

PLAN TYPE	ASSETS OF $0-$100 MILLION	ASSETS OF $100-$500 MILLION	ASSETS OF $500 MILLION-$1 BILLION	ASSETS OF $1 BILLION PLUS
Gov't 401a DC	50	6	1	3
457	295	14	2	8
403(b)	1,148	18	6	1
401(k)	1,487	229	26	19

- **By plan size, indicate your number of clients:**

PLAN SIZE BY PARTICIPANTS	GOVERNMENTAL DEFINED CONTRIBUTION PLANS	457PLANS
Under 5,000	175	308
5,000 to 9,999	6	4
10,000 to 24,999	2	1
25,000 and over	9	6
Total	**192**	**319**

The data below is as of March 31, 2019

PLAN SIZE BY PARTICIPANTS	GOVERNMENTAL DEFINED CONTRIBUTION PLANS	457PLANS
Under 5,000	174	308
5,000 to 9,999	7	4
10,000 to 24,999	2	1
25,000 and over	10	6
Total	**193**	**319**

.1.4 TPA should provide sufficient security to protect Plan data in transit, storage and cache. In the event of any unauthorized breach/access, theft or release of Plan data, immediately notify the Agency.

- **Describe your Firm's and any proposed sub-servicers and/or sub-contractors data security systems.**

  Prudential has sophisticated, layered privacy and information security programs in place that undergo many reviews annually, including annual risk assessments, internal audits governed by a team separate from the business, and external examiners.

  All applications and processes are certified annually through internal self-assessments to ensure compliance with Gramm Leach Bliley.

  Prudential also requires each business to perform ongoing monitoring of internal controls to confirm compliance to server, database and web engineering standards.

4.2.1.1.5 TPA should notify the Agency immediately (within 1 business day) of the termination or reassignment of personnel who are primary contacts for the Agency.

Prudential will make every reasonable effort to notify the Agency of any termination or reassignment of personnel who are primary contacts for the Agency as quickly as possible.

4.2.1.1.6 It is preferred that the TPA make an annuity shopping service available with a minimum of three (3) vendors. The TPA should use its best efforts to provide replacement vendors within one hundred and eighty (180) days. There will not be a default vendor. The Participant must select the vendor. Further, the TPA should provide the TDC Plan with procedures to follow in purchasing annuities with all vendors within the annuity shopping service.

- **Discuss your ability to provide an annuity shopping service. For the annuities you offer, give the actual and guaranteed purchase rates per $1,000 for the following payment options on July 1, 2018. Provide purchase rates for a member age 55, 60, 62, and 65. For joint and survivor payment options assume that the spouse is the same age. Unisex rates are required.**
  - **Life with payout**
  - **Life**
  - **10 years certain**
  - **50 percent joint and survivor**
  - **100 percent joint and survivor**
  - **For the annuity purchase rates listed above, list the commissions, if any, your firm receives. Note you're your firm must fully disclose all commissions paid for annuities purchased under the Plan.**

In-plan Solution

INCOMEFLEX TARGET

Plan sponsors looking to provide a guaranteed withdrawal benefit offer our IncomeFlex Target program to their participants.

Prudential IncomeFlex Target provides:

- **Guaranteed downside income protection:** payments continue even if investment performance and guaranteed withdrawals bring the market value to zero. Excess withdrawals will reduce the benefit proportionately.
- **Potential upside participation:** if the market value of a participant's IncomeFlex Target funds exceeds the income base on any of his or her birthdays, lifetime payments may increase.
- **Ongoing flexibility:** participants can cancel the guarantee by moving out of the funds at any time. They can withdraw more than their guaranteed amount during retirement (reducing the guarantee proportionately).
- **Providing for heirs:** if so elected, the guaranteed income can continue for the lifetime of a surviving spouse—at a lower rate. Any remaining market value will pass to the participant's beneficiaries.
- **Affordability of guarantee:** Fees are 100 basis points per year, calculated daily.
- Key benefits for plan participants include:
- **Guaranteed income for life:** reassurance that they won't outlive their income.
- **Downside income protection:** Guarantees to protect income base against market risk.
- **Upside potential:** the opportunity to capture potential upswings and protect guaranteed income against longevity risk.
- **Flexibility and control:** they can start, stop, or dip into the account balance at any time. There are no surrender charges, and IncomeFlex Target guarantees are portable to an IRA variable annuity, which is subject to different charges.
- **Spousal benefit:** for no additional fee, participants can elect to provide income for their spouse's lifetime at a lower annual withdrawal rate.

Beginning at age 65, IncomeFlex Target will provide guaranteed annual income for life—even if guaranteed withdrawals or market performance cause the market value of their funds to reach zero. Upon retirement, participants lock in the higher of two values as the basis for calculating their guaranteed income: Highest Birthday Value (HBV) or the current market value. The amount of guaranteed income varies based on the age at which withdrawals start:

The percentages for the Individual benefit are:

Ages 55-64: 4.25%

Ages 65-69: 5.00%

Ages 70+: 5.75%

If a Spousal Benefit is selected, these percentages will be reduced by 0.50%.

Out-of-Plan Solution

Participants that wish to annuitize their account may obtain multiple annuity quotes through our Prudential personnel.

4.2.1.1.7 In responding to this Request of Proposal, provide options/proposals for all administrative cost recovery (including Agency Costs and TPA Vendor Fees) from the activity of the TDC plan. The costs to be considered for recovery include the anticipated TPA costs (for responding to this requirement assume that TPA fees will be $600,000/year and $400,000/year for Agency operational costs with an assumed annual inflationary rate of 5%. Please provide discussion/explanations of the options and the relative advantages and disadvantages. Do not quote dollar amounts in the response to this table. Only quote dollar amounts in the cost proposal. At a minimum, your discussion should include the following options.

Option	Detailed Description	Advantages/ Disadvantages	Investment Options Recommended for Revenue Sharing*
1 Quarterly Flat Fee	We would charge a TPA fee, as well as an Agency fee. We can break these fees out separately or charge participants a flat quarterly fee.	Advantage: Each participant, regardless of asset size, pays the same fee. Disadvantage: Flat fee would not account for the 5% inflation rate required by the Agency and would have to be increased every year.	**N/A**
2 Quarterly Asset-Based Fee	We would charge a TPA fee, as well as an Agency fee. We can break these fees out separate or charge participants a flat quarterly fee.	Advantage: Participants pay a pro-rata fee based on assets in the plan Disadvantage: Participants with larger balances would pay proportionately higher fees than those with smaller balances	**N/A**
3 Combination of Option 1, above and revenue sharing from specific investment options	We believe a plan this large should be fully transparent about all fees in the	Advantage: By not using revenue sharing you can ensure participants pay the same fees regardless of	N/A

OPTION	DETAILED DESCRIPTION	ADVANTAGES/ DISADVANTAGES	INVESTMENT OPTIONS RECOMMENDED FOR REVENUE SHARING*
	program and fully disclose to participants through an explicit charge for services. Item 1 or 2 would be an industry best practice for a state plan of this size.	the types of investments they select. Today participants using index funds and the VALIC Fixed Annuity represent 40% of all plan assets and are not bearing an equitable share in the cost of the program compared to participants using funds that are paying revenue sharing back to the program. We have recommended a zero-revenue sharing lineup going forward to fully disclose all fees to plan participants.	
4 Combination of Option 2, above, and revenue sharing from appropriate investment options	We believe a plan this large should be fully transparent about all fees in the program and fully disclose to participants through an explicit charge for services. Item 1 or 2 would be an industry best practice for a state plan of this size.	Advantage: By not using revenue sharing you can ensure participants pay the same fees regardless of the types of investments they select (active vs passive). Today participants using index funds in the program are not paying the same amount of fees as those in funds that are providing revenue sharing to the program. We have recommended a zero revenue sharing lineup going forward to fully	N/A

OPTION	DETAILED DESCRIPTION	ADVANTAGES/ DISADVANTAGES	INVESTMENT OPTIONS RECOMMENDED FOR REVENUE SHARING*
		disclose all fees to plan participants	
5 Other recommendations	N/A	N/A	N/A

4.2.1.2 Customer Service, Communications and Education

4.2.1.2.1 TPA should provide a customer service center with toll-free telephone service and appropriate staffing.

- **Describe your customer service center, its location, number of operators and representatives, structure and hours.**

  Prudential's Participant Service Center is primarily responsible to answer in-bound calls and emails from participants of our defined contribution and defined benefit plans. Our 267 Customer Experience Advocates use a consultative approach to service participants based on an understanding of participant needs and provide guidance through collaborative discussion including:

  - plan and account related inquiries;
  - providing information regarding investment options under the plan;
  - educating participants on rules and regulations;
  - assisting in processing transactions;
  - explaining the benefits of taking full advantage of matching contributions; and
  - assisting participants in establishing PINs for the automated phone system, registration for the participant website and passwords resets.

  Our Participant Service Center offers a segmented service model designed around a simple, secure approach that instills confidence in our participants. Our call management strategy focuses on aligning the right Customer Experience Advocate with the right skills to the right caller. Through this approach, when a participant properly identifies themselves in the automated phone system, we have the capability to direct them to the Advocate who is knowledgeable in the rules of their plan, and has expertise in the reason for their call.

  Our Participant Service Centers are located in Scranton, Pennsylvania; Dubuque, Iowa; and El Paso, Texas. Customer Experience Advocates are available Monday through Friday, from 8 a.m. to 9 p.m. ET, excluding holidays.

- **Discuss where recordkeeping and administrative service for the Plan will be processed.**

  Recordkeeping and administrative services will be processed out of our Scranton, Pennsylvania and Dubuque, Iowa locations.

- **Discuss the security procedures you use at your customer service center to authorize transactions that the participant makes over the phone or via the internet.**

Participants must verify their name, address on file, date of birth, and last four digits of their social security number to process a request through the Participant Service Center. To self-serve on the Participant Website, participants must successfully register on our website and enter their appropriate User ID, Password, and security question, when applicable.

- **Discuss the procedures for edits of transactions received by customer service center representatives and if they are performed "real-time." Provide sample report.**

  All calls to our Participant Service Center are captured through recorded lines. Our Customer Experience Advocates use our workflow tool, which interfaces with our recordkeeping system to process transactions and log the reason for the call. Processed transactions are assigned a unique confirmation number and a hardcopy confirmation is mailed to the participant within 24 hours of completing the transaction. All processed transactions are detailed in the "Transaction History" section of the participant's account, and the audit trail is sealed and cannot be modified.

  During the day, transactions are stored until 4 p.m. ET. All transactions are then "batched" and transferred to our primary recordkeeping system for processing. We update system mainframes during a nightly processing cycle. Prices and net asset values are current by midnight ET. We synchronize data with all other systems by 6 a.m. ET.

  Transactions entered by 4 p.m. ET receive the closing prices for that day. Transactions entered after 4 p.m. ET receive the closing prices for the following business day.

  We post a notation of pending transitions in real time to all systems. Transactional edit reporting is considered proprietary in nature.

- **Discuss how customer service center representatives will be supporting the TDC Plan, including the number of representatives quoted as full time equivalents. Indicate why you believe this is an adequate number to properly administer the TDC plan. Will these people be solely dedicated to the TDC Plan? If not, discuss how this will be handled.**

  Rather than a dedicated number of representatives, Prudential Retirement's Participant Service Center offers a segmented service model designed around a simple, secure approach that instills confidence in our participants. Our call management strategy focuses on aligning the right Customer Experience Advocate with the right skills to the right caller. Through this approach, when a participant properly identifies themselves in the automated phone system, we have the capability to direct them to the Advocate who is knowledgeable in the rules of their plan, and has expertise in the reason for their call. In addition, the knowledge based system used by our Advocates provides details specific to every plan on our recordkeeping platform. This tool provides the Advocates with a concise breakdown of the plan rules and provisions; ensuring all Advocates are fully equipped with plan specific information needed to respond to participant inquiries.

  Our Customer Experience Advocates have a wealth of resources available to them to assist in addressing participant's needs. Our Advocates have access to a team of supervisors and Customer Experience Consultants, who are available at any time to provide additional support during the call.

  In the event further research or assistance outside of the Participant Service Center is required, we would work directly with the necessary parties to ensure the participant's questions are addressed.

Your Client Service Manager would work directly with you; if necessary, to resolve any outstanding items or notify them of any participant issues that arise.

- **Discuss how long, on average, it takes your company to respond to participant requests in writing, over the telephone and via the internet. Include a discussion on how you monitor response time and quality of the response and your commitment to the Agency regarding response time.**

  Participants can email us via the Prudential participant website. Emails are automatically routed to our Customer Experience Advocates for review and participants receive a response within two business days.

  Prudential's Customer Experience Advocates log every participant call. The Advocate notes the reason for the call and any action taken (e.g., information provided to the participant, transactions processed, letter sent, etc.). All issues are tracked and monitored by participant service center management through to resolution.

  In the event further research or assistance outside of the Participant Service Center is required, we would work directly with the necessary parties to ensure the participant's questions are addressed.

- **Describe your customer service staffing plan to deal with peak volume such as after the issuance of participant statements or a plan change.**

  The Participant Service Center has a dedicated team of analysts with a primary focus on monitoring call center activity and managing resources to ensure we have the right people, at the right time, to answer participant calls. This team has a robust catalog of reports, data, and alert systems available to monitor contact activity throughout the day. This collection of data ensures that our participants are receiving the highest and most consistent service experience possible.

  Our resource management team closely monitors call volume through our call management system, which allows them to address short and long term increases in demand before it impacts the experience of our participants. If our team determines that additional resources are necessary, either through our planning process or real-time management, we immediately notify our reserve Advocate pools to mitigate service impacts. Throughout the day, we continuously evaluate Participant Service Center statistics such as calls received, abandonment rates, and service level to guarantee that callers are not waiting beyond service level targets.

- **Describe the toll-free telephone system you will provide and the interface that employees without touch telephone service will receive.**

  The automated phone system is a natural language system that does not have a menu structure. After the caller responds to the question "How may I help you?" the automated phone system authenticates the caller and then proceeds to take them directly to the transaction requested, such as balance, loan, withdrawal, rollover (in/out), transfer, allocation, or contribution change. Callers may also ask to speak to a Customer Experience Advocate at any time during the call.

- **Do representatives have direct access to the record keeping system? If a participant exits your voice response system with a problem, how do operators monitor the progress of the attempted transaction?**

Our Participant Service Center utilizes a desktop application which is directly integrated into Prudential Retirement's recordkeeping software. Our Customer Experience Advocate's desktop application provides them with all participant demographic and account related information, which allows them to respond to participant inquiries and transaction requests. In addition, participants who identify themselves and the reason for their call in our automated phone system triggers a pop-up screen, which delivers all the necessary information to our Customer Experience Advocates. As our systems are integrated, our Customer Experience Advocates do not need to exit or change systems at any time while assisting a participant. This provides for standardization and cross-training across all of our operational areas.

Through the use of our Computer Telephony Integration system, when a participant opts out of the automated phone system to speak with a Customer Experience Advocate, the Advocate is provided with identifying information about the caller, whether or not they fully authenticated themselves in the automated phone system, and the intent of the call based on what function they were using upon opting out.

- **Describe the types of transactions your operators are permitted to accept from participants verbally and via the internet. Are participant calls recorded?**

  The plan provisions can determine which transactions the Participant Service Center can process on behalf of a participant and which will require a paper form. Typically, systematic, hardship, and required minimum distributions need to be set up via a paper form, while all other transactions are permitted via our Participant Service Center.

  Typically, all transactions are permitted via the internet through our participant website, with the following exceptions:

  - Transactions requiring spousal consent[5]
  - Hardship withdrawals
  - QDROs
  - Rollover into the plan
  - Required Minimum Distributions
  - Systematic withdrawals

  Participants in defined contribution plans can speak to a Customer Experience Advocate for assistance with these transactions.

  Calls to Prudential Retirement's Participant Service Center are recorded and may be monitored.

- **Discuss options for person with disabilities, including available language services other than English and Telecommunication Devices for the Deaf (TDD) services.**

  Prudential employs a group of Spanish-speaking Customer Experience Advocates. Additionally, all of our Customer Experience Advocates have access to a Language Line interpretation service which supports more than 240 languages. Prudential Customer Experience Advocates will conference in our language line service provider representatives to interpret and translate the caller's needs; however,

[5] *These transactions may be initiated on the website but require a form to be downloaded and returned to complete the request.*

all account information and transaction processing will be handled by the Customer Experience Advocate.

Prudential also offers capabilities for Spanish speaking callers via our interactive automated phone system.

In addition, we are equipped to receive calls from hearing- and speech-impaired individuals through our toll-free phone number. Our Customer Experience Advocates use AT&T's telecommunications relay services to provide timely responses to our hearing- and speech-impaired participants.

- **Provide the following statistics for your participant toll-free service line for the periods shown:**

	Calendar Year 2017	Calendar Year 2016
Quality standard for Voice Recognition System (VRS) answer time in number of seconds	answer 80% of calls in less than 20 seconds	answer 80% of calls in less than 20 seconds
Average actual VRS answer time in number of seconds	25	23
Quality standard for VRS downtime (% of hours per month)	99.8%	99.8%
Average actual VRS downtime (% of hours per month)	Less than 0.04%	Less than 0.04%
Quality standard for service representative downtime (% of available hours per month)	Available 100% of the time during regular business hours.	Available 100% of the time during regular business hours.
Actual standard for service representative downtime (% of available hours per month)	Available 100% of the time during regular business hours.	Available 100% of the time during regular business hours.
Quality standard for participant Internet downtime (% of available hours per month)	Over 99.95%	Over 99.95%
Actual standard for participant Internet downtime (% of available hours per month)	100%	100%
Number of calls handled by VRS	1,145,722	995,404
Number of calls received by service representative	45	45
Number of Service Representatives	276	268
Number of participants served by service representatives	1:12,500	1:12,500
Quality standard for number of participants per service representative	1:12,500	1:12,500

	CALENDAR YEAR 2017	CALENDAR YEAR 2016
Quality standard for minutes per day that a representative is on the phone	The Advocates in our call centers strive to ensure that all customer needs are met, regardless of the amount of time spent to complete the call; therefore, we do not have a pre-established length of time dedicated to each participant call.	The Advocates in our call centers strive to ensure that all customer needs are met, regardless of the amount of time spent to complete the call; therefore, we do not have a pre-established length of time dedicated to each participant call.
Actual standard for minutes per day that a representative is on the phone	The Advocates in our call centers strive to ensure that all customer needs are met, regardless of the amount of time spent to complete the call; therefore, we do not have a pre-established length of time dedicated to each participant call.	The Advocates in our call centers strive to ensure that all customer needs are met, regardless of the amount of time spent to complete the call; therefore, we do not have a pre-established length of time dedicated to each participant call.
Quality standard for number of seconds on hold while call transfers to service representative	answer 80% of calls in less than 20 seconds	answer 80% of calls in less than 20 seconds
Average actual number of seconds on hold while call transfers to service representative	25	23
Quality standard for call abandonment rate	2% or less	2% or less
Actual Call abandonment rate	0.95%	0.85%
Quality standard for amount of time to call back with status on issue	1-2 business days for an issue with financial impact. 3-5 business days for standard research cases.	1-2 business days for an issue with financial impact. 3-5 business days for standard research cases.
Average actual amount of time to call back with status on issue	1-2 business days for an issue with financial impact.	1-2 business days for an issue with financial impact.

	CALENDAR YEAR 2017	CALENDAR YEAR 2016
Quality standard for amount of time to handle issue resolution	3-5 business days for standard research cases.	3-5 business days for standard research cases.
Actual average amount of time to handle issue resolution	3-5 business days for standard research cases.	3-5 business days for standard research cases.
Frequency each service representative's calls are monitored by qualified supervisor	The number of reviewed calls is dependent upon several factors, including the types of calls the representative handles, the performance level of the representative and the timing of additional training classes.	The number of reviewed calls is dependent upon several factors, including the types of calls the representative handles, the performance level of the representative and the timing of additional training classes.
Number of calls monitored by supervisor at frequency given above	The number of reviewed calls is dependent upon several factors, including the types of calls the representative handles, the performance level of the representative and the timing of additional training classes.	The number of reviewed calls is dependent upon several factors, including the types of calls the representative handles, the performance level of the representative and the timing of additional training classes.
Number of internet hits received	29,268,824	27,657,030
Number of participants with Internet access	1.48 million participants are registered on our site.	1.36 million participants are registered on our site.

- **Confirm your Company's ability to provide:**
  - **Average Speed of Answer (ASA) guarantee that 95% of calls are answered within 90 seconds of the first ring.**
  - **Busy Rate guarantees that less than .3% of calls receive a busy signal**
  - **Abandoned Call Rate – guarantee that less than 2% of calls are not answered**

  Our participant services phone response time service standard is 80% of calls answered within 20 seconds for live operator, and an abandonment rate of less than 2%. If call volumes exceed 10% of normal or budgeted volumes the month would be excluded.

4.2.1.2.2 TPA should conduct on-site and one-on-one education and counseling. At a minimum, each member must be contacted at least once per year and offered a one-on-one education and counseling session.

- **Describe your communication and education services generally**

  Both our initial and ongoing communication and education programs place retirement-specific learning in the context of holistic financial wellness. We use electronic and print media to proactively deliver targeted communications that help participants identify their personal behavioral challenges and inspire them to take actions that will help them along the road to financial security.

  Our specific recommendations are captured in a program strategy document that is based on an in-depth understanding of each plan sponsor's goals, objectives, and participant demographics. It is created specifically for each client, monitored, adjusted for progress and effectiveness, and is updated annually.

  We work closely with plan sponsors to gather data that allows us to make participant engagement personal, cost-effectively addressing their needs using the right communication techniques.

  Here is a sample of typical initial and ongoing participant engagement and communication support services.

  Initial

  - Comprehensive transition communication support
  - A custom transition website
  - Onsite seminars, as well as live and recorded webcasts, focused on transition
  - One-on-one counseling and support by phone
  - Targeted communications based on specific participant needs

  Ongoing

  - Onsite seminars focused on key plan challenges
  - Webinars, podcasts, and videos
  - Targeted communications based on specific participant needs
  - New employee enrollment support
  - Financial literacy support
  - One-on-one counseling and support by phone

- Participant account website
- Financial literacy website with budgeting tool
- Comprehensive participant statements
- Financial wellness online assessment
- Plan-optional Student Loan Assistance tool (currently under development)

- **Provide samples of the visual and demonstrative aids that your company would prepare to communicate the TDC Plan as well as sample forms. Also provide samples of the general communication materials that you will distribute on a regular basis to employees and make generally available to employees. These should include investment performance information (including comparative information to benchmarks), plan description booklets, information on retirement planning, payout distribution, quarterly statements, and quarterly statement stuffers.**

  Please refer to the Enclosures for a Sample Participant Engagement Program.

- **Discuss the ability of your customer service representatives to answer participant questions on investment alternatives and provide participants with estimated retirement benefits.**

  Prudential Retirement's Participant Service Center is committed to providing exceptional customer service to our participants. All of our Customer Experience Advocates go through a comprehensive training program in order to respond to the unique inquiries of our participants. As part of our training program, our Advocates receive training on general plan rules and regulations as well as investment training to ensure they understand and can address questions related to the investment products offered by their retirement plan.

  Our Customer Experience Advocates are happy to explain programs such as GoalMaker, our optional asset allocation program, sharing information about what it is and how it works. In addition, Advocates can walk a participant through the questionnaire that helps identify what type of investor the participant is and the model portfolio that suits his or her profile.

  From day one of our training program, we instill a consultative approach in all of our Advocates, focused on educating callers to ensure they have all the information they need to make an informed decision.

  To help participants determine their "Retirement Readiness" we offer a number of tools. Key among them is our Retirement Income Calculator–Prudential's online tool that helps participants easily assess if they're saving enough for retirement. Our Customer Experience Advocates are able to assist participants with this tool.

  The Retirement Income Calculator takes basic information about age, earnings, outside retirement holdings, investor style, and expected retirement age, along with pre-populated information including account balances and provides an informative comparison of the potential monthly retirement income with anticipated monthly retirement expenses.

  The comparison helps participants to know if they are on track to meet their retirement income needs. If there is a gap, the calculator offers hope in the form of an explanation and a personal action plan to make the necessary changes to reduce or eliminate the income gap.

- **Describe the materials or other support you will provide to educate participants about the use of your company's customer service center.**

  Transition and other marketing materials will include information about our Participant Service Center, including our hours and contact details. The material will explain that our Customer Service Advocates are available for any questions participants may have on the communications, as well as their account, including assistance with maintenance and financial transactions.

- **Describe any alternative education methods or resources you can offer to the TDC Plan participants (such as presentations of DVDs, on-line training, e-learning, etc.).**

  A comprehensive communication and education program should be flexible, to accommodate a variety of life-stages, levels of interest, and degrees of comprehensive financial wellness.

  Levels of involvement tend to vary across a participant population. Some are happy to rely on the plan's default features to help them save for retirement, while others take a more active approach. To reach them all, we can provide various alternative education and communication delivery methods. Some of the non- standard, custom communications we have created for clients for an additional fee include:

  - websites;
  - virtual individual sessions;
  - videos, streaming, and DVD;
  - animated emails;
  - webinars and podcasts; and
  - direct mail campaigns.[6]

  Finally, we have a high definition video studio in our Hartford office where we can create custom video contact with members of the retirement system at no additional cost to the plan.

  Overall, we work with clients to design participant engagement programs that meet their needs.

4.2.1.2.3 TPA shall process benefits distribution, including required notices, payments, tax withholding and reporting and issuing 1099R's. Upon submission of the annual Form 1099R's to the taxing authorities, the TPA must provide a copy, in an electronic format to the Agency of all issues 1099R's for that year.

When we process a withdrawal or distribution, our system automatically calculates state and federal taxes, and generates a tax withholding record. Participants receive a distribution statement along with their benefit payment describing any federal and state taxes withheld. We track all tax information on our system for monitoring and auditing by our Tax Review Unit. In January, we send to participants that have had a withdrawal or distribution an IRS Form 1099-R for inclusion with their tax return. In addition, participants who are utilizing Turbo Tax may be able to import tax data that was reported on Form W-2 and certain 1099 forms[1].

On behalf of the plan sponsor, we forward tax withholding to the IRS and state governments along with an IRS Form 945 report that summarizes tax withholding amounts for benefit plans.

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[6] *We recommend using our suite of email templates for conducting participant engagement programs. However, direct mail can be offered for a fee, to meet the needs of a plan.*

Please note, Prudential does not provide actual copies of the tax forms but will provide the information via excel spreadsheet which shows all dollars paid out, the amounts of federal and state withholding, and all other pertinent information.

- **List and describe all payment options your firm can make available to plan members.**

  Upon terminating or retiring, plan participants may:

  - keep their money in the plan;
  - rollover to new plans;
  - rollover to Individual Retirement Accounts (IRA);
  - cash out their accounts; or
  - remove their assets via required minimum distributions.

  Our approach to educating and communicating with plan participants is to provide relevant information about obtaining a plan distribution.

  Methods used to educate participants on their distribution options include

  - the Personal Retirement Services section of the participant website;
  - Retirement counselors in our Participant Service Center; and
  - presentations, seminars, and individual sessions led by the plan's financial professionals.

- **Describe in detail the distribution counseling services that your representatives would be able to provide members over the telephone and in person. Discuss how you communicate the different payment options. Provide samples of the written materials and applications that you would propose sending to members who have requested distribution information and samples of the forms that your firm uses for election of form of payment.**

  We believe that our responsibility to provide retirement planning information and education does not end when the participant is ready to leave the plan. Furthermore, we believe that educating participants about their distribution options doesn't need to start when they terminate or retire. Our Retirement Counselors are dedicated professionals whose mission is to help maximize the retirement plan outcome for your participants, while minimizing your administrative burden. Most of all, drawing on their vast experience, Retirement Counselors are able to provide support for a wide range of plan types, including defined contribution, defined benefit, and nonqualified plans.

  We offer a variety of programs to help plan sponsors assist their participants with various life changes. Our programs include:

  - The Retirement Readiness series
  - Standard departures
  - Plan events
  - Automatic rollovers for small mandatory distributions

  We also offer investment solutions and related services for those participants who choose to move their assets from your retirement plan. Participants in the IncomeFlex product will see an estimate of

their guaranteed payout on every statement which is very helpful for them in the retirement planning process.

In addition, participants have a wealth of information available to them through the participant website, which has a section dedicated to distribution information. This section of the website includes:

- **The plan's distribution rules:** details distribution options upon separation from service, retirement, or disability.
- **Distribution calculator:** allows participants to model distributions from their qualified plan to determine tax implications of their withdrawal, and offers rudimentary projections of account balances so participants can see the long-term effects of taxable distributions on their retirement savings.
- **The participant's distribution history:** includes the gross amount of each check, taxes withheld, date written, and date cashed.
- **Rollover requests:** instructions on how to roll over account balances to a Prudential IRA or another financial institution, or have a check mailed to the participant's home (and the tax implications of their election).

Please refer to Exhibit C for Sample Distribution forms.

- **Describe how your representatives will assist members in completing distribution applications.**

  Throughout the retirement planning process, participants are encouraged to discuss their questions and concerns with our representatives. Personal attention is extremely important when an individual is facing choices about distributions.

  All participants have access to Retirement Counselors, each of whom is a registered representative and accessible by direct extension from our general, toll-free number. Retirement Counselors explain distribution options with a focus on using retirement savings to secure reliable income during retirement and can even help participants complete their distribution forms. Each Retirement Counselor follows up with the participant he or she has been working with several days after we mail him or her paperwork, to ensure that all of the participant's questions have been answered.

- **If forms are returned incomplete, discuss how the Plan will be notified to provide the missing information.**

  We will send the participant a detailed letter outing the items missing from their request, with instructions on how to best revise/complete the form appropriately.

- **Discuss your ability to provide an annuity shopping service. For the annuities you offer, give the actual and guaranteed purchase rates per $1,000 for the following payment options on July 1, 2018. Provide purchase rates for a member age 55, 60, 62, and 65. For joint and survivor payment options assume that the spouse is the same age. Unisex rates are required.**
  - **Life with payout**
  - **Life**
  - **10 years certain**
  - **50 percent joint and survivor**
  - **100 percent joint and survivor**
  - **For the annuity purchase rates listed above, list the commissions, if any, your firm receives. Note you're your firm must fully disclose all commissions paid for annuities purchased under the Plan.**

In-plan Solution

INCOMEFLEX TARGET

Plan sponsors looking to provide a guaranteed withdrawal benefit offer our IncomeFlex Target program to their participants.

Prudential IncomeFlex Target provides:

- **Guaranteed downside income protection:** payments continue even if investment performance and guaranteed withdrawals bring the market value to zero. Excess withdrawals will reduce the benefit proportionately.
- **Potential upside participation:** if the market value of a participant's IncomeFlex Target funds exceeds the income base on any of his or her birthdays, lifetime payments may increase.
- **Ongoing flexibility:** participants can cancel the guarantee by moving out of the funds at any time. They can withdraw more than their guaranteed amount during retirement (reducing the guarantee proportionately).
- **Providing for heirs:** if so elected, the guaranteed income can continue for the lifetime of a surviving spouse—at a lower rate. Any remaining market value will pass to the participant's beneficiaries.
- **Affordability of guarantee:** Fees are 100 basis points per year, calculated daily.
- Key benefits for plan participants include:
- **Guaranteed income for life:** reassurance that they won't outlive their income.
- **Downside income protection:** Guarantees to protect income base against market risk.
- **Upside potential:** the opportunity to capture potential upswings and protect guaranteed income against longevity risk.
- **Flexibility and control:** they can start, stop, or dip into the account balance at any time. There are no surrender charges, and IncomeFlex Target guarantees are portable to an IRA variable annuity, which is subject to different charges.

- **Spousal benefit:** for no additional fee, participants can elect to provide income for their spouse's lifetime at a lower annual withdrawal rate.

Beginning at age 65, IncomeFlex Target will provide guaranteed annual income for life—even if guaranteed withdrawals or market performance cause the market value of their funds to reach zero. Upon retirement, participants lock in the higher of two values as the basis for calculating their guaranteed income: Highest Birthday Value (HBV) or the current market value. The amount of guaranteed income varies based on the age at which withdrawals start:

The percentages for the Individual benefit are:

Ages 55-64: 4.25%

Ages 65-69: 5.00%

Ages 70+: 5.75%

If a Spousal Benefit is selected, these percentages will be reduced by 0.50%.

Out-of-Plan Solution

Participants that wish to annuitize their account may obtain multiple annuity quotes through our Prudential personnel.

- **Describe your firm's procedures for processing the termination or retirement of a member. Start with the date when a member's termination is reported to you and end with the receipt of the 1099R.**

Upon a participant's termination, the plan sponsor is required to submit a termination file with the participant's date of termination, along with vesting or years of service. Prudential will then send a letter to the participant outlining their distribution options and forced action date based on the plan's provisions.

If the plan is set-up for non-outsourced distributions, the participant would initiate their distribution either on the participant website or by calling the Participant Service Center. The completed request is fed to the Sponsor Center for the plan sponsor to review, and they can either approve or deny the request. The system will record who approved the request along with the date of approval, and the participant's account will liquidate in the overnight cycle.

If the plan chooses to be set up for outsourced distributions, the participant would initiate a distribution in the same manner as noted above, and then based on the plan's parameters; the distribution will automatically be approved. The system will record the date of approval and note that it was system generated. The participant's account will liquidate in the overnight cycle.

Once funds liquidate, we issue the participant a check and a tax letter. We mail the payment within one business day of the effective date. The daily cutoff is 4 p.m. ET. We then mail a Form 1099-R to the participant in January following the year of the withdrawal.

- **If a member calls to request a distribution prior to being reported as terminated what will they be told? What alternative processes can be implemented?**

For participants calling to request a distribution who are currently employed, our Advocates will explain the related provisions of the plan that in-service withdrawals are not allowed.

- **Describe how the Internal Revenue Service Form 1099-Rs are produced for distributions and subsequent reporting thereof. What controls are in place to ensure that the federal tax tables are updated in the system timely to reflect the most current tax tables? What measures are taken to ensure that withholding tax calculations are correct?**

  Each business day, our Tax Unit feeds summarized totals of all federal and state taxes withheld from the previous day's processing to our Corporate Tax Operations Team. The Corporate Tax Operations Team remits state and federal tax liabilities for the qualified and nonqualified retirement plans that we administer. We make these remittances on a consolidated basis under Prudential's Employer Identification Number.

  Our primary recordkeeping system performs calculations for checks that it issues. This includes the gross amount of the distribution minus any federal or state taxes withheld. The recordkeeping system stores transactions as it processes them, and sends distribution and payment data to a subsystem that produces checks and stores distribution and tax information.

  Every day, our Tax Unit balances transaction data against the tax ledger account for that month (based on year-to-date reconciliations). The Tax Unit prepares remittance proofs and reconciliations, quarterly, for management review. A quarterly reconciliation of tax reporting and ledger information identifies discrepancies and provides accurate year-to-date information to Finance Operations for review and signoff. Finance Operations uses the information to prepare quarterly and annual tax filings with federal and state agencies. We detail and file the remittances on IRS Forms 941 and 945 to report tax liabilities.

  The Tax Unit completes the following tax forms:

  - 1099-R
  - 1099-INT
  - 1099-MISC
  - 1042-S

  We issue all tax forms to participants by the IRS deadline, which is usually January 31, or the next business day after January 31, of the year following distribution. The only exception to this deadline is Form 5498, which is issued before the May 31 IRS deadline.

  At the end of the year, the Tax Unit requests a final download of transaction and tax information to extract and review cases identified for special handling, as well as error files from the production process, before producing tax forms. The Tax Unit researches and corrects any out-of-balance tax form amounts.

- **Describe how your firm handles the direct rollover and notice requirements.**

  We can assist participants who wish to make direct rollovers to another plan or IRA. Eligible rollover distributions are transferred directly to the new, qualified plan or IRA per the participant's instructions.

  Occasionally, an auditor requests a copy of a rollover form as part of the audit review process. We are happy to comply, easily retrieving the document using our state-of-the-art imaging system.

- **Participants may choose an electronic direct deposit as an alternative to receiving a check. Describe how the notification and processing is different under this payment option.**

  Prudential allows direct deposit Electronic Fund Transfers (EFT) on distributions including hardships, death benefits, installments, and required minimum distribution payments.

  For both check and electronic direct deposit, a confirmation letter is sent to the participant based on the address on Prudential's recordkeeping system.

- **Plan Participant Satisfaction**
  - **Discuss how your company measures and evaluates plan participant satisfaction**

    Participant satisfaction surveys provide illuminating insights into our participants' experience. Participant satisfaction is monitored through multiple touch points including their experience with the Participant Service Center and education meetings.

    PARTICIPANT SERVICE CENTER

    With every call placed to the Participant Service Center, participants are offered the chance to complete an automated survey to provide feedback on their experience. The survey has a rating scale ranging from very satisfied to very dissatisfied, which is translated into a satisfaction percentage. For the past two years, the level of participant satisfaction averaged 95%.

    Additionally, call coaches monitor Customer Experience Advocate calls. Depending on their experience level, an Advocate has up to12 calls a month monitored. Both call coaches and Customer Experience Advocate supervisors routinely meet with Advocates to provide feedback as appropriate on the reviewed calls to ensure the Participant Service Center is meeting its call quality goals and delivering an experience our customers have come to expect.

    EDUCATION MEETINGS

    At the conclusion of the on-site education meetings, participants are provided a short survey on their experience. The key metrics that we monitor are the satisfaction level on the delivery of the education content by the presenter and the effectiveness of the meeting and the materials provided at the meeting.

    We continue to refine our service delivery through feedback channels and industry engagements, remaining focused on meeting the needs of our customers and providing the best experience possible.

  - **Discuss the frequency you propose evaluating Plan participant satisfaction, how Agency input will be included, and how the findings will be provided to the Agency.**

    With every call placed to the Participant Service Center, participants are offered the chance to complete an automated survey to provide feedback on their experience. The survey has a rating scale ranging from very satisfied to very dissatisfied, which is translated into a satisfaction percentage.

    PARTICIPANT SURVEY SATISFACTION RESULTS

YEAR	SATISFIED

2012	94.7%
2013	94.8%
2014	93.5%
2015	93.4%
2016	93.9%
2017	94.5%
2018	94.1%

In addition, Prudential can provide a survey via direct email with a clickable link to launch the survey, or on the TDC Plan website as a push button. This survey will be similar to or can be an actual Survey Monkey type of survey. This tool can serve as an important barometer of employee satisfaction and as a mechanism to get insight on future type of initiatives that may benefit the TDC Plan.

- **Describe the safeguards you utilize to assure the Agency is informed of all serious or repetitive complaints regarding your company's performance, including how you notify the Agency.**

  The service center will provide your Client Service Manager, Mary Conti, with detailed reports outlining the performance, as well as the call types, on a monthly basis. Mary, along with Stephanie Smith, your Key Account Team Lead, will review the data in these reports to identify trends. Based on these findings, Stephanie will evaluate potential changes needed in our service delivery and/or communication efforts to the TDC Plan.

  In addition, our desktop technology provides reports to Mary and Stephanie, highlighting the various reasons your participants have contacted our representatives. This information is also useful for identifying trends and education needs.

  Mary will keep the Board apprised of participant feedback on a routine basis, as determined by the Board.

- **Discuss how you will assure the Agency that education services you provide regarding investments are impartial and unbiased.**

  Our Retirement Counselors are part of our Education Team and are non-commissioned employees. Team members are unbiased and are not compensated based on investments selected by participants.

  We evaluate our Retirement Counselors continuously. After each meeting, we ask attendees to complete a survey that gauges the effectiveness of the presentation. These results are gathered on a per meeting basis for evaluation by the management team.

  Additionally, there is no incentive for Retirement Counselors to sell managed accounts to participants. Each Counselor is equipped to walk participants through the GoalMaker asset allocation service, which does not have any additional participant fees.

  The management team also makes onsite quality assurance visits several times a year to observe Retirement Counselors when they are interacting with participants in both individual and group settings.

- **Discuss how you will assure quality service from your subcontracted companies.**

  We ensure quality service is being provided from our subcontractors through frequent evaluations based upon the following criteria:

  - Feedback from our clients (plan sponsor, participant, intermediary)
  - Review of capabilities to incorporate new industry trends, such as inclusion of retirement income
  - Participant adoption rates
  - Responsiveness to inquiries
  - Competitiveness of fees relative to market

4.2.1.2.4 TPA should conduct ongoing retirement planning education and distribution counseling in each of the counties of the state with TDC plan members, by at least one educational representative solely dedicated to the TDC Plan.

- **Provide an overview of an individual consultation, including frequency and location**

  ### Retirement Counselors

  Retirement Counselors are available by phone and in person through on-site meetings to help your employees achieve financial wellness with a wide range of services including retirement planning, asset allocation, and enrollment. Retirement counselors know your plan's benefits inside and out, so they stand ready to help your employees understand them too.

  Our program focuses on:

  - Counseling services to ensure employees understand and appreciate their plan and the way it can contribute to a comprehensive retirement planning strategy
  - Online enrollment
  - The types of investments offered and the risks associated with each
  - The value of sound asset allocation
  - Administrative processes
  - Specific transaction instructions

  We have included one dedicated Retirement Counselor in our proposal, who will be located in the state. We can conduct up to four group meetings per day as well as one-on-one sessions at locations throughout the state to ensure we provide each employee the opportunity to attend meetings.

  ### Prudential Pathways

  Prudential Pathways is a service we can discuss as part of your overall education program, if determined to be appropriate for your plan. Pathways is a series of four in-person financial wellness seminars delivered onsite by local, licensed, financial professionals, at no additional cost. Pathways seminars are designed to boost employees' confidence and give them the skills they need to pursue their financial goals at every stage of life.

  Additionally, since employee benefits can be an important part of financial planning, the program also offers you the opportunity to speak about your benefits package. We welcome the opportunity to further explore and discuss the financial wellness solutions that are appropriate for your participants.

- **Discuss the subjects and contents of on-site group education.**

We offer a continuum of educational seminars around the topics that are most important to plan participants. Many are also offered online and include educational tutorials, interactive tools, and webinars. Topics for 2019 include to the following:

WORKSHOP TITLE	DESCRIPTION
The "How Do I Save for Retirement" Challenge*	Participants will learn how to get started with your retirement plan, how to overcome hurdles that can keep them from saving for the future and where to go for the help they need.
The "Where to Save" Challenge	Participants will learn why it's important to save for retirement, four options for building retirement savings and the advantages of saving through an employer-sponsored plan.
The "How Do I Save More for Retirement" Challenge*	Participants will learn why it's important to save for retirement, how small actions today can help them prepare for a brighter future and budgeting strategies that can help them save more now.
The "Creating a Solid Budget" Challenge	Participants will explore the importance of a budget, learn how to create one to help manage finances and discover budgeting strategies to help them save more today.
The "How Do I Choose My Investments" Challenge*	Participants will learn why selecting a proper investment mix is so important, the basics of asset allocation and the difference between your plan's "Do it yourself" and "Do it with help" options.
The "How to Make the Most Out of My Retirement Savings" Challenge	Participants will learn how to visualize their retirement—even one that's a long way away, plus three important steps to take now to prepare and how to maximize current savings and project future resources.
The "5 Steps to Retirement Readiness" Challenge	Participants will learn how to visualize their retirement and how to project their expenses today and in retirement, plus discover where their retirement income will come from and how to protect it.
The "Why It's Important for Women to Prepare for Retirement" Challenge	Participants will uncover key factors and considerations facing women as they prepare for retirement, find out how longevity and workforce issues uniquely affect women—and get valuable tips that may help them secure a stronger financial future.

WORKSHOP TITLE	DESCRIPTION
The "Help Me Understand Investing" Challenge	Participants will learn about common saving and investing vehicles, how risk vs. reward can affect investment choices and how to create their own personalized investment plan.
The "Avoiding Common Investing Mistakes" Challenge	Participants will learn how to identify—and avoid—common retirement planning mistakes, how to avoid investing pitfalls and where to find valuable tools and resources that can assist them along the way.
The "How Having a Game Plan Can Help Secure Your Retirement" Challenge*	Participants will learn how to diversify their investments and about the importance of increasing savings levels and where to find the tools and resources that can assist with retirement planning.
The "Help Me Understand My Social Security Benefits" Challenge	Participants will learn how to calculate their future benefits, how to calculate spousal benefits, if applicable—and discover strategies that can help them maximize future benefits.

* Available in Spanish

Qualified, licensed Retirement Counselors present these interactive training programs.

- **How often will your representatives hold individual and group meetings.**

We have included one full-time dedicated Retirement Counselor for your plan. This representative will be holding group seminars and one on one meetings on a daily basis to service your participants. Additionally, our two Prudential Pathways Financial Wellness Counselors can conduct a 7-week series of wellness seminars designed to improve participants overall financial health.

- **Discuss your ability to customize forms and materials.**

We customize our administrative forms in the following manner:

  - We personalize forms by pre-populating participant data to include the participant's name, current address, telephone number, and date of birth.
  - We customize forms by plan to include the plan's name and seal. Forms are plan-specific to comply with contract provisions and restrictions. Our recordkeeping system accepts data and then applies the correct language to the proper areas of the forms. We use standard language for IRS and legislative purposes to ensure that the forms contain proper disclosure.

Further customization may be available for plans using individually designed plan documents.

In addition, Prudential will develop a customized, multimedia communications program which leverages electronic, print, in-person, and on-demand resources, focused on improving the overall financial wellness of the Board's participants. The program material will have customized imagery and content specific for the Board to ensure that participants will instantly recognize the touchpoints as being specific to their valuable benefit in the TDC Plan. Please refer to our Enclosures for your

Participant Engagement Program which includes our anticipated communication-outreach timeline during transition, and on an on-going basis, as well as custom concepts for branding your plan.

4.2.1.2.5 Describe how you monitor the age 70 ½ minimum distribution requirements and how you address minimum distribution requirements for member who are still working.

We provide plan sponsors with comprehensive and efficient administration of required minimum distributions (RMDs). We proactively monitor RMDs, facilitating the election and payment process directly with plan participants. Retirement Counselors are available to educate participants and guide them through the process.

Participants who will reach eligibility in the next calendar year are mailed RMD information which explains the RMD process, available options, and provides answers to commonly asked questions. At any time during the RMD process, specially trained Customer Experience Advocates are available to assist participants.

Initial RMD distributions are processed within two business days of receipt of the request. Participants that provide an RMD election will have their RMD payment processed on the twentieth business day of the month in which they elected.

RMDs are not required for members who are still working.

4.2.1.2.6 TPA should provide an interactive voice response system

- **Describe the interactive voice system (IVR) and Internet systems your company would provide, including system age and hours of accessibility. Discuss the security features in place to ensure only the correct participant is given personal information, system access controls, your Personal Identification Number (PIN) generation capabilities and on-going PIN administration capabilities, and if the IVR and internet systems are integrated in the recordkeeping system. Include information on the vendor providing your IVR and Internet access software and hardware and how many plans currently utilize these systems.**

VOICE RESPONSE SYSTEM

Our automated phone system, available 24 hours a day, 7 days a week, uses a natural language tool that allows callers to converse with the system in order to navigate easily to the desired information or transaction. It enables participants to obtain plan information, account specific information, or initiate transactions on their account. In addition, when using our automated phone system, a participant may opt out to speak with a live Customer Experience Advocate at any time

Our automated phone system operates on a client/server architecture. The system operates from a non-proprietary database management application that runs on an IBM WebSphere with a Direct Talk Technology server using an IBM AIX operating system. We developed our automated system in 1993 in conjunction with an outside vendor. The system is used by our 8,750 retirement plans[7] and is linked with our recordkeeping system, allowing the fluid exchange of information as account updates and transaction requests are posted.

[7] *As of March 31, 2019.*

The following information is available and transactions may be conducted using the automated phone system:

Plan and Account Information

- Account balances

Transactions

- Enrollment
- Distributions
- Investment transfer
- Investment allocation change
- Auto rebalance enrollment
- GoalMaker enrollment/changes
- Contribution rate changes

Miscellaneous

- Form request
- PIN change
- Plan-level messages

Our automated phone service is also available in Spanish for authentication, account balance, loan modeling, and loan initiation.

Security Features

We use a number of security measures to keep unauthorized users from performing transactions or obtaining plan information, and to prevent the initiation of invalid transactions.

Personal Identification Number

We secure access to our automated phone system with Personal Identification Numbers (PINs). The first time a participant calls our automated line, he or she is authenticated and prompted to create a PIN. Participants may change their PINs at any time.

If a caller enters a PIN incorrectly three times, he or she is directed to a Customer Experience Advocate, who will reset the PIN following successful completion of verification by the Advocate. Alternatively, the participant can call back and change their PIN using the automated system, after authenticating him or herself by providing a Social Security number, date of birth, and zip code.

Audit Trail

Our system creates a primary and backup file for each transaction. We process transaction files at the end of each business day and retain those records for 180 days. Additional audit trails include:

- **Transaction Sources:** We store transactions on the mainframe for 24 months in a participant transaction file. Transaction files are archived after 24 months.
- **Unconfirmed Transactions:** We consider unconfirmed transactions—those initiated but not confirmed by the participant—to be abandoned transactions.

- **Transaction Keystrokes:** Our automated phone system records a participant's key tones and voice requests while making a transaction. We retain this data for a minimum of seven years.

CONFIRMATIONS

The automated phone system provides a confirmation number during the call. A written confirmation follows and is mailed to the participant within 24 hours of the completed transaction. The transaction appears in the "Pending/Cancel" section of the participant website and will also be heard as a pending transaction on the automated phone system until it is completed.

SELF-SERVICE APPLICATIONS PROGRAMMED ACCORDING TO PLAN RULES

We program the automated phone system according to plan provisions. Participants cannot initiate transactions prohibited by the plan.

PARTICIPANT WEBSITE

Our participant website, available 24 hours a day, 7 days a week, gives your participants access to all of their Prudential-managed benefit information on a secure, one-stop site. We developed our participant website in 1997. We update information daily, making it available immediately. In addition, our participant website provides the plan sponsor the opportunity to communicate quickly and easily with each participant in the plan. Our participant website is used by our 8,750 retirement plans.[8] Our web platform software is Websphere Portal 8, Apache Web Servers, HTML4/5, CSS3, Dojo, Javascript, SOAP/REST services, Java J2EE, Toplink, Struts, Log4J.

Our participant website includes many security features, like a timeout of a user session if the user does not make a mouse click or perform any key actions during a 10-minute period.

Using the participant website, plan participants may:

- View plan and account information (account balance, account activity, transaction history, investment performance, and plan-specific messaging)
- Perform transactions (enrollments, distributions, fund transfers, investment allocation changes, GoalMaker enrollment/changes, contribution rate changes, beneficiary designations and changes, and account rebalancing)
- Measure one's engagement with the plan with our Achievement Meter, which provides a quick and easy visual representation measuring how well participants are engaged in their defined contribution retirement plan benefits
- Retrieve loan information (loan balance, loan interest rate, and loan payoff amounts), modeling, and initiation
- Use retirement planning tools and access educational material
- Access current, historical, and on-demand online statements, transaction confirmations/letters, and tax forms
- View IncomeFlex Target values
- Set up and change user ID, password, security challenge questions, and email
- View plan-, product-, and transaction-specific messaging

[8] *As of March 31, 2019*

- Receive global messaging
- Access the plan's rollover-in form
- Email account-specific questions to Customer Experience Advocates
- Access Prudential's Retirement Income Calculator to build their individual retirement plans

The following communication materials may be available on the participant website:

- Plan brochures
- Investment information
- Plan summaries
- Fund summaries
- Articles and courses
- Statements
- Calculators

Security Features

We use a number of security measures to ensure that unauthorized users do not perform transactions or obtain plan information, and that invalid transactions are not processed. We have 24 hour a day, 7 day a week monitoring for intrusion and several levels of security to protect the site. These measures include the following:

- **Participant-Created IDs and Passwords:** We secure access to our participant website by a unique user ID and password. The first time a participant logs on to the participant website and enrolls on our recordkeeping system, he or she selects the "Register Now" option. The system then prompts the participant to create a user ID and password. The user ID and password can be a combination of numbers and letters, but cannot be a Social Security number. The participant then selects five unique challenge questions to be used to recover a forgotten password or user ID, or for authentication purposes when logging in from an alternate location.
- **Complete Audit Trail Record for Each Transaction:** When a participant initiates a transaction on the participant website, the system creates a transaction file and a backup file. The system processes transaction files at the end of each business day and we retain these records permanently. The following are additional audit trails:
  - Transaction Sources: The participant website has a complete trail of the transactions entered and posted to the recordkeeping system for processing.
  - Unconfirmed Transactions: We consider any transaction initiated but not confirmed by the participant to be abandoned transactions.
  - Confirmations for All Transactions: When a participant transfers funds, changes deferral amounts, or changes investment allocations through our participant website, a confirmation number appears on the screen. The website then sends a transaction confirmation via email to the participant. We also send a paper confirmation in the mail.
- **Firewalls:** We designed our firewall system to prevent unauthorized access to or from a private network. We maintain firewalls for our hardware and software. We use these firewalls to prevent unauthorized Internet users from accessing private networks connected to the Internet, especially

intranets. All messages entering or leaving the intranet pass through the firewall, which examines each message and blocks those that do not meet the specified security criteria.

- **Encryptions:** We use encryption technology to disguise data and prevent unauthorized users from reading it.
- **Data Backup:** We back up our website data daily. Using database replication, we also maintain backup copies at an alternate "hot site" data center. This alternate data center allows for business continuation should our primary data center lose functionality due to hardware failure or a catastrophic event.

4.2.1.2.7 Describe the on-line inquiry and transactional capabilities your systems support, including the hours systems are available, routine maintenance periods (include statistics for the last twelve (12) months on down time other than routine system maintenance), and capabilities for inquiries and transactions. Specifically include how each of the following activities is supported.

- **Account balance information**
- **Fund performance**
- **Account balance reallocations**
- **Investment allocation changes**
- **Vesting**
- **Distribution initiation**
- **Plan provisions explanations/assistance**
- **Tax status information**
- **Estimated benefit calculator**

Voice Response System

Our automated phone system uses a natural language tool that allows callers to converse with our phone system in order to navigate easily to the desired information or transaction. It enables participants to obtain plan information, account specific information, or initiate transactions on their account. In addition, when using our automated phone system, a participant may opt out to speak with a live Customer Experience Advocate at any time.

The following information is available and transactions may be conducted using the automated phone system:

- Account balances
- Enrollment
- Distributions
- Investment transfer
- Investment allocation change
- Auto rebalance enrollment
- GoalMaker enrollment/changes
- Contribution rate changes

- Form request
- PIN change
- Plan-level messages

Our automated phone service is also available in Spanish for authentication, account balance, loan modeling, and loan initiation.

Prudential's automated phone system has been fully operational more than 99.6% of the time, over the past year, as measured on a 24 hour a day, 7 day a week basis.

If the automated phone system becomes inoperable, a system message alerts callers, and during normal business hours, forwards them to the call center.

Participant Website

Using the participant website, plan participants may:

- View plan and account information (account balance, account activity, transaction history, investment performance, and plan-specific messaging)
- Perform transactions (enrollments, distributions, fund transfers, investment allocation changes, GoalMaker enrollment/changes, contribution rate changes, beneficiary designations and changes, and account rebalancing)
- Measure one's engagement with the plan with our Achievement Meter, which provides a quick and easy visual representation measuring how well participants are engaged in their defined contribution retirement plan benefits
- Retrieve loan information (loan balance, loan interest rate, and loan payoff amounts), modeling, and initiation
- Use retirement planning tools and access educational material
- Access current, historical, and on-demand online statements, transaction confirmations/letters, and tax forms
- View IncomeFlex Target values
- Set up and change user ID, password, security challenge questions, and email
- View plan-, product-, and transaction-specific messaging
- Receive global messaging
- Access the plan's rollover-in form
- Email account-specific questions to Customer Experience Advocates
- Access Prudential's Retirement Income Calculator to build their individual retirement plans

The following communication materials may be available on the participant website:

- Plan brochures
- Investment information
- Plan summaries
- Fund summaries
- Articles and courses

- Statements
- Calculators

Our participant website has been available over 99.95% of the time as measured on a 24 hour a day, 7 day a week basis over the past 24 months. Our online infrastructure is physically redundant across two centralized data centers with real-time fail over capability and real-time data replication.

Unplanned downtime was attributed to either one-time human error events, a single component failure that rendered the site unstable for a short period of time, or maintenance required is to address unanticipated spikes in volume (driven by market conditions or other external factors). Where applicable, root cause analysis was performed and the necessary controls and upgrades have been implemented.

- **Discuss the language options available for your system.**

  In addition to English, our automated phone system is also available in Spanish for authentication, account balance, loan modeling, and loan initiation. The caller simply speaks in Spanish at the greeting and the automated phone system automatically brings them down the Spanish path.

- **Describe the interface between the IVR and/or website if a participant elects to move from the IVR and/or website to a service representative.**

  If a participant needs assistance during an active Internet session, the participant may use the "Contact Us" feature located at the bottom of the website. From here, they may either send a pre-formatted email describing their request, or they may directly contact a Customer Experience Advocate by calling the toll-free phone number listed weekdays from 8 a.m. to 9 p.m. ET.

  If the request is made by email, an Advocate will respond to the participant within two business days. When a participant calls into the Participant Service Center, an Advocate can log on to the participant website, see the same screens as the participant, and guide them through their transaction in real-time.

- **How often is the data on the website updated?**

  Transactions entered by 4 p.m. ET receive the closing prices for that day. Transactions entered after 4 p.m. ET receive the closing prices for the following business day.

  We post a notation of pending transitions in real time to all systems.

- **How do the IVR and website interface with the recordkeeping system?**

  During the day, transactions processed through the website are stored until 4 p.m. ET. All transactions are then "batched" and transferred to our primary recordkeeping system for processing. We update system mainframes during a nightly processing cycle. Prices and net asset values are current by midnight ET. We synchronize data with all other systems by 6 a.m. ET.

4.2.1.2.8 It is preferred that the TPA distribute a TPA developed and Agency approved educational newsletter and any "statement stuffers" communications as deemed necessary by the Agency to all plan participants using the distribution method that the plan participant has elected for their quarterly statements. Please provide an example of the educational newsletter.

Plan sponsors can choose to use messaging drafted by our Communications group to include on the front page of the participant statement, or they can create a message of their own. Plan sponsors can choose to use this feature as frequently or infrequently as they see fit. The custom message is limited to 750 characters.

In place of a paper educational newsletter, we can add a website link to our Financial Wellness materials in the statement messaging for participants' convenience. The link referenced will direct participants to our website, which will have articles, videos, and other content that is specifically targeted to the individual's needs and therefore superior to a generic and broad newsletter.

Please visit our financial wellness website at Prudential.com/financial-wellness for examples of the educational materials and articles available.

If the Agency wishes to communicate information that requires more space than the message section allows, they can use our e-Insert functionality. This process electronically inserts up to four pages into the statement print process. (There are specific guidelines on the format and sizing for this process.)

In addition, we can add a newsletter or other communications to the Message Center section of the participant website.

4.2.1.3 Investments

4.2.1.3.1 TPA should provide a wide spectrum of investment options, including target date investment series, without front or back loads or other charges, based on best of class, and that best meet the needs of the members and beneficiaries of the TDC Plan. (Agency will not accept options that include proprietary funds only and may require the TPA to use certain funds.) The Agency's Board has ultimate discretion in final selection of investment options.

- **Discuss your ability to provide investment options for the TDC Plan, disclosing whether you would be providing the investments in -house or through external managers.**

  We offer an open investment architecture that includes proprietary and non-proprietary funds. In fact, we can accommodate, in a daily environment, any outside mutual fund traded via the National Securities Clearing Corporation (NSCC.

  The use of non-Prudential Retirement funds does not change our arrangement for recordkeeping or administrative services, and we continue to act as the central clearinghouse for all information.

- **How long have you been providing investment services?**

  Prudential has been providing investment services for 142 years.

- **Discuss the number and types of investments you have available.**

  We offer more than 20,000 retail mutual funds from more than 600 mutual fund families through the NSCC platform, as well as over 190 propriety fund options. These proprietary investments include Prudential Investments Mutual Funds, and our own Separate Accounts and Stable Value products.

- **What is the name of your custodian and will it act as trustee for all TDC Plan assets?**

Prudential Retirement, through its affiliates, provides corporate-directed trust services for its clients' retirement plans. As directed trustee, Prudential Retirement holds title to plan assets (such as a group annuity contract or mutual funds) and acts on the direction of the plan sponsor. Discretionary authority and fiduciary responsibility over the plan's provisions, assets, operation and investments remain with the plan sponsor.

Trustee services are provided through Prudential Bank & Trust, FSB, a federally chartered savings bank, or Prudential Trust Company, a state-chartered trust company. Both are subsidiaries of Prudential Financial, Inc.

Our fully-bundled investment solution includes custody services as an integrated part of the package:

- for our Manager of Managers program, Prudential Retirement Insurance and Annuity Company acts as the custodian for our clients that invest in our separate and general account products;
- for our registered mutual funds, the individual fund family selected acts as custodian; and
- for our proprietary mutual funds, Prudential Investment Management Services LLC acts as custodian.

- **Discuss your screening process for selecting investment options to recommend to a client (and specifically the investment options you propose for the TDC Plan).**

Through the Gateway component of our investment platform, clients can access more than 10,000 registered mutual funds including the various share classes representing 3,000 individual funds from more than 167 fund families. We select these funds for inclusion in the Gateway, both initially and ongoing, based on fund performance, brand name recognition and the availability of funds across asset classes. In addition to this broad partner universe, clients also have the flexibility to work with any fund traded via the National Securities Clearing Corporation, provided the fund family selected agrees to the arrangement in writing. While these fund options are outside our Due Diligence Advisor Program, we do provide comprehensive quantitative data on these funds to assist our clients.

Our retail fund investments are analyzed by:

- screening all our investment options against minimum criteria for performance and years in operation;
- sorting remaining mutual funds by risk-adjusted returns; and
- determining finalists based on performance, fees, style consistency, and portfolio characteristics.

- **Discuss how you monitor and evaluate funds, including the ongoing monitoring of each fund and fund manager against the TDC Plan Investment Policy.**

Each quarter we prepare and provide to our clients several tools; including an investment monitor. This report incorporates an economic review and outlook of the major issues facing the financial markets and their impacts on them. It provides a detailed and in depth evaluation of each of the plan's investment holdings compared against the selection criteria established for each asset class. We utilize both absolute and relative fund comparisons to determine if the plans current investments are in compliance with its written investment policy statement. A gap analysis is also included to show any areas where the plan currently does not have an investment offering.

- **Discuss your proposed standards for putting an investment on "watch" status and for removing and/or replacing an investment from the list of options offered (including mapping).**

If an investment option in the plan does not meet the minimum performance standards as outlined in the Board's investment policy statement, the fund will be placed on a "watch list" and closely monitored. If the fund cannot return to compliance with the investment policy statement in an amount of time deemed sufficient by the Board, the fund will be replaced and mapped to a fund that meets the Board's criteria. Prudential will provide several options of funds within the same category for the Board to choose the mapping fund.

- **Describe how you offer specific investment advice to individual participants and your associated fiduciary duties.**

  Prudential has an agreement with Morningstar Investment Management, a respected provider of investment advisory services, to offer Morningstar Retirement Manager for participants interested in a fully integrated, managed accounts and investment advice solution with a guaranteed income component.

  Morningstar Investment Management, a wholly owned subsidiary of Morningstar, Inc., assumes fiduciary responsibility for the assets in the Managed Account program. Morningstar Investment Management also assumes fiduciary responsibility for Investment Advice recommendations.

- **Discuss any investment advisory services you offer along with the cost structure that enable participants to elect the discretionary management of investments.**

  GoalMaker

  GoalMaker, available at no additional cost to the plan or its participants, is an optional tool that can be used by participants to create a professionally-designed asset allocation made up of funds in the plan. It offers model portfolios, designed by Morningstar Investment Management, LLC within a set of guidelines determined by Prudential. The portfolios are comprised of a subset of each plan's core investment options and can serve as a QDIA. While many asset allocation programs only take into account an investor's retirement time horizon or risk tolerance, GoalMaker offers portfolios that take into account both. When coupled with Prudential IncomeFlex Target, Prudential's guaranteed retirement income option, it offers participants the ability to generate retirement income, that is protected from market fluctuations without asking them to sacrifice flexibility or control.

  Generally, when setting up the model portfolios, we ask that a fund in each of the following asset classes is included:

  - Stable Value
  - Intermediate-term Fixed Income
  - Large Growth Equity
  - Large Value Equity
  - Small/Mid Growth Equity
  - Small/Mid Value Equity
  - International Equity
  - Retirement Income

  In addition, the model portfolios can support an allocation into Real Assets, Diversified Emerging Markets, and World/International Bond. The Real Assets allocation of the GoalMaker model portfolio is

defined as a multi-class investment comprised of assets tangible or physical in nature that can provide a potential hedge against inflation.

The benefits of GoalMaker include:

- For Plan Participants
  - Easy to understand, enroll, and utilize
  - Diversification through asset allocation
  - Ability to generate guaranteed retirement income[9]
  - Flexibility and control over their investments
  - Automatic portfolio rebalancing and age adjustment
- For the plan sponsor
  - Qualifies as a QDIA and eligible as a default investment option
  - Customized asset allocation solution that uses plan's core investment lineup
  - Professional asset allocation by industry leader Morningstar Investment Management, LLC
  - Couples employee education with investment solutions
  - Offered at no additional cost

GoalMaker is a compelling option for participants who want an asset allocation program responsive to their chronological progress toward retirement and sensitive to their desire for a reliable source of income in their retirement years. For those participants, we make participation in GoalMaker easy by inviting enrollment online, by phone, or through the mail. Education and enrollment materials walk participants through a simple step-by-step questionnaire that helps them identify their tolerance for risk, years to retirement, and desire to secure guaranteed retirement income for life. Participants are educated about the fee incurred in exchange for the protection provided by the guaranteed retirement income option.

Enrolling in GoalMaker is optional, and participants may choose to develop their own portfolios without using GoalMaker. Participants who choose GoalMaker see all of their account contributions applied to the model portfolios. Accounts are automatically age-adjusted and rebalanced according to the frequency chosen by the plan sponsor. Rebalancing is available quarterly, semi-annually, or annually and applied plan-wide. Automatic account rebalancing is also available as a stand-alone service.

Managed Accounts

Prudential has an agreement with Morningstar Investment Management, a respected provider of investment advisory services, to offer Morningstar Retirement Manager for participants interested in a fully integrated, managed accounts and investment advice solution with a guaranteed income component.

The "Managed by Morningstar" option provides comprehensive investment advisory services designed to meet the needs of the "do-it-for-me" participant. Participants who enroll in this service receive a personalized retirement strategy, discretionary asset management, and ongoing oversight to help them

[9] *Guarantees are based on the claims-paying ability of* ***Prudential Retirement Insurance and Annuity Company (PRIAC), Hartford, CT*** *and are subject to certain limitations, terms, and conditions.*

meet their retirement goals. This service is ideal for those who don't have the time, interest, or knowledge to manage their accounts.

Investment Advice

The "Managed by You" option through Morningstar Retirement Manager accommodates the "do-it-yourselfer." The participant is provided with asset allocation recommendations and the choice to implement the recommendations—or not. Participants who choose this approach receive an expansive set of resources—as well as specific investment and savings rate recommendations—to help them make more informed decisions for managing their retirement accounts on their own. This option is offered at no charge to the plan sponsor or participant.

Whether participants choose the Managed Accounts or Investment Advice option, the underlying methodology is the same. With both, participants receive a personalized retirement strategy consisting of recommendations for:

- Retirement goal and retirement income projections
- Savings rate
- Portfolio asset mix based on the participant's situation
- Professional investment selection based on the funds in the plan's lineup
- Guaranteed income for life

- **Complete the chart in the Appendix II to demonstrate the investment options you propose (Investment Options Proposed).**

  Please refer to Exhibit B for our completed Investment charts.

- **You do not have to propose an investment option for each category. Explain why you have chosen not to propose an investment option for any investment category.**

  An investment option was provided for all of the listed categories.

- **Describe your company's ability to provide pre-assembled asset allocation, target date series.**

  The Prudential Day One® Funds are Prudential's suite of target date funds. The Day One Funds are a suite of 12 multi asset-class portfolios, offered in five-year increments from 2010 through 2060, as well as an Income Fund. With the exception of the Income Fund, each vintage fund is customized to a target retirement date. Each of these funds becomes more conservatively invested as the target retirement date approaches and continues to de-risk "through" retirement, for ten years past the target retirement date. The Income Fund, which is designed for participants already in retirement, is the most conservatively invested of the funds, and maintains a static allocation of 35% equity and 65% fixed income. Prudential's capabilities and leadership in retirement plans recordkeeping, asset management and defined benefit services (including asset-liability modeling and pension risk transfer) offer us a unique vantage point from which to assess the retirement challenge, understand its complexities, and offer solutions that are designed to help participants achieve desired retirement outcomes. It is our philosophy that most retirement plan participants are best served by making saving and investing for retirement simple and by providing them an investment approach that addresses the specific risks they face at different times in their investing

lives. We believe that a well-diversified, low cost, single fund solution that is continuously customized to a participant's age helps achieve better participant outcomes in retirement.

At a high level, some key attributes of the Day One Funds include:

Glidepath that solves for the right risks at the right times – The biggest risk for younger investors is not taking enough risk. In our longer-dated vintages, when participants have the time to withstand market volatility, the Day One Funds have a higher equity and non-traditional allocation than most of our Target Date Fund (TDF) peers. For those participants who are near retirement, the Day One Funds have a lower allocation to equities most of our peers, as the biggest risk these investors face is a significant market loss that could derail their retirement plans. Since the Day One Funds' inception in 2009, in every time period in which the stock market has declined by 10% or more, our near-retirement vintages (2010, 2015, 2020, 2025) have outperformed their respective category averages. Finally, for those participants in retirement, the biggest risk is that inflation erodes the purchasing power of their retirement income dollars. Those in retirement are subject to different, and higher, inflationary pressures than those in the workforce. This is because the basket of goods that retirees tend to consume more of, such as healthcare, have experienced higher than average inflation. To help protect against inflation, the Day One Funds provide a higher allocation to inflation-fighting asset classes (including TIPS, real estate and commodities) than our TDF peers.

The Day One Funds offer participants a low-cost solution. At Prudential, we believe that participant retirement outcomes can be improved by implementing the Day One Funds' glidepath with a thoughtful combination of both actively managed and passively managed underlying funds. While the passive component allows us to provide a low cost TDF series (the institutional share class expense of 0.34 – 0.35% is nearly half that of the Morningstar average of 0.66%), the active component provides important opportunities to outperform, while also providing risk mitigation increased asset class diversification benefits. The Day One Funds have an average (across all vintages in the series) of 75% active exposure, which is higher than that of most hybrid TDFs. At 0.35% basis points, the Day One Funds provide more active exposure per basis point expense than most other hybrid TDFs.

Broad Diversification to Help Control Risk – The Day One Funds use a variety of underlying funds that give them equity exposure (across market capitalizations and geography) and diversified fixed income exposure (including TIPS for protecting against inflation, high yield bonds and emerging markets debt), as well as access to non-traditional asset classes (including commodities and real estate).

Experienced Asset Allocation Team Overseeing the Funds: QMA's Asset Allocation team consists of 18 professionals averaging 32 years of investment experience. The firm has over four decades of experience managing asset allocation strategies through all types of market cycles. As of December 31, 2018, QMA managed approximately $108.9 billion in asset allocation assets.

Delivering Lifetime Income Guarantees – In addition to the Day One Funds, we offer a separate version of Day One that incorporates an annuity feature that provides guaranteed retirement income: Day One IncomeFlex Target® Funds. The Day One IncomeFlex Target Funds incorporate explicit longevity guarantees from Prudential Retirement Insurance and Annuity Company to provide individuals with certainty that they will not outlive their income. This version of the Day One Funds is specifically designed to be used with Prudential IncomeFlex Target® in-plan lifetime retirement income option.

- **If you propose use of a stable value fund:**
  - **Describe the product, its structure, the current and minimum interest rate guarantees, how interest rate is credited, and the frequency of rate changes. Also provide the make-up of the underlying portfolio including asset type, percentage breakdown, credit quality, credit quality minimum guarantee, average quality, average maturity, modified duration, liquidity percentage, and yield to maturity.**

The Prudential Stable Value Fund (PSVF), offered for exclusive arrangements only, is a combination of a group annuity contract issued by The Prudential Insurance Company of America (PICA) and an underlying investment, which is represented by a unitized investment in the Prudential Core Intermediate Bond Fund ("Bond Fund"), part of the Prudential Trust Company Collective Trust. The PSVF is designed to offer plan participants the long-term return of the broad investment grade bond market, with low volatility of returns and safety of principal. The PSVF provides a fully guaranteed book value backed by The Prudential Insurance Company of America. The Bond Fund is an actively managed, risk-controlled, investment grade fund whose objective[1] is to consistently achieve +60 bps (basis points) excess returns over the Barclays Intermediate Aggregate Index over a market cycle (three to five years)[10]. It is sub-advised by PGIM, Inc.

The PSVF provides full transparency of fees, rate setting and an underlying Bond Fund portfolio. In contrast to our stable value product, traditional stable value accounts (i.e., stable value pools) contain implicit investment and insurance related fees that are typically not fully disclosed.

With the Prudential solution, your participants will enjoy a guaranteed rate, declared and known in advance. The PSVF provides a fully guaranteed book value, which consists of principal plus accrued interest backed by The Prudential Insurance Company of America. This book value balance will grow daily by a guaranteed interest rate known as the "book value crediting rate". (It also increases by the amount of participant contributions and decreases by the amount of participant withdrawals.). Prudential calculates the book value crediting rate on a quarterly or semi-annual basis, announced in advance. Each quarterly or semi-annual crediting rate would apply to all amounts on deposit in the Fund during that period.

The guaranteed minimum interest rate offered by the PSVF is 0%, effectively guaranteeing no loss of principal or accumulated interest. This is guaranteed for the life of the contract.

The PSVF for your plan would be established upon receipt of the initial deposit and subsequent investment in the Prudential Core Intermediate Bond Fund. An initial crediting rate will be declared based on market conditions at the time of the initial deposit. As of June 11, 2019, an initial gross crediting rate would have been 2.71%, reflecting the market yield of the fund on that date. Moving forward from inception, the PSVF crediting rate will reset periodically and be affected by the performance of the underlying fixed income fund.

The official availability of our stable value product and the proposed pricing schedule is contingent upon successful completion of an underwriting review. If our stable value product is chosen by a plan sponsor, a final underwriting review may be necessary to determine the availability of the product and to finalize appropriate pricing prior to conversion.

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[10] *There can be no guarantee that this objective will be met.*

Please refer to Exhibit F for information about the Prudential Stable Value Fund.

- **Describe the methodology you use to calculate the interest rates, and when you will be able to provide the Agency a copy of your calculation.**

The crediting rate is determined by a fully transparent contractual formula. The formula is designed to reduce volatility in the crediting rate, and is as follows:

CR = Y + [(MV-BV) / (MV*D)] - C - F

Where

CR = the renewal Crediting Rate, stated on an Effective Annual Rate Basis.

Y = The annualized yield to maturity of the Assets as of the calculation date, or yield to worst, as appropriate.

MV = the Market Value as of the calculation date.

BV = the Book Value as of the calculation date.

D = the Duration of the Assets or benchmark duration agreed upon as of the calculation date, subject to reduction as follows:

If the ratio of Market Value to Book Value (i.e., the reciprocal of the BV/MV Ratio) is greater than or equal to 0.98, there will be no reduction. If the ratio is less than or equal to 0.96, the reduction will be 1.0 years. If the ratio is greater than 0.96 but less than 0.98, linear interpolation will be used to determine the reduction. For example, if the ratio is 0.975, the reduction will be 1*(0.98-0.975)/(0.98-0.96) = 0.25 years.

C = any estimated compensation payable from the Effective Annual Rate Basis. (This does not include amounts payable in accordance with "F" below.)

F = the fees payable pursuant to the Fee Schedule, expressed on an Effective Annual Rate Basis. If all or a portion of the fee is paid directly to us by Contract holder or any other Party, rather than deducted from the Investment Account, then for purposes of this calculation, "F" will be appropriately reduced.

The calculation date shall be a date preceding the date the renewal Crediting Rate becomes effective.

- **What is the current yield on your stable value fund?**

The current gross rate is 2.71%.

- **What yield in terms do you offer to the Agency?**

The current gross rate is 2.71%. The indicative wrap fee for the PSVF is 0.20%, and the investment management fee is 0.18% based on the tiered investment management fee schedule for the Core Intermediate Bond Fund.

Illustrative gross start rates are based on current market conditions. Actual start rates will be established at contract inception, based on existing market conditions at the time.

- **Describe the fund expense ratio for your stable value or equivalent fund and confirm that you will not assess and market-value adjustments.**

  The indicative wrap fee for the PSVF is 0.20%, and the investment management fee is 0.18% based on the tiered investment management fee schedule for the Core Intermediate Bond Fund.

  Please refer to the response below for PSVF general termination provisions.

  The official availability of our stable value product and the proposed pricing schedule is contingent upon successful completion of an underwriting review. If our stable value product is chosen by a plan sponsor, a final underwriting review may be necessary to determine the availability of the product and to finalize appropriate pricing prior to conversion.

- **Discuss how the book to market differential will be handled should there be a termination of the contract prior to the end of the contract term.**

  The PSVF allows the contract holder, generally within 30 days' notice, to terminate with market value or book value options subject to contract provisions. The contract holder can retain its unit holdings of the Prudential Core Intermediate Bond Fund at market value or the ability, subject to any restrictions imposed by the collective trust fund,[3] to transfer the cash equivalent. There are no termination fees associated with the Prudential Stable Value Fund.

- **In the event of bankruptcy, where do the investors in the stable value fund stand in line of creditors.**

  The Prudential Stable Value Fund (PSVF) is a combination of a group annuity contract issued by The Prudential Insurance Company of America (PICA) and an underlying investment, which is represented by a unitized investment in the Prudential Core Intermediate Bond Fund, part of the Prudential Trust Company Collective Trust. Plans' contributions purchase units of the Prudential Core Intermediate Bond Fund, which are held for the exclusive benefit of the plan participants. Payment obligations are supported by the plan's investment in the Prudential Core Conservative Intermediate Bond Fund and, if those assets are not sufficient, by the General Account of The Prudential Insurance Company of America (PICA). If PICA becomes insolvent and the plan's investment in the Prudential Core Intermediate Bond Fund does not have sufficient assets to cover its obligations, the Prudential Stable Value Fund participant accounts should be considered policyholder obligations of PICA. PICA policyholder obligations receive a higher priority than shareholders or general creditors, following payment of any administrative and legal fees.

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[3] *Under the declaration of trust establishing the Collective Trust, Prudential Trust Company may limit the maximum withdrawal as of any fund valuation date to the greater of $2,000,000 or five percent (5%) of the value of the assets in a fund as of that valuation date (unless otherwise described in a fund's investment guidelines), depending on several factors, including market conditions and Prudential Trust Company's fiduciary obligation to all the investors in a fund. Prudential Trust Company may require 5 business days written notice of a withdrawal and, although withdrawal amounts are paid promptly, Prudential Trust Company can take up to 10 business days to pay such withdrawal amounts. In addition, Prudential Trust Company may impose any restrictions on any transfers to or withdrawals from a fund as it, in its sole discretion, deems necessary or advisable in connection with the investment objectives of any such fund.*

- **Specify and discuss your total weighed average revenue requirement.**

  We have provided a zero-revenue sharing lineup for your consideration going forward to fully disclose all fees to plan participants. Please refer to our cost proposal for our recordkeeping revenue requirements.

- **Describe the investment options you propose be offered by completing the forms provided in the Appendix II. Two forms require listing proposed investments by category, annual rates of return as of June 30, 2018, investment objective, inception date, manager, manager tenure, assets, expense ratio, revenue sharing, 12b-1 and other fees. An additional form requires listing target-date series and the annual rate of return for each.**

  Please refer to Exhibit B for our Investments charts and our Investment informational grids.

- **Discuss the fund(s) you would propose for the Qualified Default Investment Alternatives (QDIA) option and why.**

  We would propose the Day One Funds as the plan's QDIA. We believe that a well-diversified, low cost, single fund solution that is continuously customized to a participant's age over time goes a long way towards bettering participant outcomes.

4.2.1.3.2 TPA should not impose any limitations such as a maximum number of changes, contribution investment transfers or elections. However, the IDC Plan will consider an excessive trading policy.

Confirmed.

4.2.1.3.3 TPA should provide written confirmation of changes to Participant accounts within two (2) business days of the change.

Confirmed. Allocation and investment transfer confirmations statements are automated, and the confirmation is provided via email for web transactions or paper confirmation for transactions initiated through the automated phone system or participant service center.

4.2.1.4 Transition

4.2.1.4.1 TPA should provide a working plan that facilitates the transition.

- **Provide a detailed transition plan, including your team; a Gantt chart with proposed commencement date, schedule and status meetings; responsibilities of the Agency, the TPA and any other necessary entity; and any other information you believe is appropriate. If a black-out period is required, discuss its length and any other restrictions. (Note: This will be a working document and will be amended and updated as needed if your firm is selected as the TPA).**

Transition Plan

We proactively manage and execute plan implementations by collaborating with the plan sponsor to develop a customized implementation strategy. Our objective is to implement each new plan within 80 days, with an average blackout period of three business days.

Planning the Implementation

Prudential and the plan sponsor agree upon an individualized timeline for the four phases of plan implementation: Discovery, Implementation, Execution, and Transfer.

Discovery Phase

During this phase, we will:

- work with the plan sponsor on establishing expectations and timelines;
- discuss plan design;
- finalize the investment line-up; and
- approve and implement the communication strategy.

In addition, we provide participants with a custom transition site built exclusively for the plan. This custom site will serve as the transition hub and will include:

- Announcement letter that introduces the new plan
- important pre-enrollment communications
- Frequently Asked Questions
- Investment options
- Important dates

Your Communications Consultant will coordinate the development and distribution of these materials. Enrollment meetings will be conducted on an agreed-upon schedule.

Implementation Phase

During the Implementation Phase, we will focus on the participant communication strategy with the guidance of your Communications Consultant, engage with the current recordkeeper to transfer employee data, and complete our recordkeeping system setup. In addition, the Data Manager will engage with your payroll provider to establish the process for submitting contributions to Prudential.

Execution Phase

During the Execution Phase, we will work with you to finalize all contractual documents and service provisions, finalize contribution file submission testing, and finalize all final transfer instructions with the current recordkeeper to ensure an on-time transfer of assets to Prudential.

Transfer Phase

During the Transfer Phase, Prudential will receive the assets and the breakdown of each participant's assets. The final steps in the implementation process include the following:

- We accept live contributions after contribution procedures are successfully tested.
- We provide participants with phone and website access instructions.
- We activate our toll-free phone number and participant website.
- We allow participants to conduct transactions.
- We mail account statements to participants at the end of the next quarter.

- The assigned Client Service Team assumes responsibility for ongoing servicing of the plan.

Post Implementation Survey

Once the implementation is final, Prudential conducts an online post-implementation survey. The survey provides useful feedback about the implementation process as a whole, as well as specific activities that took place throughout.

Please refer to Exhibit G for our Transition Timeline.

Transition Team

Stacy Sieverding, your Implementation Manager, leads a team of experts from various disciplines focused on the transition of the plan.

Implementation Director and Manager

Prudential's Implementation Teams are specialized units of experts that manage the implementation process. Among the key resources assigned to your plan is a Implementation Director and a Implementation Manager. Your Implementation Director oversees your Implementation Team and ensures a seamless transition where all deadlines are met, each critical step is completed, and that there is timely communication throughout the process. Your Implementation Manager manages the initial records transfer and system implementation of a plan. Your Implementation Manager works directly with the plan sponsor and current provider to build and maintain the conversion schedule to ensure a timely transition, in addition to, coordinating the use of other Prudential resources that contribute to the success of the process.

In addition to providing oversight for the transition, the Implementation Director and Implementation Manager coordinate the use of other Prudential resources that contribute to the success of the process. Numerous specialists throughout Prudential, including Business Review, Contracts, Client Service, Marketing, Enrollment, Systems, Operations, Sales, and other personnel support our Implementation Teams to ensure the timely and efficient handling of all plan needs.

Data Manager

In addition to the Implementation Manager, we assign a Data Manager, who is responsible for both the payroll and participant recordkeeping conversion to our recordkeeping system.

Pension Consultant

Pension Consultants from our New Business Team are responsible for reviewing documents and agreements to ensure the accurate set up of plans new to Prudential. Once the Pension Consultant completes the documentation and information-gathering phase, they will forward details of the plan to the appropriate Implementation Team. The Pension Consultant also provides ongoing support to the Client Service Teams.

Client Service Representatives

When the transition is successfully completed, the Client Service Team assumes responsibility for the ongoing servicing of the plan. A Key Account Team leads the Client Service Teams. The Key Account Vice President becomes the primary point of contact and ongoing liaison to coordinate ongoing activities for the plan. We add additional resources for the plan, as needed.

Blackout Period

A short blackout period is necessary to ensure participant records are reconciled to plan assets and accurately posted to our system before participants access their accounts. We minimize the blackout period by using automated processes; receiving test data files from the current recordkeeper; running diagnostic reports to validate data integrity; and managing to project plan dates. External factors, such as the time required for the plan's current recordkeeper to complete a final valuation, also influence the length of the implementation and blackout period.

We typically complete the plan implementation within three business days of the receipt of data in good order. During that time, we may allow participants inquiry access by phone, with participant website access allowed on the effective date. Under certain circumstances, we can complete an implementation overnight, with virtually no blackout.

The table below shows the availability of specific transactions during the blackout period.

TRANSACTION	PERMITTED	RESTRICTED
Contributions	✓	
Withdrawals		✓
Unforeseeable Emergency Withdrawals		✓
Enrollments	✓	
Transfers		✓
Repayments for existing loans	✓	
New loan initiations		✓
Allocation changes	✓	

- **Provide a chart mapping the current investment options to the proposed investment options.**

Please refer to Exhibit H for our Investment Mapping Provided for West Virginia Teachers' Consideration.

- **Describe how you ensure accurate transfer of all assets at fair market value.**

There is a significant amount of quality control involved in the asset transfer process to ensure the accurate and timely investment of assets. In preparation for receipt of assets, your Implementation Manager, completes a purchase sheet that details the investment breakdown. This purchase sheet is quality reviewed by an independent quality analyst. Once the assets are received, your Implementation Manager completes the purchase sheet with the final investment values and it is, once again, reviewed by a quality analyst for accuracy. The analyst compares the purchase sheet to an Investment Selection Directive from the plan sponsor, as well as the wire received from the current recordkeeper.[11] If the plan sponsor selects a mapped asset transfer, for example, the Investment Selection Directive will outline the fund mapping that should take place. After this review has been completed, transactions are entered into our recordkeeping system. The transactions run in a nightly batch cycle processed with that day's trade date. The following day, the quality analyst completes a post-review to ensure all assets were properly

[11] *The Investment Selection Directive is one of the legal documents the plan sponsor completes at the beginning of the implementation process. It provides direction to the recordkeepers regarding the transfer of assets.*

invested. Finally, a confirmation letter is generated to the client to confirm the completion of the asset transfer.

- **Discuss how you plan to minimize participant impact.**

  To save valuable time and minimize participant impact during implementation, we rely on a complement of tools to help manage the plan implementation of each new client:

  - Key Events Timeline: Identifies critical milestones and success factors
  - Weekly Conference Calls: Forum to keep the plan sponsor apprised of progress
  - Outstanding Issues List: Tracks issues and their resolutions
  - Communication Templates: Used for communicating with plan participants, the current recordkeeper, and other parties

  An automated process brings participant data to our system, with built-in edits to identify missing or inconsistent information. The Data Manager works directly with the current recordkeeper and the plan sponsor to reconcile all data before the "live" date. When the implementation is complete, we give the plan sponsor a post-implementation package that includes diagnostic reports that document the system data edits and a plan reconciliation in which transferred plan assets are balanced to posted participant data records.

  We also perform an automated and comprehensive upfront testing of the following:

  - Contribution files from the plan sponsor
  - Programming of plan provisions on our system
  - Pre-implementation information from the current recordkeeper

  The Data Manager works directly with the current recordkeeper to ensure that preliminary data is accurate and timely before the transfer of plan assets and actual participant records. In addition, we will work with the plan sponsor and their payroll vendor to ensure that automated data formats are in place.

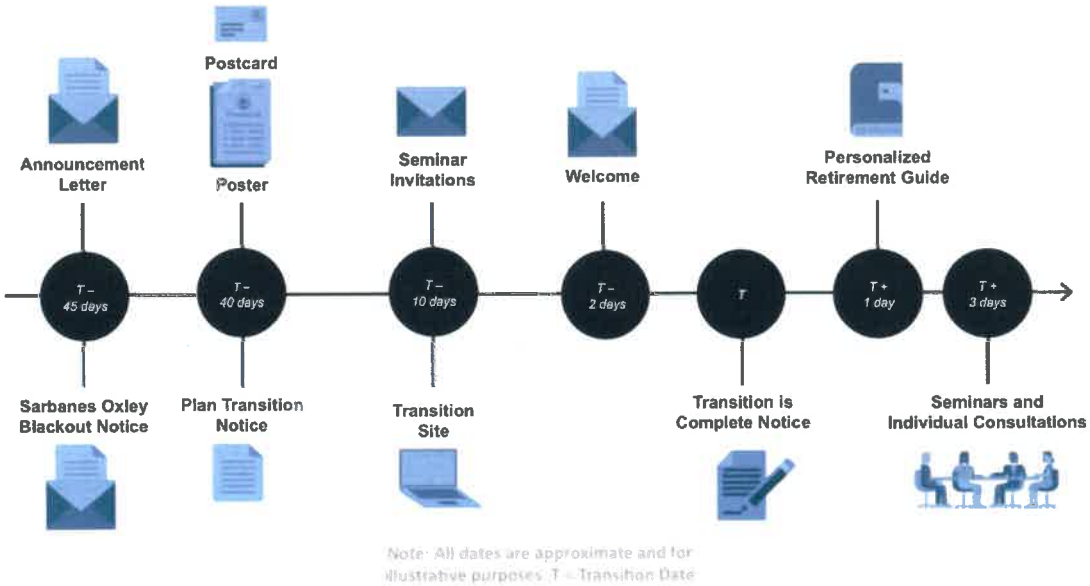
  Before the "live" date, we can open the automated phone service, website, and Participant Service Center to respond to participant questions and provide up-to-date information on the implementation status. Participants can access plan and investment information, and request changes to future investment elections and contribution rates.

- **Discuss your proposed communication plan.**

  During transition, participants need to know what's happening, when it's happening, and what they need to do. We provide that information while instilling confidence in your choice of Prudential Retirement as your new plan provider.

  The scope of the transition communication effort is determined by the degree of plan changes, plan sponsor preferences, and our experience transitioning thousands of plans to Prudential over the years.

Below is a typical transition communication timeline. In a kickoff meeting with the Transition Team, we tailor this approach to reflect client objectives, plan features, brand considerations, and organizational culture, gleaned through a previously conducted cultural awareness meeting.



Communication vehicles typically include:

- **Announcement communication:** Alerts employees to the change in provider, key dates and features, and changes/enhancements to plan features and services available to participants.
- **Regulatory notices, including Sarbanes Oxley and 404(a) information**: We produce required notices including Sarbanes Oxley, fund mapping, QDIA, 404(c), and 404(a) notices as well as, Eligible Automatic Contribution Arrangement (EACA), Automatic Contribution Arrangement (ACA), or Qualified Automatic Contribution Arrangement (QACA) auto notices (as applicable). Included with this communication are fund fact sheets for the new investment menu.
- **Transition website:** Go-to resource for information concerning the transition. This website typically houses all key communications, key dates, contacts, and investment information. In addition, it includes videos, animations, and exhibits that illustrate services and provide information about the plan.
- **Welcome communication:** Celebrates the completion of the transition to Prudential and encourages participants to engage with their retirement accounts. For those separated from service, a separate communication is provided in which distribution and rollover options are highlighted. Included in this communication are forms to initiate rollovers, as well as the 402(f) Special Tax Notice.
- **Seminar Invitations:** Prudential invites employees, participants, and their spouses to scheduled seminars. Participants are made aware of the dates and times of the sessions through a combination of workplace notices such as posters or flyers, postcard invitations, and emails.
- **Seminars:** *Welcome to Prudential* seminars are provided by our team of Retirement Counselors. These highly qualified, salaried professionals provide employees with guidance on retirement

savings, investments, and readiness. In-person seminars can also be delivered online and are recorded for viewing on-demand.

- **Enrollment materials:** For participants who are transitioning with balances, we provide a "Get Started Guide" customized at the plan-level to include your logo, plan features, and more. Each Guide contains a welcome letter, plan highlights, investment summaries, forms/instructions, and asset allocation information.

- **Describe how you intend to conduct the plan transition group educational meetings. Provide a complete description of the topics to be covered and describe your company's abilities to provide the necessary information in a clear and accurate manner. Your company should be prepared to fully describe all aspects of the plan, including any new investment options.**

Long before our Retirement Counselors step in front of their audiences, we reach out to you to discuss the meeting's goals and objectives. We get a feel for your organization's culture and employee demographics, including age, gender, education level, and investment sophistication. This allows us to tailor the meeting to maximize education and action. Meetings are designed to be engaging and interactive, and knowing the audience ahead of time produces better results for you and your participants.

In addition, we provide participants with an announcement letter that introduces the new plan and important pre-enrollment communications. Your Communications Consultant will coordinate the development and distribution of these materials. Enrollment meetings will be conducted on an agreed-upon schedule.

A typical enrollment session begins with participants being asked to think about how and what they envision in the future for retirement. The Retirement Counselor then helps participants understand what it will take to get them there, and the ways in which taking advantage of their retirement program can help.

Along the way, Retirement Counselors typically touch upon topics such as the value of tax-deferred savings, the effects of compounding, and the benefits of asset allocation and diversification strategies. Participants are provided with specific examples of the issues discussed. These examples let the instructor use actual participant data to create real-time personal illustrations in a way that is both engaging and informative.

During enrollment meetings, the Retirement Counselor may review plan features, investment choices, distribution options, and fees. If your plan features online enrollment, the Retirement Counselor may facilitate that process as a function of the meeting, as well.

Sessions conclude with an invitation to participants to ask questions and take action to help make their visions into a reality. One-on-one discussions can be arranged if some questions are particularly detailed. Participants are asked to complete a brief survey following the course. The results are important, driving changes to future offerings.

Enrollment meetings can also be streamed online—a convenient and cost-effective way of reaching a large number of participants in different locations while providing a comparable live meeting experience.

- **Describe how you intend to conduct the ongoing in-person educational meetings if the Agency should request those services. Provide a complete description of the topics to be covered and describe your company's abilities to provide the necessary information in a clear and accurate manner.**

  Our Retirement Counselor can offer a continuum of educational seminars around the topics that are most important to plan participants. Many are also offered online and include educational tutorials, interactive tools, and webinars. Topics for 2019 include to the following:

WORKSHOP TITLE	DESCRIPTION
The "How Do I Save for Retirement" Challenge*	Participants will learn how to get started with your retirement plan, how to overcome hurdles that can keep them from saving for the future and where to go for the help they need.
The "Where to Save" Challenge	Participants will learn why it's important to save for retirement, four options for building retirement savings and the advantages of saving through an employer-sponsored plan.
The "How Do I Save More for Retirement" Challenge*	Participants will learn why it's important to save for retirement, how small actions today can help them prepare for a brighter future and budgeting strategies that can help them save more now.
The "Creating a Solid Budget" Challenge	Participants will explore the importance of a budget, learn how to create one to help manage finances and discover budgeting strategies to help them save more today.
The "How Do I Choose My Investments" Challenge*	Participants will learn why selecting a proper investment mix is so important, the basics of asset allocation and the difference between your plan's "Do it yourself" and "Do it with help" options.
The "How to Make the Most Out of My Retirement Savings" Challenge	Participants will learn how to visualize their retirement—even one that's a long way away, plus three important steps to take now to prepare and how to maximize current savings and project future resources.
The "5 Steps to Retirement Readiness" Challenge	Participants will learn how to visualize their retirement and how to project their expenses today and in retirement, plus discover where their retirement income will come from and how to protect it.
The "Why It's Important for Women to Prepare for Retirement" Challenge	Participants will uncover key factors and considerations facing women as they prepare for

WORKSHOP TITLE	DESCRIPTION
	retirement, find out how longevity and workforce issues uniquely affect women—and get valuable tips that may help them secure a stronger financial future.
The "Help Me Understand Investing" Challenge	Participants will learn about common saving and investing vehicles, how risk vs. reward can affect investment choices and how to create their own personalized investment plan.
The "Avoiding Common Investing Mistakes" Challenge	Participants will learn how to identify—and avoid—common retirement planning mistakes, how to avoid investing pitfalls and where to find valuable tools and resources that can assist them along the way.
The "How Having a Game Plan Can Help Secure Your Retirement" Challenge*	Participants will learn how to diversify their investments and about the importance of increasing savings levels and where to find the tools and resources that can assist with retirement planning.
The "Help Me Understand My Social Security Benefits" Challenge	Participants will learn how to calculate their future benefits, how to calculate spousal benefits, if applicable—and discover strategies that can help them maximize future benefits.

* Available in Spanish

- **For each type of in-person communication effort, indicate how you propose to coordinate meetings so that all interested members have an opportunity to attend a meeting at a convenient location.**

  Members will be able to view meeting dates, times, and locations on the participant website. They will also have the ability to contact the Retirement Counselor directly.

- **Indicate if you require conversion data to be in a standard format. If so, provide sample specifications. Has your firm transitioned a plan from the current recordkeeper (Empower Retirement Services)? If so list the plan and describe the transitions. If not, state any extra charge to re-format on the Cost Proposal form and indicate if this will cause any delay.**

  We set no practical limitations as to the format or media of implementation records. We work with the current recordkeeper to accommodate any format. However, the preferred method of transmission is our secure email tool, which ensures the secure transmission of sensitive or confidential data. We can also accommodate a mainframe transmission.

  We have extensive experience transitioning clients from Empower Retirement Services. We have converted 33 plans since 2016, totaling over $1.16 billion in total plan assets from Empower.

- **Provide the names of other similar plan sponsors, along with the name and telephone number of a contact person, with whom you have been involved in a plan transition during the last three years.**

  Below is a list of clients that you are welcome to call. Please note that our clients have requested advanced notification, including the name of the person that will contact them and the approximate time to expect your call. Please contact John Borne at 619-410-3481 or Brian McCleave at 614-270-0107 at least 48 hours in advance of contacting a reference. We will notify our client of your impending call. As a Prudential Retirement client, we will provide you the same courtesy. Thank you in advance for honoring this request.

CLIENT NAME	State of Vermont	Oakland County, Michigan
CLIENT ADDRESS	109 State Street, 4th Floor, Montpelier, VT 05609	County Service Center, Building 24 East, 1200 North Telegraph Road, Pontiac, MI 48341
CONTACT NAME	Andy Cook	Jim Van Leuven
CONTACT NUMBER	802-828-1492	248-701-2429
EMAIL	andy.cook@vermont.gov	jvanleuven@gmail.com
EFFECTIVE DATE	2018	2018

- **State the number of transitions your company has conducted in the past year, the past three years and for public sector plans.**

  We have transitioned 66 new plans in the past 12 months, of which 11 were public sector plans.

  We have transitioned 233 new plans in the past 3 years, of which 71 were public sector plans.

4.2.1.4.2 TPA should provide accurate conversion of data.

Confirmed.

- **Describe how your Firm will ensure all data conversion is accurate and complete.**

  We use specific quality control and audit procedures to ensure the timeliness and accuracy of the plan implementation. These procedures include:

  - Verifying that the plan is correctly set up on our recordkeeping system
  - Performing a reconciliation audit of the plan asset valuation before posting participant balances
  - Balancing takeover assets before beginning ongoing processing
  - Auditing plan documentation
  - Performing diagnostic testing of participant indicative and financial data
  - Testing the toll-free phone system and participant website before the plan goes live

  We abide by defined objectives, standards, and steps for each procedure. Our associates use a quality review checklist to track and verify the completion of all critical items. We also perform a post-implementation survey to ensure that our new clients are satisfied with our process.

4.2.1.4.3 TPA should at the end of the contract term, including any extensions, provide all TDC Plan records in a usable electronic format to the Agency for transition to a successor vendor.

Confirmed.

- **Acknowledge your Firm's understanding of the requirement.**

  Prudential acknowledges our understanding that we are required to provide all TDC plan records in a usable electronic form to the Agency for transition to a successor vendor.

- **Describe your Firm's transition process in the event of the Agency's decision to change TPA vendors as the end of the contract term, including any extensions exercised.**

  A Deconversion Analyst coordinates all of the necessary activities to transition participant records to another recordkeeper should the plan sponsor decide to terminate our services. The steps the Deconversion Analyst takes are as follows:

  - Upon notification of a client's intent to leave Prudential, the Deconversion Analyst schedules a pre-cash out call with the client and the new recordkeeper.
  - The Deconversion Analyst documents critical dates, data, and wire instructions and forwards this information via email to the new recordkeeper(s), client, and the current Prudential team.
  - Prudential forwards a Contract Termination Agreement to the client for execution, as well as, a final bill for any outstanding expenses, if applicable.
  - Prudential prepares and reconciles test files, which are then forwarded to the new recordkeeper.
  - Deconversion Analyst completes reconciliation for final files to be forwarded to the new recordkeeper.
  - Prudential sends assets and data to new recordkeeper based on instructions provided.
  - Deconversion Analyst responds to new recordkeeper's questions on data files and reviews any reconciliation concerns.

4.2.1.5 Reporting and Compliance

4.2.1.5.1 Provide timely, easy to read, and helpful Participant statements for each calendar quarter through a mailed paper statement, unless the Participant elected to receive electronic statements only, no later than the 15th day of the month following quarter close.

Confirmed. All participants receive Prudential's two-page summary statement aimed at providing information that participants deem most relevant such as:

- Account Overview
- Personal Performance
- Asset Allocation

- Account Activity by Fund
- GoalMaker Summary
- Retirement Manager
- Non-Investment Fee/Expense & Adjustments

For those participants who prefer the summary statement, Prudential also includes, annually:

- Fund performance
- Applicable beneficiary information
- Achievement Meter results for participants who completed the Retirement Income Calculator online

For individuals who are seeking additional information, our multi-page statement offers up to 12 modules, as made available by the plan sponsor. They may include:

- Account Overview
- Personal Performance
- Current Asset Allocation
- Your Investments
- Investment Elections and Vesting
- Contribution Summary
- Fund Performance (with or without benchmarks)
- Educational Articles
- Account Activity by Fund
- Fund Transfers
- GoalMaker Overview
- Retirement Manager Overview
- Non-Investment Fee/Expense & Adjustments
- Beneficiary Information
- IncomeFlex Target
- Plan-Specific Features
- News and Important Information

Both statements provide disclosure required under the Pension Protection Act of 2006. Statements can be delivered electronically for those participants who prefer to manage their account online. *E-insert* capabilities allow plan sponsors to provide plan-specific messages that support participants' informed decisions about retirement. Historical copies are available on the participant website for four years.

We issue participant account statements within 10 business days after the close of the quarter.

In addition, we can add account balances from plans outside of Prudential on statements using our External Values functionality. On participant statements and our participant website can include the values of accounts managed outside of Prudential. Our process relies on a data layout that can

accommodate up to six account values. Values can be updated quarterly. We are happy to discuss the details of this service with you.

- **Please provide an example of your proposed participant statements**

  Please refer to Exhibit I for a Sample Participant Statement.

4.2.1.5.2

- **Discuss the consolidated quarterly reports you will provide to the Agency and their contents, such as Morningstar ratings and personal rate of return. Provide samples. Discuss the extent these proposed reports can be customized, if the Agency may receive the reports electronically, and if the reports will be distributed within fifteen (15) business days of the end of a calendar quarter.**

  We provide quarterly performance updates for each fund we offer. These updates detail the fund's description, objective, inception date, Morningstar ranking (for mutual funds), portfolio management information, and the portfolio investment strategy and guidelines. Our performance updates also highlight performance over a variety of periods and against both market benchmarks and relevant peer groups. Additionally, the reports outline portfolio characteristics and top holdings.

  Clients also have access to our comprehensive quarterly Due Diligence Advisor program report. This report provides detailed quantitative analyses and an overall ranking for each fund in the Prudential Retirement investment program. The Plan Summary of the report highlights all actions taken as a result of the quarterly evaluations with respect to the funds in the program. These include funds added or removed from the program as well as funds added to or removed from the watch list.

  Plan sponsors can also access daily performance data on our Sponsor Center that also features functionality for modifying standard investment reports to suit one's needs. Annually, the website provides full portfolio holdings data for all institutional fund options. Additional fund information for all registered mutual funds is available through fund prospectuses. In addition, quarterly plan financial statements, which are available on the tenth business day after the quarter's close, include investment information.

  Quarterly, we prepare a plan-specific investment package (the *Investment Monitor*) for plan review purposes. This material may be used in conjunction with the *Plan Summary* for a broad look at the status of a plan.

  Furthermore, on our Sponsor Center, we offer 21 reporting templates, which can be customized by users with optional fields, data filters, and sub-plan ID filters. Customized reports are automatically saved as "My Templates" for use going forward. Reports can be created on-demand or scheduled to run by the tenth business day after each month- or quarter-end. They are generated in Microsoft Excel and Adobe PDF and can be saved to the user's personal drive. Additional reporting needs can be referred to the plan's dedicated Client Service Manager, Mary Conti, who produces and distributes requested data according to the plan sponsor's desired frequency.

  Please refer to Exhibit J for a Sample Plan Summary and a Sample Investment Monitor Report, and Exhibit D for a Sample Plan Sponsor Reporting Package.

- **Provide your company's statement accuracy percentage, i.e., the percentage of statements that are not mailed on the normal mail date because of an unresolved discrepancy. Confirm that you will agree to incorporate a minimum error percentage in your contract with the Agency.**

  Our standard is to mail all participant statements within 10 business days of quarter end. Our average actual statement mailing is 99% issued by business day eight.

  We are willing to place a service guarantee around the timing and percentage of statements mailed within our standard time frame.

- **Discuss the statement of account review you will prepare for the Agency to facilitate its due diligence and provide a sample.**

  At the beginning of each year, we provide a Plan Summary to the plan sponsor that documents a summary of plan data and establishes plan goals and measurements. Subsequently, the plan sponsor receives a quarterly progress report to gauge the plans—and Prudential's—progress.

  We also talk with plan sponsors to discuss their satisfaction with our approach and the results. The Board's Key Account Team will continually assess the goals and results. Working closely with the plan sponsor, the Key Account Team develops measures by which the plan sponsor can determine our success in meeting the plan's needs. We also conduct periodic surveys to monitor plan sponsors' satisfaction with the various services we provide.

  Please refer to Exhibit J for a Sample Plan Summary.

- **Discuss your ability to provide messages the Agency may request from time to time on participant statements.**

  Plan sponsors can choose to use messaging drafted by our Communications group or they can create a message of their own. Plan sponsors can choose to use this feature as frequently or infrequently as they see fit. The custom message is limited to 750 characters and is included on the front page of the statement.

  If the Board wishes to communicate information that requires more space than the message section allows, they can use our e-Insert functionality. This process electronically inserts up to four pages into the statement print process. (There are specific guidelines on the format and sizing for this process.)

- **Discuss the availability of confirmations and reports online for participants and how participants may discontinue paper confirmations and statements.**

  Participants receive confirmation numbers when completing transactions through our automated phone system, participant website, or Participant Service Center. By electing the e-Delivery option, participants can receive confirmation statements electronically. Alternatively, confirmations can be mailed within 24 hours of transaction completion.

  Our confirmation statements provide the participant with pertinent information relative to the transaction completed such as:

  - Total transaction value
  - Number of shares or units sold and purchased
  - Corresponding share or unit price at which the trade was executed

Confirmation statements are generated for the following transactions:[12]

- Enrollments
- Allocation changes
- Investment transfers
- Contribution changes
- Address changes
- Beneficiary changes

- **Describe the reports that the Agency will receive relating to call volumes, response time, abandoned calls, number of transactions, Internet usage, etc. Provide sample reports in the Miscellaneous Section.**

  On the Sponsor Center, we provide detailed information on both participant website and Participant Service Center usage. A measurements tab shows a variety of website and Participant Service Center statistics for the previous calendar quarter, including:

  Participant Service Center Measurements

  - Number of calls handled entirely by the automated phone system
  - Number of calls assisted by Customer Experience Advocates
  - Total call volume

  Website Measurements

  - Number of unique visitors
  - Total number of visits

  A Key Transactions screen shows a summary of plan and participant activity history for the most recent quarter. We track a variety of transactions, such as enrollments and distributions, for total numbers processed, and we also capture the method by which the participant executes the transaction, whether online, by automated phone system, or by speaking to a Customer Experience Advocate.

  Please refer to Exhibit D for Sample Reporting.

- **Provide samples of participant quarterly statements and discuss your ability to customize.**

  Customization such as quarterly messaging, client seal, plan name, and inserts are available on both the standard summary statement and the detailed statement.

  Participants have the ability to elect which statement format they prefer to receive. For those participants who prefer the summary statement, Prudential includes fund performance, retirement income information, and beneficiary information, annually in their fourth quarter statement.

[12] *Not all confirmations can be delivered electronically due to regulatory requirements such as address changes.*

In addition, all participants who have completed the Retirement Income Calculator will see their individual Achievement Meter within the retirement income information.

Please refer to Exhibit I for a Sample Participant Statement.

4.2.1.5.3 It is preferred that the TPA provide an Annual Actuarial Data Report at the end of each TDC Plan year and will include data from the full fiscal year. The report will be provided in a text format (.txt) in order to allow for the utilization of the data by our actuaries. The report will use the following layout:

Field Places	Description		
001-009	Social Security Number	I9	
010-032	Surname	A23	Left Adjusted
033-050	First Name	A18	Left Adjusted
051-058	Date of Birth	2I2,I4	mmddyyyy
059-059	Sex	A1	M or F
060-067	Member start date with TPA	2I2,I4	mmddyyyy
068-075	Last Contribution Deposit Date	2I2,I4	mmddyyyy
076-076	EOY Status	A1	A-active / T-term
077-084	Termination date (if term)	2I2,I4	mmddyyyy
085-091	Vesting Service	F7.3	years.fraction
092-098	Defined Benefit Service	F7.3	years.fraction
099-108	BOY Member Account Balance	F10.2	
109-118	BOY Employer Account Balance	F10.2	
119-128	BOY Total Account Balance	F10.2	
129-138	Member Contribution for Year	F10.2	cash basis
139-148	Employer Contribution for Year	F10.2	cash basis
149-158	Rollovers Completed	F10.2	
159-168	Withdrawals Completed	F10.2	positive entry
169-178	EOY Member Account Balance	F10.2	
179-188	EOY Employer Account Balance	F10.2	
189-198	EOY Total Account Balance	F10.2	

Note that the file has headings.
BOY = Beginning of Plan Year
EOY = Ending of Plan Year
Investment earnings are not broken out but reflected in EOY balances.

We would like to have further discussions with the Board to understand their needs around this report in order to provide the most comprehensive and applicable report. Additional costs may apply to build certain reporting fields.

4.2.2. Mandatory Project Requirements – The following mandatory requirements relate to the goals and objectives and objectives and must be met by the Vendor as a part of its submittal proposal. Vendor should describe how it will comply with the mandatory requirements and include any areas where its proposed solution exceeds the mandatory requirement. Failure to comply with mandatory requirements will lead to disqualification, but the approach/methodology that the vendor uses to comply, and areas where the mandatory requirements are exceeded, will be included in technical scores where appropriate. The mandatory project requirements are listed below.

4.2.2.1 Administrative Services and Recordkeeping with appropriate staffing:

4.2.2.1.1 The Services under this contract must be performed only by individuals within the United States of America.

Confirmed.

4.2.2.1.2 TPA shall provide a single point of contact with seamless administration and accountability, who is able to attend Agency and Agency Committee meetings as requested and report on Plan operations, activities, investments, and market outlook.

Confirmed. Stephanie Smith, the TDC Plan's Key Account Vice President, will attend Agency and Agency Committee meetings as requested and report on Plan operations, activities, investments, and market outlook.

4.2.2.1.3 TPA shall provide daily valuation of investments.

Confirmed. Our recordkeeping system supplies daily values for all investments, therefore each participant's account reflects the most current valuation.

For mutual funds, our recordkeeping system automatically allocates earnings to participant accounts based on the participants' selected investments. When dividends are paid, we automatically reinvest them. Our system also automatically reinvests any long- and short-term capital gains reported by mutual funds. We show dividends and capital gains on participant statements.

For separate accounts, we factor appreciation, paid dividends, and capital gains into the next calculated price. We reflect dividends and capital gains in the change of unit price.

We maintain participant account balances in units or shares for each investment holding. Each business night, we receive pricing feeds from mutual fund companies while our valuation agent provides us with investment components for the separate accounts. Our system then calculates updated participant account balances by multiplying the number of units or shares held by the new net value of the investment fund.

4.2.2.1.4 TPA shall credit contributions to Participant accounts and invest the funds on day of receipt.

Confirmed. Contributions are investment and posted within one business day after receipt of complete and accurate data.

4.2.2.1.5 TPA shall have the ability to electronically transfer (ACH debit) contributions received by the Agency from a financial institution depository account.

Confirmed.

4.2.2.1.5 TPA shall provide review and processing of qualified domestic relations orders (QDROs) upon approval of the QDRO by the Agency's legal counsel.

Confirmed. Once the plan administrator has qualified a DRO, we establish an additional account in our system as if the person is a new participant in the plan. We then move the funds, as directed in the QDRO, and assign a special identification number to the new account to distinguish it from those of other participants.

4.2.2.1.6 TPA shall provide distribution payment options authorized by the Agency and related counseling.

Confirmed.

4.2.2.1.7 TPA shall maintain three (3) administrative accounts and one (1) suspense account for the Plan that shall be invested by the Agency's Board:

a) The Revenue Sharing Account will be used for the deposit of all 12b-1, commissions and shareholder service fees/commissions, if such are applicable, paid to the TDC Plan by mutual funds. These funds will be used to pay the administrative expenses of the TDC Plan. Transfers from the Revenue Sharing Account will be made by ACH to the depository bank for the West Virginia Treasurer's Office. All administrative costs, including fees paid to the TPA, will be paid through the West Virginia Auditor's and Treasurer's Offices as required by state law.

b) The Administrative Expense Account will be used for deposit of all administrative fees deducted from plan participant accounts. These funds will be used to pay the administrative expenses of the TDC Plan. Transfers from the Administrative Expense Account will be made by the ACH to the depository bank for the depository bank for the West Virginia Treasurer's Office. All administrative costs, including fees paid to the TPA, will be paid through the West Virginia Auditor's and Treasurer's Offices as required by state law.

c) The Error Correction Account will be used to hold funds resulting from correction of error by employers and others. Funds from this account will be refunded or otherwise used as directed by the Agency. Transfers from the Error Correction Account will be made by the ACH to the depository bank for the depository bank for the West Virginia Treasurer's Office. All administrative costs, including fees paid to the TPA, will be paid through the West Virginia Auditor's and Treasurer's Offices as required by state law.

d) The Suspense Account will be used to hold nonvested contributions for individual terminated participants, in accordance with applicable statutes. Suspense funds must be tracked by participant name and social security number in order to allow for the identification of funds to individual participants. The funds held in the individual

participant's name and associated net investment earnings shall become forfeiture funds at the culmination of the five (5) year period and shall be reported on an annual forfeiture report as of July 1st of that year to the TDC Plan. Transfers from the Suspense Account will be made by the ACH to the depository bank for the depository bank for the West Virginia Treasurer's Office. All administrative costs, including fees paid to the TPA, will be paid through the West Virginia Auditor's and Treasurer's Offices as required by state law.

Confirmed. Please note, for each of these accounts, Prudential will only provide checks or wires to the Board or the TDC Plan's bank.

4.2.2.1.8 TPA shall not offer and/or market any products to plan participants not expressly authorized in writing by the Agency and/or the resulting contract issued under this procurement.

Confirmed. As part of our financial wellness program, we would like to offer certain products to the TDCP Plan participants. While we find the services listed below to be extremely valuable in helping participants improve their overall financial wellness, we confirm we will not offer these services unless expressly authorized to do so.

Our financial wellness approach strives to help employees manage day-to-day finances, achieve long-term financial goals, and prepare for the unexpected. We have a variety of solutions to those challenges, which include:

- A 10-minute financial wellness online assessment that scores participants' control of day-to-day finances, saving for the future, and protection from risk. Specific recommendations help employees plan next steps and measure their progress toward better financial health over time.
- Prudential Pathways, a comprehensive, onsite financial wellness seminar series led by Prudential Financial Advisors that cover all aspects of an individual's financial life and gives them tools and resources to take control of their finances.
- Online financial wellness content that features short, timely articles; tools; and videos on topics like managing debt, family finances, saving more, retirement planning, and investing.
- A unique, behavior-based participant engagement program designed to help your employees maximize the value of your retirement benefit by understanding and overcoming the obstacles that often stand in the way of acting in our own financial best interest.
- Targeted email campaigns that offer ongoing financial guidance and support, appropriate to an employee's life stage.
- Student Loan Assistance, a student loan restructuring and repayment benefit which is currently under development.
- Daily Money, a budgeting tool powered by Envestnet/Yodlee. This budgeting tool assists the user in managing their money and will allow them to create a budget by entering their planned spending in various categories. The user can also aggregate bank and credit account information from over 15,000 financial institutions and providers and will automatically track their progress against their budget.

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4.2.2.1.9 TPA shall disclose fully all fees received from investment companies on investment options offered to TDC Plan participants quarterly to the Agency.

Confirmed.

4.2.2.1.10 TPA shall negotiate on behalf of the Agency for refunds and rebates from investments.

Confirmed.

4.2.2.1.11 TPA shall ensure that all retirement education counselors or advisors who directly interact with TDC Plan members regarding investment education and retirement counseling do not receive commissions, bonuses or other incentives that are dependent on TDC Plan members' investment elections. This requirement does not preclude commissions, bonuses and other incentives based on other performance metrics.

Confirmed. Prudential's Retirement Counselors are salaried employees whose focus is strictly on providing education to plan participants; they do not cross-sell other products or earn commissions.

APPROXIMATE % OF TOTAL COMPENSATION	%
BASE RATE/SALARY:	Varies
VARIABLE:	Varies
IS ANY COMPENSATION BASED ON THE ADOPTION OF:	Yes/No
FIXED OR GENERAL ACCOUNT/STABLE VALUE:	No
MANAGED ACCOUNTS:	No
GUARANTEED MINIMUM WITHDRAWAL BENEFIT:	No
MANAGED PAYOUT OPTIONS:	No
PROPRIETARY MUTUAL FUNDS:	No
IRA ROLLOVER:	No
OTHER RETAIL PRODUCTS:	No

4.2.2.1.12 TPA shall not require any termination, withdrawal or transfer charges or restriction (including market value adjustments) throughout the term of the contract and upon transfer to a successor vendor unless specified in writing, signed by both parties.

Confirmed.

4.2.2.1.13 TPA shall deduct the quarterly fee specified by the Agency, per WV CSR 162-1-6.1, from participants' accounts, deposit in the TDC Plan administrative account, and remit to the Agency, upon written request.

Confirmed.

4.2.2.1.14 TPA shall have a System and Organization Control Type 1 examination (SOC1) performed for the primary vendor and any proposed sub-servicers utilized in providing the services being procured under this RFP. The(se) SOC1 examination(s) must be performed in accordance with the Statements on Standards for Attestation Engagements (SSAE) No. 18 issued by the American Institute of Certified Public Accountants. These required SOC1 reports should be provided annually to the Agency or its auditor, upon request.

Confirmed. PricewaterhouseCoopers—a leading accounting, auditing, and consulting firm—examines our internal controls related to processing defined contribution recordkeeping transactions. This annual examination is prepared in accordance with the American Institute of Certified Public Accountants' Statement on Standards for Attestation Engagements No. 18 (SSAE 18) Report titled "Report on Prudential Retirement's Description of Defined Contribution Operations and Suitability of the Design and Operating Effectiveness of Controls." To support its opinion on the operating effectiveness of our control objectives, PricewaterhouseCoopers tests specific controls outlined in the SSAE 18 Report.

4.2.2.2 Customer Service, Communication and Education:

4.2.2.2.1 TPA shall acknowledge your agreement that Participant data is confidential and the sole property of the Agency.

Confirmed.

4.2.2.2.2 TPA shall acknowledge your agreement that Participant data shall not be used in any way to market other products and may not be sold, licensed, transferred, made available or disclosed without the express prior written consent of the Agency.

Confirmed.

4.2.2.2.3 TPA shall provide all forms, materials and reports required and approved by the Agency as necessary or desirable for the Plan operation in electronic and paper formats.

Confirmed.

4.2.2.2.4 TPA shall maintain separate accounts for pre-tax eligible rollovers.

Confirmed. Our recordkeeping system can track pre-tax eligible rollovers as a separate money type.

4.2.2.2.5 TPA shall identify and make notice to affected participants and/or beneficiaries of all required minimum distributions (RMDs) at age 70 ½ years and upon death; and process the disbursements of these RMDs upon Agency approval in accordance with 401(a)(9).

Confirmed. Prudential provides plan sponsors with the option to process required minimum distributions (RMDs) automatically. As a standard practice, we provide plan sponsors with comprehensive and efficient administration of RMDs. We proactively monitor RMDs, facilitating the election and payment process directly with plan participants and beneficiaries. Retirement Counselors are available to educate participants and guide them through the process.

Participants and beneficiaries who will reach eligibility in the next calendar year are mailed RMD information which explains the RMD process, available options, and provides answers to commonly asked questions. At any time during the RMD process, specially trained Customer Experience Advocates are available to assist participants and beneficiaries.

Initial RMD distributions are processed within two business days of receipt of the request. Participants and beneficiaries that provide an RMD election will have their RMD payment processed on the twentieth business day of the month in which they elected.

4.2.2.2.6 TPA shall allow the Agency, at its expense, to audit the TPA's performance, records, reports, invoices and other materials for periodic audit upon thirty (30) days notice from commencement of the contract and for a period of five (5) years after contract termination.

Prudential engages PricewaterhouseCoopers to perform the SSAE 18 audit of its plan sponsor and participant recordkeeping functions which is made available to plan sponsors on an annual basis. In addition, the plan sponsor or their auditor may request additional information related to their plan or its participants, if necessary.

4.2.2.2.7 TPA must maintain all TDC Plan records, either in paper or electronic format (including but not limited to: support for contributions, distributions, withdrawals, participant balances, beneficiary designations, confirmations to participants, investment election/changes, images of cleared checks for all distributions for the benefit of TDC Plan participants, and all correspondences sent to TDC Plan participants) related to the plan. In the event of a change in the TPA service provider, the TPA shall ensure all TDC Plan records are transferred to the successor TPA vendor or to the Agency. The TPA will not destroy any such plan records, under its documented retention policy, without the express written approval of the Agency.

We maintain three years of active participant and plan-level data in support of our plan sponsor and participant websites and several other client-facing applications.

Historical account information such as transaction history, participant statements, and balances are kept for a minimum of 10 years either within our core recordkeeping systems or via our defined archival process.

We maintain all records in line with our legal requirements and records retention policy.

4.2.2.2.8 TPA shall ensure compliance with the West Virginia Uniform Unclaimed Property Act regarding all stale-dated checks and/or account balances that meet specific abandonment period as defined in the West Virginia Uniform Unclaimed Property Act.

Once a month, Prudential runs a program to identify checks older than 180 days that have not been cashed. Stop payments are issued and, for each check, a work case is opened and assigned to an associate who conducts extensive research to determine if the check should be redeposited, reissued, escheated, or forfeited.

Funds associated with checks outstanding at the time of a plan's transition to Prudential, are placed in a forfeiture account.

If a plan transitions away from Prudential, Prudential runs report as of the valuation date to identify both checks pending escheatment and outstanding checks. Stop payments are placed on outstanding checks. On the occasion of a full cash-out, all funds are delivered to the new provider. Partial cash-outs are handled similarly, but with funds delivered to the new provider limited to those of affected participants, only.

4.2.2.2.9 TPA shall accept full responsibility for processing errors that it makes, and report to the Agency errors made by the TPA within three (3) business days of becoming aware of the error. In the event a participant incurs a loss or a lost opportunity due to an error by the vendor, the vendor shall make the participant whole, at no cost to the TDC Plan, by adjusting the participant's account to the same position or level as if the error had not occurred unless the adjustment would not be beneficial to the participant.

Prudential agrees to notify the Board of the error as soon as possible, once it is identified.

After an error is identified and direction by the client is given, a correction is typically made within seven business days. Prudential agrees to correct any administrative error or omission resulting from our negligence. If Prudential is responsible for an error, we agree to correct the error and absorb the costs associated with making that correction. In the event that an error occurs we would make the correction regardless if the adjustment would be beneficial to the participant or not.

4.2.2.2.10 TPA shall provide a custom website for the TDC Plan, which will include educational tools and materials, account access, investment options and reports. The website address and all content shall be the property of the Agency.

Prudential will provide a custom website designed specifically for the TDC Plan. Our custom website will include educational tools and materials, account access, investment options, and reports.

Participant Website

The participant website is customized to reflect each client's specific plan design. Examples of customized components of the website for defined contribution plans include:

- Participant's name (and company logo, if desired) is displayed throughout the website, reinforcing the retirement plan as a key employee benefit
- Customized plan highlights, including plan rules
- Retirement plan fund profiles (showing historical performance, top holdings, sector weightings, and star ratings) for funds available to participants
- Year-to-date employer match contribution information
- Company matching information (included in the Retirement Income Calculator)
- Asset allocation guidance using specific investments offered through the plan

Sponsor Center

Plan and participant-level customized reporting capabilities

- Messages for participants
- Customized plan highlights, including plan rules
- Plan sponsor's name (and logo, if desired) is displayed throughout the website
- Role based access to the site

4.2.2.2.11 TPA shall provide process for the purchase of service credits authorized by the Plan.

Confirmed. The process begins when a participant requests the appropriate form from a Prudential Customer Service Associate or the plan sponsor. The participant completes and returns the form to Prudential with a letter containing a cost estimate from the pension plan to which assets will be directed. Prudential then transfers the amount indicated in the cost estimate directly to the pension plan.

4.2.2.2.12 TPA shall maintain separate accounting of reinstatements, service, and other contributions made with after tax dollars.

Confirmed.

4.2.2.2.13 TPA shall provide all original participant submitted forms and documents to the Agency (CPRB) for review and approval before being processed by the TPA. Upon the Agency's approval the documents will be presented to the TPA for appropriate processing.

Confirmed. If desired by the Plan, our process will allow the Agency to review and approval original participant forms and documents.

4.2.2.2.14 TPA shall direct the Agency personnel the ability to edit the following non-financial data regarding the participant at a minimum, but not limited to:

- **Date of Hire,**
- **Date of participation,**
- **Date of termination,**
- **Service, Number of paid days per fiscal year,**
- **Gross compensation per fiscal**
- **Total TRS transferred service**
- **All Participant contact information, including Name, Address, Phone Numbers, and Email Addresses,**
- **Apply a "flag" to a participant account for distributions restrictions or other issue**

Confirmed. Using the Sponsor Center, plan sponsors may edit captured non-financial data on behalf of their participants. We are happy to engage in further discussions with you to assist in meeting your daily needs.

4.2.2.3 Reporting & Compliance:

4.2.2.3.1 TPA shall provide quarterly reviews of each investment option, including performance and other information which may affect the investment, compliance with the TDC Plan Investment Policy in effect and any recommendations as to placing the investment on "watch" or to replacing the investment.

Confirmed. A member of our dedicated Investment Strategy team, Mark Bojanowski, will provide comprehensive Investment Reviews quarterly. This review includes the following:

- Review of the economic and financial markets
- Review of the funds' actual and risk-adjusted performance against appropriate benchmarks and peer groups with a discussion of factors influencing the performance of each fund

- Identification of any of the plan's funds on Prudential Retirement's watch list and reasons for the designation
- Identification of funds that are not in compliance with the plan's Investment Policy Statement
- Actions or issues for discussion and decision-making by the committee
- Discussion of announced changes in investment managers or other information regarding a fund advisor

Please note, we will not confirm compliance with the Investment Policy. We will provide the tools necessary to assist the Board in making that determination.

4.2.2.3.2 TPA shall provide annual plan reviews, including demographic and other relevant statistics and information to the Agency.

Confirmed. At the beginning of each year, we provide a Plan Summary to the plan sponsor that documents a summary of plan data and establishes plan goals and measurements. Subsequently, the plan sponsor receives a quarterly progress report to gauge the plans—and Prudential's—progress.

Participants are welcome and encouraged to schedule individual meetings with our Retirement Counselor to do an annual review of their account and financial goals.

4.2.2.3.3 TPA shall provide confirmations of any financial transaction involving TDC Plan accounts with two (2) business days to the Plan Participant.

Confirmed. Participants receive confirmation numbers when completing transactions through our automated phone system, participant website, or Participant Service Center. By electing the e-Delivery option, participants can receive confirmation statements electronically. Alternatively, confirmations can be mailed within 24 hours of transaction completion.

4.2.2.3.4 Provide quarterly financial reports and an annual report as of June 30 of each year to the Agency summarizing Plan assets and Participant contributions, investment returns and ratings, receipts, disbursements, and suspense account activity and balances.

Confirmed. On our Sponsor Center, we offer 21 reporting templates, which can be customized by users with optional fields, data filters, and sub-plan ID filters. Customized reports are automatically saved as "My Templates" for use going forward. Reports can be created on-demand or scheduled to run by the tenth business day after each month- or quarter-end. They are generated in Microsoft Excel and Adobe PDF and can be saved to the user's personal drive. Additional reporting needs can be referred to the plan's dedicated Client Service Manager, Mary Conti, who produces and distributes requested data according to the plan sponsor's desired frequency.

Reporting Templates

- Authorized users
- Balances
- Beneficiary
- Census
- Contribution deductions
- Contributions (participant)
- Forfeiture activity (participant)
- Forfeiture activity (plan)
- Investment allocations
- Miscellaneous transactions
- Product adoption/utilization (participant)
- Product adoption/utilization (plan)

- Contributions (plan)
- Distributions
- Exchange transactions
- Financial activity (participant)
- Financial activity (plan)
- Redemption fees
- Required Minimum Distribution
- Vesting

In addition, the following annual reports are available:

- Year-end plan-level financial statements
- Year-end transaction summaries
- Federal and state tax reports
- Compliance testing reports

Prudential's Plan Health Tool

Plan Health is just one of Prudential Retirement's enhanced digital solutions developed to drive optimal outcomes for plan sponsors and participants. A feature of the Sponsor Center, Plan Health puts the information most important to plan sponsors right at their fingertips, including:

- participant details, including total web logins, total toll-free service activity to the Participant Service Center, and Retirement Income Calculator trends;
- filters that reveal various participant data points broken down by years of service, age, and salary;
- sub-plan data filtering for multidivisional plans;
- investment allocations and holdings;
- cash-flow details, so you can see incoming and outgoing plan assets and changes in value; and
- tracking plan trends over a 24-month rolling history against the industry and Prudential averages.

With data updated monthly and plan balances daily, Plan Health is an effective way to assess how well a plan is performing, whether participants are fully engaged in the Prudential environment, and to determine if there are any areas for improvement or celebration.

4.2.2.3.5 TPA shall enable the Agency and participants to obtain reports and confirmations electronically from the TDC Plan's website provided by the TPA and/or the TPA's plan sponsor portal/website.

Confirmed. Reports produced in Adobe PDF or Microsoft Excel files and statements are available on the Sponsor Center.

Participants can elect to receive their statements electronically versus by mail. Each quarter, they will receive an email notifying them that their statement is ready. Within the email is a link that brings them to the participant website where they can view and/or print their statement. In addition, participants can also elect to receive confirmation statements electronically.

4.2.2.3.6 TPA shall provide the ability for the Agency to access and, for non-financial data, to directly edit (detailed in 4.2.2.2.14) within the proposed operating system all participant data (this access should include participant data after a full distribution from the TDC Plan), including but not limited to the following. This information should be able to be easily printed by the Agency personnel that lists the participants name and at least the last 4 digits of their social security number:

- **Participant general information this (information should be editable by Agency personnel).**
  - **Detail of historical data and any edits made**
- **Transaction history detail from the inception of the contract or vendor relationship resulting from this procurement.**
- **Vesting information per fiscal year (this information should be editable by Agency personnel). Due to the nature of the TDC Plan's vesting rules and the complexity of reporting of employee service by our participating employers, the Agency routinely must make vesting adjustments due to employer reporting.**
  - **Days paid and the calculated amount of service carried to 3 decimal places for .005 years of service per 1 paid day.**
  - **Total of all service credit posted**
  - **Total transferred TRS service, if applicable.**
- **Vesting information shall include total of all of all service credits posted, carried to the third decimal place.**
- **Gross compensation per fiscal year this (information should be editable by Agency personnel).**
- **Account balance information**
  - **Participant account balance detail**
    - **Breakdown of Employee and Employer contributions into the participant accounts (pre-tax)**
    - **Breakdown of post-tax balances by Employee and Employer amounts**
  - **Account balance detail should be accessible from the inception of the contract for the term of the vendor contract or relationship with the Agency.**
- **Historical investment detail information.**
- **Participant account beneficiary detail.**

Plan sponsors have access to a comprehensive range of data elements housed on our recordkeeping system, including participant census information and elements related to contribution, loan, and distribution activity. Customized, or ad-hoc, reports are based on information available as of the prior business day's close. Reports are generated in Microsoft Excel and Adobe PDF and can be saved to the user's personal drive. Additional reporting needs can be referred to the plan's dedicated Client Service Manager, Mary Conti, who produces and distributes requested data according to the plan sponsor's desired frequency.

Using the Sponsor Center, plan sponsors may view the following information:

- Plan Health with industry benchmarks and components that include plan settings, top investments held, participation rate, contribution rates, average income replacement, and more
- Participant demographics, account balances, investment allocations, transaction data, and statements
- Daily plan balance and plan investment information (including fund prices, quarterly investment performance, and benchmark results) with profile sheets available for every fund, investment, and separate account
- Plan-level messages and important announcements to keep West Virginia Teachers informed of various topics including reminders about testing deadlines, Prudential news, *Pension Analyst* publications, or information about a new regulation
- Participant statistics, such as replacement ratios, the number of participants contributing, number of online visits, activity by transaction type (i.e., loan, contribution), and method of transaction initiation (i.e., participant website, toll-free phone number)

In addition to viewing information, clients may also perform the following tasks using the Sponsor Center:

- Initiate transactions on behalf of plan participants including deferral rate changes, investment transfers, allocation changes, and withdrawals and loans
- Retrieve plan- and participant-level reports
- Submit participant-indicative data and contribution files
- Approve participant transactions
- Create participant messaging

We maintain three years of active participant and plan-level data in support of our plan sponsor and participant websites and several other client facing applications.

Historical account information such as transaction history, participant statements, and balances are kept for a minimum of 10 years either within our core recordkeeping systems or via our defined archival process.

We would be happy to engage in further discussions to better understand how we can meet your daily reporting needs.

4.2.2.5.7 TPA shall confirm that all liability for withholding and reporting for tax purposes will be the responsibility of the TPA.

Confirmed. When we process a withdrawal or distribution, our system automatically calculates state and federal taxes, and generates a tax withholding record. Participants receive a distribution statement along with their benefit payment describing any federal and state taxes withheld. We track all tax information on our system for monitoring and auditing by our Tax Review Unit. In January, we send to participants that have had a withdrawal or distribution an IRS Form 1099-R for inclusion with their tax return. In

addition, participants who are utilizing Turbo Tax may be able to import tax data that was reported on Form W-2 and certain 1099 forms[13].

On behalf of the plan sponsor, we forward tax withholding to the IRS and state governments along with an IRS Form 945 report that summarizes tax withholding amounts for benefit plans.

4.2.2.5.8 Provide an exact image/copy of the quarterly participant statements issued in an electronic format that is approved by the Agency. This information must be provided to the Agency using a secure transmission method provided to the Agency within ten (10) business days of distribution to the plan participants. This information should also include an electronic copy of all other documents that were included in the mailing with the quarterly Participant statements.

Confirmed. Plan sponsors can access this information via the Sponsor Center for each participant, including any inserts which were included.

[13] *Effective February 1,2018 for 2017 tax data.*

Prudential Retirement

4.3 QUALIFICATIONS AND EXPERIENCE

TPA shall provide information and documentation regarding its qualifications and experience in providing services or solving problems similar to those requested in this RFP. Information and documentation should include, but is not limited to, copies of any staff certifications or degrees applicable to this project, proposed staffing plans, descriptions of past projects completed (descriptions should include the location of the project, project manager name and contact information, type of project, and what the project goals and objectives where and how they were met.), references for prior projects, and any other information that TPA deems relevant to the items identified as desirable or mandatory below.

Proposed Staffing Plan, Staff Certifications & Degrees

The team we have assembled specifically for the Board and the TDC Plan is exceptional in both its structure and the experience of its members. As such, we offer a superior level of client satisfaction achieved and sustained by:

- developing an intimate understanding of your needs;
- devising tailored solutions to satisfy those needs;
- taking deliberate steps toward flawless execution; and
- continually measuring results.

KEY ACCOUNT VICE PRESIDENT

Ultimately responsible for your satisfaction is Stephanie Smith, your Key Account Vice President. Stephanie leads a team that will work closely together to meet your day-to-day and strategic needs.

Stephanie Smith, *Key Account Vice President,* works with her clients to improve administrative efficiencies, deliver strategic client planning, achieve client satisfaction, and create long-term retention. She enjoys solving problems with a solution that benefits the plan and its participants, while helping them plan and live in retirement. Stephanie has almost 20 years of experience in the governmental plan space ranging from customer service, efficient processing, and case management. Her clients appreciate my customer focus, dedication, and timely response.

Stephanie entered the financial services industry in 1999, joining Prudential in 2018. She earned a B.A. from the Ohio State University and a M.B.A from the College of Social and Behavioral Sciences and the Ohio Dominican University. Stephanie is a Series 6, 26, 63, and 65 registered representative.

CLIENT SERVICE MANAGER

A critical member of this team is your Client Service Manager, Mary Conti, who is responsible for addressing the daily, administrative needs of the plan.

Mary Claire Conti, *Client Service Manager,* is responsible for helping clients meet daily, plan challenges. Through quarterly client meetings, annual planning sessions, product related sales meetings, plan design reviews, and transaction meetings, she works with clients and their advisors to create and execute strategies.

Mary entered the financial services industry in 2006, when she joined Prudential. She holds a BA in English from The Pennsylvania State University. Mary is a Series 6 and 63 registered representative, and holds life insurance licenses.

In addition, she works alongside a team of experts assembled for the Board and the TDC Plan, which is comprised of the following individuals:

IMPLEMENTATION TEAM

Among the key resources assigned to your plan is an Implementation Manager, as well as a Data Manager (to be named later), who manages the initial records transfer and system implementation of a plan.

Stacy Sieverding, QKA, *Implementation Director,* is a plan sponsor's single point of contact throughout the plan implementation. She is responsible for the initial records transfer and system implementation of a plan, coordinating the use of Prudential resources that contribute to the success of the process.

Stacy entered the financial services industry in 1998, when she joined Prudential. She earned a B.A. in accounting from Loras College and is a Series 26 and 63 registered principal. In addition, Stacy is a Qualified 401(k) Administrator (QKA).

COMMUNICATION AND EDUCATION

We understand the importance of communicating to and educating your employees and recognize the positive impact that can be generated during a plan transition and beyond. To that end, we will assign a team of communication experts who will focus on:

- Developing an initial participant engagement strategy aligned with your culture, needs and goals;
- Creating and delivering relevant content and engagement programs for your employees;
- Delivering personalized messaging to helps your employees identify their retirement goals and then take important steps such as joining your plan, increasing their contributions, and reviewing their investment mix; and
- Providing comprehensive reporting, which reveals the effectiveness of your strategy. These measurements can help track your progress toward critical plan objectives.

We will assign a New Business Consultant who will build the initial engagement strategy and work closely with the communication team through all phases of transition. They will take point on making sure that our entire communications team understands your needs, your organization, and culture.

We will also assign a Transition Consultant who will work with you through every phase of plan transition. We find plan transition an excellent time to re-engage your employees and remind them of the great benefit you are providing. Communication is important during this time. Having a dedicated consultant who specializes in transition communications is key to our team approach.

RETIREMENT PLAN CONSULTANT

Your plan is assigned a Retirement Plan Consultant, whose sole focus is to provide research, insight, and communication regarding pending and enacted legislation and regulatory changes that may influence the plan. This enables Prudential to not only keep you informed of proposed changes in a timely manner, but also ensures that we proactively monitor changes that influence the plan.

Brant Kintz, *Senior Retirement Plan Consultant,* delivers proactive compliance guidance to his clients in the areas of plan design, as well as, other regulatory requirements. This includes educating clients to mitigate their fiduciary risk and provide assurance that their plans are operating properly and in accordance within the applicable federal guidelines as determined by the governing bodies (ie. IRS, DOL, PBGC, etc.). Brant enjoys working with his clients to determine their goals, provide resources to perfect plan design, and assist in compliance questions related to plan operations. He is uniquely qualified to analyze plan design to bring to light

additional features and industry best practices. Brant's clients value his ability to discuss plan design and complex concepts clearly and thoroughly.

Brant entered the financial services industry in 1997, when he joined Prudential. He holds a B.S. in economics from King's College. Brant is also a Series 6, 63, and 99 registered representative with life, health, and variable annuity licenses.

INVESTMENT STRATEGIST

The Investment Strategist is responsible for providing investment support and expertise to the plan sponsor and the plan sponsor's outside financial advisors in partnership with a cross-functional team of retirement experts.

Mark Bojanowski, *Director, Custom Investment Strategy,* works with employer benefit committees and their third-party intermediaries to provide investment information. He brings abstract financial concepts into vivid clarity for his clients.

Mark entered the financial services industry in 1997, joining Prudential in 2007 as an Investment Strategist responsible for helping plan sponsor committees with investment decisions and supporting financial advisors and consultants who work with Prudential clients.

Mark earned a degree in finance from Xavier University's Williams College of Business. Mark is a Series 7, and 63 registered representative and holds life insurance licenses. Mark is a Chartered Financial Analyst (CFA).

Descriptions of Past Projects Completed

As of March 31, 2019, we service 235 public-sector clients across the United States, representing $48.9 billion in total assets under management.

Our services include recordkeeping, investment management, pension consulting, and participant communication and education. Please see below for our reference information for some of our current clients, including contact information and project goals and objectives.

4.3.1 Qualification and Experience Information: The TPA shall describe in its proposal how it meets the desirable qualification and experience requirements listed below.

4.3.1.1 TPA shall be authorized to do business in and with the State of West Virginia,

Confirmed.

- **The Agency desires a TPA vendor with necessary knowledge, skill and experience to provide exceptional services to the TDC Plan members and the Agency.**

  Prudential's long standing history of innovative services and solutions spans across many market segments including the governmental space. Since entering this unique market in 1978, Prudential has provided our distinctive services and solutions to clients of all sizes, from small townships to large cities and counties and even our state level governmental clients. In addition, since entering the governmental market, we have continued to be a supporter of the National Association of Government Defined Contribution Administrators (NAGDCA).

  Prudential understands the unique needs of a governmental plan sponsor; one who wants to offer a diverse investment program that ensures proper asset allocation and focused education which results in positive outcomes for its participants as they prepare for and enter their retirement years. We also conduct research through our Economist Intelligence Unit specific to the public sector to

better understand the need of governmental plan sponsors. We share the findings of the research with our plan sponsors at http://publicsector.prudentialretirement.com.

Our strategic approach includes flexibility and open architecture access to investment options that help ensure the plan offers a diverse investment selection to its participants. Our solution includes access to retail mutual funds, Institutional funds, stable value solutions from the largest stable value provider as well as brokerage window options and Prudential's cutting edge IncomeFlex product.[14] In addition, Prudential's asset allocation program, GoalMaker, is available to participants at no additional cost. GoalMaker is a solution that designs custom target date portfolios using the core investment options from the plan. The portfolios take into account not only a participant's time horizon until retirement but their risk tolerance as well.

4.3.1.2

- **Briefly discuss your organization, including, without limitation, its structure, ownership (direct and indirect), control, history, line of business, staffing numbers, pending contract(s) to merge or sell any portion of your company, any changes in senior management in the last three years, and other information that will assist in evaluating you firm.**

Prudential Financial, Inc. (NYSE: PRU), is one of the largest financial services institutions in the United States with more than $1.456 trillion in assets under management, and one of the most recognizable and trusted brand symbols: The Rock, an icon of strength, stability, expertise, and innovation.[15] Since 1875, Prudential has been committed to helping people achieve financial security and peace of mind by providing a wide array of financial products and services, including life insurance, annuities, investment management, and retirement related services.

Prudential Retirement is a specialized unit of Prudential Financial, and is an integral part of Prudential Financial's strategy to provide comprehensive financial services to employers and employees alike. Prudential Retirement delivers retirement plan solutions for public, private, and non-profit organizations and their employees. Services include:

- state-of-the-art recordkeeping;
- administration;
- investment and risk management;
- retirement plan strategies;
- comprehensive employee investment education and communications; and
- trustee services.

Prudential Retirement employs more than 2,300 individuals experienced in supporting multiple plan types; 457(b), 401(k), and 401(a) plans.

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[14] *Pensions & Investments, 2015 Money Managers Survey, May 2015, based on internally managed assets data as of December 31, 2014.*

[15] *As of March 31, 2019*

Prudential Retirement has no pending contracts to merge or sell any portion of our company.

SENIOR MANAGEMENT CHANGES

Prudential has a rigorous focus on leadership development and succession planning, which means that talented individuals are encouraged and supported to grow their careers at Prudential over the long term. This approach is evident in recent leadership announcements, in which senior leaders were tapped for new opportunities that opened as a result of retirement and organizational alignment.

Effective December 1, 2018, Prudential Retirement's Head of Finance, Nandini Mongia, will assume the role of Treasurer of Prudential Financial. Following Nandini's transition, Rob Boyle will assume the role of VP Finance – Retirement , which includes oversight of Workplace Solutions Group Finance activities.

Effective October 1, 2018, Kathy Keefe assumed the role of Chief Actuary for Prudential Retirement and a member of Prudential Retirement's Strategic Leadership Team. In this role, Kathy reports directly to Brent Walder, Chief Actuary for our Workplace Solutions Group.

Effective September 10, 2018, Michael Pignatella was named Chief Legal Officer for Prudential Retirement and a member of Prudential Retirement's Strategic Leadership Team in conjunction with Kimberly Smith's retirement on September 28, 2018.

In our continuing effort to improve the experience for plan sponsors and their participants, Prudential Retirement and Morneau Shepell, a premier provider of defined benefit administrative services, entered into a long-term partnership in June 2018, under which Morneau Shepell provides administrative and recordkeeping services for Prudential's defined benefit book of business through a subcontracting agreement. This partnership does not include asset management, trust and custody, or benefit payments.

In May 2018, Chief Information Officer, Venkata Natarajan, transitioned into his new leadership position as Group Operations Officer for the Workplace Solutions Group. Shruti Rawoot joined Prudential from a leading financial services and communications company to serve as Chief Information Officer

In October 2017, Prudential aligned its US Businesses under three groups: Individual Solutions; Workplace Solutions, and Investment Management. As a result of this announcement, Jamie Kalamarides, previously Head of Full-Service Solutions for Prudential Retirement, was asked to lead Prudential's Group Insurance business. Harry Dalessio, previously head of Sales and Strategic Relationships for Prudential Retirement, was named to lead Full Service Solutions and Scott Gaul, one of the leaders of Sales and Strategic Relations, was elevated to Head of that team.

In September 2017, Michael Knowling was named the lead of Client Relations & Business Development.

In July 2017, after eight years as the head of Client Relations & Business Development, Sean McLaughlin, transitioned into a new role with Prudential's international business as chief strategy officer for Prudential of Korea.

In June 2017, after 10 years as serving as Prudential Retirement's President, Christine Marcks retired from the company. Phil Waldeck, previous Head of Investment and Pension Solutions, was

named as Chris' successor. Yanela Frias transitioned from running Structured Settlements to head up Investment and Pension Solutions.

In April 2017, the Chief Legal Officer for Prudential Retirement, Stephen Wieler, retired; Steve was succeeded by Kimberly Smith, who formerly served as Prudential Retirement's Deputy CLO.

In March 2017, Chief Risk Officer Rob Tyndall transitioned into the role of lead Risk Officer for Prudential Financial. Suzanne Manganiello who served as the head of Operational Risk Management for Prudential Financial, was named as Rob's successor.

In November 2016, Nandini Mongia was named the successor to Michael Brandt as the Vice President of Retirement Finance. Michael has accepted the role of Vice President of Finance for Prudential International Insurance.

In September 2016, Jamie McInnes, Prudential Retirement's Total Retirement Solutions Lead, accepted a leadership position in Prudential's International Insurance division. To build on our success in executing on our strategy to improve existing business processes and infrastructure, as well as creating investment options created by new legislation; we have brought together our Total Retirement Services® and Investment Products teams to form a Full-Service Solutions strategy. The Full-Service Solutions business is led by Jamie Kalamarides, former Senior Vice President of Prudential Institutional Investment Solutions. The Full-Service Solutions business will partner with our newly created Investment & Pension Solutions business which brings together the teams handling Pension Risk Transfer, Structured Settlements, and Stable Value. This business is led by Vice President Yanela Frias.

In our continuing effort to improve the experience for plan sponsors and their participants, in September 2016, we created an Innovation Lab under Prudential Retirement whose research and experimentation agenda has been established in concert with our long-term business strategy, and supports our vision of making financial security a reality for millions of individuals. Linda Knox, Vice President of Gibraltar Ventures, was tapped to lead the Innovation Lab.

In April 2016, Chief Marketing Officer, Kara Segreto, accepted a new internal assignment. In November 2016, Janice Co was named as Prudential Retirement's Head of Marketing and Strategy.

When making any management or organizational changes, our primary goal is always to ensure that we can improve service and delivery to our clients, their advisors, and participants.

- **Discuss any alliance arrangements you have with any investment or money management firms and a brief description of the terms of the arrangement.**

  We offer an open investment architecture that includes proprietary and non-proprietary funds. In fact, we can accommodate, in a daily environment, any outside mutual fund traded via the NSCC, which includes more than 20,000 mutual funds from more than 600 mutual fund families.

- **Discuss any investigation, charge, litigation, arbitration or settlement in the last two (2) years involving you firm and any proposed sub-servicers and/or sub-contractors providing any of the TPA Services contemplated by this RFP.**

  As a major financial institution, Prudential and our affiliates are subject to governmental and regulatory reviews and inquiries and other legal proceedings in the normal course of our businesses which in no manner restrict, limit or affect our ability to provide the services described in this submission.

As a public company, Prudential generally discloses material legal proceedings or regulatory matters concerning its businesses through filings with the SEC. For information about these matters, or any other publicly disclosed material legal proceedings, we refer you to Prudential Financial's SEC filings, which can be accessed at www.investor.prudential.com.

- **List your current ratings by nationally recognized rating agencies. Discuss whether there have been any rating downgrades in the last five (5) years**

The table below shows the historical ratings of Prudential's claims-paying ability. Our credit ratings are not currently under review with any of the rating agencies listed below.

	S & P	Moody's	A.M. Best	Fitch
As of May 9, 2019	AA-	Aa3	A+	AA-

Prudential has not been downgraded by the above agencies in the last five years.

4.3.1.3 Discuss three (3) of your current engagements comparable to a potential engagement with the Agency or that demonstrate the ability of your firm to provide TPA Services for the Agency. Each entity listed will be contacted as references. Include the following information:

Reference 1:

a) Entity name: State of Vermont

b) Address: 109 State Street, 4th Floor, Montpelier, VT 05609

c) **Contact person:** Andy Cook

d) Telephone number: 802-828-1492

e) Email address: andy.cook@vermont.gov

f) Length of relationship and if it is current: 1 years (current)

g) Services provided (as required in this RFP): Full Service 401a), 457(b) and 403(b) plan administration

h) Number of Participants: 12,235

i) Annual Deferral Amounts: $32,737,000[16]

j) Total Plan Assets as of June 30, 2018, and: $722 Million

k) Any other information you believe the Agency would find useful.

Reference 2:

a) Entity name: Wayne County, Michigan

b) Address: 28 West Adams Avenue, Ste. 1900, Detroit, MI 48226

[16] *As of March 31, 2019*

c) **Contact person:** Robert Grden

d) **Telephone number:** 313-224-2822

e) **Email address:** rgrden@waynecounty.com

f) **Length of relationship and if it is current:** 21 years

g) **Services provided (as required in this RFP):** Full Service 401(a) plan administration

h) **Number of Participants:** 4,889

i) **Annual Deferral Amounts:** $6,255,341[16]

j) **Total Plan Assets as of June 30, 2018, and:** $417 Million

k) **Any other information you believe the Agency would find useful.**

Reference 3:

a) **Entity name:** State of Connecticut

b) **Address:** 55 Elm Street, Pension Fund Mgmt Division, 6th Floor, Hartford, CT 06106

c) **Contact person:** Margaret (Peggy) Haering

d) **Telephone number:** 860-702-3486

e) **Email address:** Margaret.haering@po.state.ct.us

f) **Length of relationship and if it is current:** 3 years

g) **Services provided (as required in this RFP):** Full Service 401(a), 457(b) and 403(b) plan administration

h) **Number of Participants:** 65,171

i) **Annual Deferral Amounts:** $34,587,936[16]

j) **Total Plan Assets as of June 30, 2018, and:** $5.6 Billion

k) **Any other information you believe the Agency would find useful.**

4.3.2 Mandatory Qualification/Experience Requirements – The following mandatory qualification/experience requirements must be met by the TPA as a part of its submitted proposal. TPA should describe how it meets the mandatory requirements and include any areas where it exceeds the mandatory requirements. Failure to comply with mandatory requirements will lead to disqualification, but areas where the mandatory requirements are exceeded will be included in technical scores where appropriate. The mandatory qualifications/experience requirements are listed below.

4.3.2.1 TPA shall be authorized to do business in and with the State of West Virginia,

Confirmed.

- **Provide the following information for your Firm and any proposed sub-servicers and/or sub-contractors:**
  - **Name,**

    Prudential Retirement Insurance and Annuity Company ("PRIAC")
  - **Mailing address,**

    280 Trumbull Street, Hartford, CT 06103
  - **Corporate address,**

    280 Trumbull Street, Hartford, CT 06103
  - **Telephone number, and**

    (614) 270-0107
  - **Primary Contact, including telephone number, fax number, and email address.**

    John Borne
    Vice President, Tax-Exempt Markets
    Prudential Retirement
    280 Trumbull Street
    Hartford, Connecticut 06103
    Telephone: 619-410-3481
    john.borne@prudential.com

    Brian McCleave
    Vice President, Tax-Exempt Markets
    Prudential Retirement
    280 Trumbull Street
    Hartford, Connecticut 06103
    Telephone: 614-270-0107
    brian.mccleave@prudential.com
- **Provide an organization chart for your firm (particularly noting the areas that will be working on the TDC Plan)**

  The organizational chart below reflects the structure of our retirement business.

- **Disclose any information about your firm and any proposed sub-servicers and/or sub-contractors, its employees or its agents which could be considered a material conflict of interest, or potential material conflict of interest with the Agency or the State of West Virginia.**

  We have no known conflicts of interest with the Agency or the State of West Virginia.

- **Disclose any bankruptcy or insolvency proceedings or any assignment for the benefit of creditors by your firm and any proposed sub-servicers and/or sub-contractors.**

  None.

- **State the name of the entities which have rated your firm and the current rating from each entity.**

  The table below shows the historical ratings of Prudential's claims-paying ability. Our credit ratings are not currently under review with any of the rating agencies listed below.

	S & P	Moody's	A.M. Best	Fitch
As of May 9, 2019	AA-	Aa3	A+	AA-

4.3.2.2 TPA shall be licensed, capable and authorized to provide TPA Services to governmental entities in West Virginia,

Confirmed.

4.3.2.3 TPA shall have at least five (5) years' experience in providing TPA Services for governmental defined contribution plans,

Confirmed.

- **Briefly describe the scope and length of your experience with public sector retirement plans.**

  Prudential's long-standing history of innovative services and solutions spans across many market segments including the governmental space. Since entering this unique market in 1978, Prudential has provided our distinctive services and solutions to clients of all sizes, from small townships to large cities and counties and even our state level governmental clients.

  With approximately $48.9 billion in governmental retirement plan assets under management, Prudential is a national leader in providing retirement plan solutions to government entities.[17] We have earned this position through a clear focus on providing the best products and services available and through a real organizational commitment to the governmental marketplace.

  Technical teams and business owners from every discipline, including our operations and service teams, will conduct a detailed and thorough review of the requirements and plan information. Furthermore, our response is anchored by these major components:

  - government expertise;
  - superior service;
  - an engaging customized communication and education program;
  - high quality investment solutions;
  - a dedicated and experienced conversion team; and
  - administrative efficiency and reduced administrative burden.

- **Provide a list of any contracts terminated by a client for cause within the last five years, including the circumstances, and the name and telephone number of a contact person for that client.**

  None.

- **List any contracts not renewed by a client within the last five years, including the circumstances and the name and telephone number of a contact person for that client.**

  Prudential has one of the best client retention rates in the government plan recordkeeping industry. We have only lost three clients over the last 13 years, while growing our government business from $6.2 billion to $48.9 billion since 2005[18].

[17] *As of March 31, 2019*

[18] *As of March 31, 2019*

- **As the Agency reserves the right to authorize or prohibit subcontracting or any joint venture, indicate whether the Services will be subcontracted to another company; fully describe these Services and the background and qualifications of the company that will provide the Services and disclose and disclose and explain any affiliation with you.**

  As a global financial services company, Prudential continually looks for ways to maintain a flexible service model that is designed to enhance our responsiveness to our clients' needs and adapt to the changing business needs of our company. To meet these objectives, we utilize the following outsourced services:

  - complete qualified domestic relations order administration through Morneau Shepell, Ltd;
  - Retiree Health Reimbursement Arrangement (RHRA), Retiree Health Savings (RHS), and Health Savings Account (HSA) services through ConnectYourCare (CYC);
  - student loan restructuring and repayment benefit through Student Loan Genius (currently under development);
  - a partnership with National Financial Services LLC (NFS), an industry leading clearing firm which maintain our self-directed brokerage accounts; and
  - an interactive digital budgeting tool, Yodlee, offered through Envestnet®.

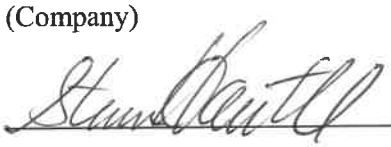
4.3.2.4 TPA must administer or have under management at least $10 billion in assets

Confirmed.

By signing below, I certify that I have reviewed this Request for Proposal in its entirety; understand the requirements, terms and conditions, and other information contained herein; that I am submitting this proposal for review and consideration; that I am authorized by the bidder to execute this bid or any documents related thereto on bidder's behalf ; that I am authorized to bind the bidder in a contractual relationship and that, to the best of my knowledge, the bidder has properly registered with any State agency that may require registration. Additionally, I certify that I understand that the order of precedence regarding the resulting contract from this procurement is: Contract, this RFP, and then the successful Vendor's proposal in response to this RFP.

Prudential Retirement Insurance and Annuity Company

(Company)

 , Vice President

(Representative Name, Title)

860-534-2368 / 860-534-2052

(Contact Phone/Fax Number)

June 18, 2019

(Date)

Designated Contact:

Vendor appoints the individual identified in this Section as the Contract Administrator and the initial point of contact for matters relating to this Contract.

Steve Haertel, Vice President

(Name, Title)

Steve Haertel, Vice President

(Printed Name and Title)

280 Trumbull Street, Hartford, Connecticut 06103

(Address)

860-534-2368 / 860-534-2052

(Phone Number) / (Fax Number)

steve.haertel@prudential.com

(email address)

Certification and Signature:

By signing below, or submitting documentation through wvOASIS, I certify that I have reviewed this Solicitation in its entirety; that I understand the requirements, terms and conditions, and other information contained herein; that this bid, offer or proposal constitutes an offer to the State that cannot be unilaterally withdrawn; that the product or service proposed meets the mandatory requirements contained in the Solicitation for that product or service, unless otherwise stated herein; that the Vendor accepts the terms and conditions contained in the Solicitation , unless otherwise stated herein; that I am submitting this bid, offer or proposal for review and consideration; that I am authorized by the vendor to execute and submit this bid, offer, or proposal, or any documents related thereto on vendor's behalf; that I am authorized to bind the vendor in a contractual relationship; and that to the best of my knowledge, the vendor has properly registered with any State agency that may require registration.

Prudential Retirement Insurance and Annuity Company

(Company)

Steve Haertel, Vice President

(Authorized Signature) (Representative Name, Title)

Steve Haertel, Vice President

(Printed Name and Title of Authorized Representative)

June 18, 2019

(Date)

860-534-2368 / 860-534-2052

(Phone Number) (Fax Number)

DISCLOSURES

Prudential Retirement reserves the right to rescind this proposal upon the expiration of 60 days from the date on the cover page.

Should we proceed to the next step in the proposal process, any offer we make is contingent upon a full underwriting and plan document review. A full underwriting will be required prior to Prudential Retirement executing a contract with your organization.

Products, services, and answers presented in this response are offered through The Prudential Insurance Company of America's Prudential Retirement business unit and various operating subsidiaries and alliance partners including Prudential Retirement Insurance and Annuity Company, Global Portfolio Strategies, and Prudential Investment Management Services LLC. This response is limited to the services and products contemplated by this RFP.

Prudential Retirement is a full-service provider of investment products and recordkeeping services to retirement plans. The recordkeeping services are "bundled" together with the investment products and services. Fees associated with investment products also pay for recordkeeping services and the costs of distributing our bundled product. Some contracts may have a separate charge to help cover the costs of recordkeeping and distribution. Our distribution partners represent Prudential Retirement and are paid by Prudential Retirement. If a plan retains a consultant, the consultant represents the plan and its fiduciaries. Prudential Retirement may make expense allowances available to the plan to enable the plan to pay the consultant.

Retirement products and services are provided by Prudential Retirement Insurance and Annuity Company (PRIAC), Hartford, CT, a Prudential Financial company.

As part of providing products and services to retirement plans, Prudential Retirement personnel may provide information to plan representatives about available investment options. Such information is provided not in a fiduciary capacity, but rather in connection with offering a package of bundled services and investment products. Because investment vehicles managed by a Prudential affiliate tend to generate more revenue for the Prudential enterprise than non-proprietary investment vehicles, Prudential Retirement's personnel have a financial incentive to sell proprietary investment vehicles in favor of non-proprietary.

Managed Accounts

Data as of March 31, 2019. Includes assets under management and advisement for Morningstar Investment Management, LLC, Morningstar Investment Services, LLC, Morningstar Investment Management Europe Ltd., and Ibbotson Associates Australia Ltd., all of which are subsidiaries of Morningstar, Inc. Advisory services listed are provided by one or more of these entities, which are authorized in the appropriate jurisdiction to provide such services.

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Morningstar Investment Management, LLC is not affiliated with Prudential Financial or any of its affiliates.

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Morningstar

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Model portfolios are provided as samples and not as investment recommendations. The model portfolios are based on generally accepted investment practices and take into account the principles of modern portfolio theory, in which allocations are adjusted in an effort to achieve maximum returns for a given level of risk. You may want to consider other assets, income, and investments you may have before applying these models to your individual situation. Please note that in addition to the specific funds used in the GoalMaker model portfolios, other funds may be available under your retirement program. The GoalMaker portfolios are subject to change including, for

example, the replacement of investment options and adjustments in the allocations within the portfolios. You will be notified in writing in advance of any such change.

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ADDENDUM ACKNOWLEDGEMENT FORM
SOLICITATION NO.: CRFP CPR19*05

Instructions: Please acknowledge receipt of all addenda issued with this solicitation by completing this addendum acknowledgment form. Check the box next to each addendum received and sign below. Failure to acknowledge addenda may result in bid disqualification.

Acknowledgment: I hereby acknowledge receipt of the following addenda and have made the necessary revisions to my proposal, plans and/or specification, etc.

Addendum Numbers Received:
(Check the box next to each addendum received)

[x]	Addendum No. 1	[ ]	Addendum No. 6
[x]	Addendum No. 2	[ ]	Addendum No. 7
[x]	Addendum No. 3	[ ]	Addendum No. 8
[ ]	Addendum No. 4	[ ]	Addendum No. 9
[ ]	Addendum No. 5	[ ]	Addendum No. 10

I understand that failure to confirm the receipt of addenda may be cause for rejection of this bid. I further understand that any verbal representation made or assumed to be made during any oral discussion held between Vendor's representatives and any state personnel is not binding. Only the information issued in writing and added to the specifications by an official addendum is binding.

Prudential Retirement Insurance and Annuity Company
Company

Steve Haertel, Vice President
Authorized Signature

June 18, 2019
Date

NOTE: This addendum acknowledgement should be submitted with the bid to expedite document processing.
Revised 6/8/2012

Purchasing Division
2019 Washington Street East
Post Office Box 50130
Charleston, WV 25305-0130

State of West Virginia
Request for Proposal
34 — Service - Prof

Proc Folder: 575316

Doc Description: Third Party Administrator Services for TDC

Proc Type: Central Master Agreement

Date Issued	Solicitation Closes	Solicitation No	Version
2019-05-10	2019-06-20 13:30:00	CRFP 0203 CPR1900000005	1

BID CLERK
DEPARTMENT OF ADMINISTRATION
PURCHASING DIVISION
2019 WASHINGTON ST E
CHARLESTON WV 25305
US

Vendor Name, Address and Telephone Number:

FOR INFORMATION CONTACT THE BUYER
Brittany E Ingraham
(304) 558-2157
brittany.e.ingraham@wv.gov

Signature X Steve Dautel **FEIN #** 06-1050034 **DATE** June 18, 2019

All offers subject to all terms and conditions contained in this solicitation

Central Request for Proposal

The West Virginia Purchasing Division is soliciting proposals for the agency, the West Virginia Consolidated Public Retirement Board to provide third-party administration (TPA) services, including custodian services, for the West Virginia Teachers' Defined Contribution Retirement System (TDC Plan). per the attached specifications, terms and conditions, and documentation.

CONSOLIDATED PUBLIC RETIREMENT 4101 MACCORKLE AVE SE CHARLESTON WV25304 US	CONSOLIDATED PUBLIC RETIREMENT 4101 MACCORKLE AVE SE CHARLESTON WV 25304 US

Line	Comm Ln Desc	Qty	Unit Issue	Unit Price	Total Price
1	Third Party Administrator Services (TPA)				

Comm Code	Manufacturer	Specification	Model #
80161500			

Extended Description :

Third Party Administrator Services (TPA) for the Teachers Defined Contribution (TDC) Retirement Plan

ADDITIONAL TERMS AND CONDITIONS

See attached document(s) for additional Terms and Conditions

Purchasing Divison
2019 Washington Street East
Post Office Box 50130
Charleston, WV 25305-0130

State of West Virginia
Request for Proposal
34 — Service - Prof

Proc Folder: 575316

Doc Description: Addendum No. 1 - Third Party Administrator Services for TDC

Proc Type: Central Master Agreement

Date Issued	Solicitation Closes	Solicitation No	Version
2019-05-13	2019-06-21 13:30:00	CRFP 0203 CPR1900000005	2

BID RECEIVING LOCATION

BID CLERK
DEPARTMENT OF ADMINISTRATION
PURCHASING DIVISION
2019 WASHINGTON ST E
CHARLESTON WV 25305
US

VENDOR

Vendor Name, Address and Telephone Number:

FOR INFORMATION CONTACT THE BUYER

Brittany E Ingraham
(304) 558-2157
brittany.e.ingraham@wv.gov

Signature X _____ **FEIN #** 06-1050034 **DATE** June 18, 2019

All offers subject to all terms and conditions contained in this solicitation

ADDITIONAL INFORMATION:

Addendum

Addendum No.01 issued to publish and distribute the attached information to the vendor community.

****

Ce. .al Request for Proposal

The West Virginia Purchasing Division is soliciting proposals for the agency, the West Virginia Consolidated Public Retirement Board to provide third-party administration (TPA) services, including custodian services, for the West Virginia Teachers' Defined Contribution Retirement System (TDC Plan). per the attached specifications, terms and conditions, and documentation.

INVOICE TO	SHIP TO
CONSOLIDATED PUBLIC RETIREMENT 4101 MACCORKLE AVE SE CHARLESTON WV25304 US	CONSOLIDATED PUBLIC RETIREMENT 4101 MACCORKLE AVE SE CHARLESTON WV 25304 US

Line	Comm Ln Desc	Qty	Unit Issue	Unit Price	Total Price
1	Third Party Administrator Services (TPA)				

Comm Code	Manufacturer	Specification	Model #
80161500			

Extended Description :

Third Party Administrator Services (TPA) for the Teachers Defined Contribution (TDC) Retirement Plan

ADDITIONAL TERMS AND CONDITIONS

See attached document(s) for additional Terms and Conditions

Purchasing Divison
2019 Washington Street East
Post Office Box 50130
Charleston, WV 25305-0130

State of West Virginia
Request for Proposal
34 — Service - Prof

Proc Folder: 575316

Doc Description: Addendum No. 2 - Third Party Administrator Services for TDC

Proc Type: Central Master Agreement

Date Issued	Solicitation Closes	Solicitation No	Version
2019-05-28	2019-06-21 13:30:00	CRFP 0203 CPR1900000005	3

BID RECEIVING LOCATION

BID CLERK
DEPARTMENT OF ADMINISTRATION
PURCHASING DIVISION
2019 WASHINGTON ST E
CHARLESTON WV 25305
US

VENDOR

Vendor Name, Address and Telephone Number:

FOR INFORMATION CONTACT THE BUYER

Brittany E Ingraham
(304) 558-2157
brittany.e.ingraham@wv.gov

Signature X Steve Hartel **FEIN #** 06-1050034 **DATE** June 18, 2019

All offers subject to all terms and conditions contained in this solicitation

ADDITIONAL INFORMATION:

Addendum

Addendum No.02 issued to publish and distribute the attached information to the vendor community.

****

Ce.. ..l Request for Proposal

The West Virginia Purchasing Division is soliciting proposals for the agency, the West Virginia Consolidated Public Retirement Board to provide third-party administration (TPA) services, including custodian services, for the West Virginia Teachers' Defined Contribution Retirement System (TDC Plan). per the attached specifications, terms and conditions, and documentation.

INVOICE TO	SHIP TO
CONSOLIDATED PUBLIC RETIREMENT 4101 MACCORKLE AVE SE CHARLESTON WV25304 US	CONSOLIDATED PUBLIC RETIREMENT 4101 MACCORKLE AVE SE CHARLESTON WV 25304 US

Line	Comm Ln Desc	Qty	Unit Issue	Unit Price	Total Price
1	Third Party Administrator Services (TPA)				

Comm Code	Manufacturer	Specification	Model #
80161500			

Extended Description :

Third Party Administrator Services (TPA) for the Teachers Defined Contribution (TDC) Retirement Plan

ADDITIONAL TERMS AND CONDITIONS

See attached document(s) for additional Terms and Conditions

Purchasing Divison
2019 Washington Street East
Post Office Box 50130
Charleston, WV 25305-0130

State of West Virginia
Request for Proposal
34 — Service - Prof

Proc Folder: 575316

Doc Description: Addendum No. 2 - Third Party Administrator Services for TDC

Proc Type: Central Master Agreement

Date Issued	Solicitation Closes	Solicitation No	Version
2019-05-28	2019-06-21 13:30:00	CRFP 0203 CPR1900000005	3

BID RECEIVING LOCATION

BID CLERK
DEPARTMENT OF ADMINISTRATION
PURCHASING DIVISION
2019 WASHINGTON ST E
CHARLESTON WV 25305
US

VENDOR

Vendor Name, Address and Telephone Number:

FOR INFORMATION CONTACT THE BUYER

Brittany E Ingraham
(304) 558-2157
brittany.e.ingraham@wv.gov

Signature X Steve Hamtil **FEIN #** 06-1050034 **DATE** June 18, 2019

All offers subject to all terms and conditions contained in this solicitation

ADDITIONAL INFORMATION:

Addendum

Addendum No.02 issued to publish and distribute the attached information to the vendor community.

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Ce.. .al Request for Proposal

The West Virginia Purchasing Division is soliciting proposals for the agency, the West Virginia Consolidated Public Retirement Board to provide third-party administration (TPA) services, including custodian services, for the West Virginia Teachers' Defined Contribution Retirement System (TDC Plan). per the attached specifications, terms and conditions, and documentation.

INVOICE TO	SHIP TO
CONSOLIDATED PUBLIC RETIREMENT 4101 MACCORKLE AVE SE CHARLESTON WV 25304 US	CONSOLIDATED PUBLIC RETIREMENT 4101 MACCORKLE AVE SE CHARLESTON WV 25304 US

Line	Comm Ln Desc	Qty	Unit Issue	Unit Price	Total Price
1	Third Party Administrator Services (TPA)				

Comm Code	Manufacturer	Specification	Model #
80161500			

Extended Description :

Third Party Administrator Services (TPA) for the Teachers Defined Contribution (TDC) Retirement Plan

ADDITIONAL TERMS AND CONDITIONS

See attached document(s) for additional Terms and Conditions

Purchasing Divison
2019 Washington Street East
Post Office Box 50130
Charleston, WV 25305-0130

State of West Virginia
Request for Proposal
34 — Service - Prof

Proc Folder: 575316

Doc Description: Addendum No. 3 - Third Party Administrator Services for TDC

Proc Type: Central Master Agreement

Date Issued	Solicitation Closes	Solicitation No	Version
2019-06-11	2019-06-21 13:30:00	CRFP 0203 CPR1900000005	4

BID RECEIVING LOCATION

BID CLERK
DEPARTMENT OF ADMINISTRATION
PURCHASING DIVISION
2019 WASHINGTON ST E
CHARLESTON WV 25305
US

VENDOR

Vendor Name, Address and Telephone Number:

FOR INFORMATION CONTACT THE BUYER

Brittany E Ingraham
(304) 558-2157
brittany.e.ingraham@wv.gov

Signature X Steven Hamrick **FEIN #** 06-1050034 **DATE** June 18, 2019

All offers subject to all terms and conditions contained in this solicitation

ADDITIONAL INFORMATION:

Addendum

Addendum No.03 issued to publish and distribute the attached information to the vendor community.

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Ce. al Request for Proposal

The West Virginia Purchasing Division is soliciting proposals for the agency, the West Virginia Consolidated Public Retirement Board to provide third-party administration (TPA) services, including custodian services, for the West Virginia Teachers' Defined Contribution Retirement System (TDC Plan). per the attached specifications, terms and conditions, and documentation.

INVOICE TO	SHIP TO
CONSOLIDATED PUBLIC RETIREMENT 4101 MACCORKLE AVE SE CHARLESTON WV25304 US	CONSOLIDATED PUBLIC RETIREMENT 4101 MACCORKLE AVE SE CHARLESTON WV 25304 US

Line	Comm Ln Desc	Qty	Unit Issue	Unit Price	Total Price
1	Third Party Administrator Services (TPA)				

Comm Code	Manufacturer	Specification	Model #
80161500			

Extended Description :

Third Party Administrator Services (TPA) for the Teachers Defined Contribution (TDC) Retirement Plan

ADDITIONAL TERMS AND CONDITIONS

See attached document(s) for additional Terms and Conditions

Fund	Investment Objectives	Benchmark	Inception Date	Manager	Manager Tenure (Years)	Assets ($M) as of 12.31.2018	Expense Ratio (%)	Re Shar...	12b-1	Other
Large Cap Growth (up to 2)										
Large Cap Growth I Fund (managed by T. Rowe Price)	The fund seeks to provide long-term capital growth. Income is a secondary objective.	S&P 500 TR USD	7/31/2001	Larry J. Puglia	17.17	622	0.42	0.00	0.00	0.00
PGIM Jennison Growth R6 (PJFQX)	The investment objective of the Fund is long-term growth of capital.	Russell 1000 Growth TR USD	11/2/1995	Spiros "Sig" Segalas;Michael A. Del Balso;Kathleen A. McCarragher;	19.58	5,287	0.60	0.00	0.00	0.00
Large Cap Blend (up to 2)										
Fidelity® 500 Index (FXAIX)	The fund seeks to provide investment results that correspond to the total return (i.e., the combination of capital changes and income) performance of common stocks publicly traded in the United States.	S&P 500 TR USD	2/17/1988	Patrick Waddell;Louis Bottari;Peter Matthew;Deane Gyllenhaal;Robert Regan;	14.58	179,240	0.02	0.00	0.00	0.00
Vanguard Large Cap Index Institutional (VLISX)	The fund seeks to track the performance of a benchmark index that measures the investment return of large-capitalization stocks.	CRSP US Large Cap TR USD	1/27/2004	Michael A. Johnson;Walter Nejman;	2.42	21,370	0.04	0.00	0.00	0.00
Large Cap Value (up to 2)										
Putnam Equity Income R6 (PEQSX)	The fund seeks capital growth and current income.	Russell 1000 Value TR USD	6/15/1977	Darren A. Jaroch;Walter Scully;	6.08	12,361	0.55	0.00	0.00	0.03
Columbia Dividend Value Fund (IS Platform)	The fund seeks total return, consisting of current income and capital appreciation.	Russell 1000 Value TR USD	10/2/2012	Scott L. Davis;Michael S. Barclay;Peter C. Santoro;	6.30	175	0.41	0.00	0.00	0.00
Mid-Cap Growth										
Mid Cap Growth / Westfield	The Fund seeks long-term capital appreciation.	Russell Mid Cap Growth TR USD	7/1/1997	Brian W.H. Berghuis	11.75	270	0.65	0.00	0.00	0.00
Mid-Cap Blend										
Carillon Scout Mid Cap R-6 (CSMUX)	The fund seeks long-term growth of capital.	Russell Mid Cap TR USD	10/31/2006	G. Patrick Dunkerley;Derek M. Smashey;John A. Indellicate;Jason J. Votruba;	11.92	2,769	0.93	0.00	0.00	0.00
Mid-Cap Value										
Mid Cap Value / Cooke and Bieler	The fund seeks long-term capital growth. Income is a secondary objective.	Russell Mid Cap Value TR USD	6/30/2004	Mehul Trivedi; Michael M. Meyer	10.00	71	0.60	0.00	0.00	0.00
Small-Cap Growth										
T. Rowe Price QM US Small-Cap Gr Eq I (TQAIX)	The fund seeks long-term growth of capital by investing primarily in common stocks of small growth companies.	MSCI US Small Cap Growth GR USD	6/30/1997	Sudhir Nanda	11.92	7,494	0.66	0.00	0.00	0.00
Small-Cap Blend										
Vanguard Small Cap Index I (VSCIX)	The fund seeks to track the performance of a benchmark index that measures the investment return of small-capitalization stocks.	CRSP US Small Cap TR USD	10/3/1960	Gerard C. O'Reilly;William A. Coleman;	2.42	91,261	0.04	0.00	0.00	0.00
Small-Cap Value										
DFA US Targeted Value I (DFFVX)	The investment objective of the U.S. Targeted Value Portfolio is to achieve long-term capital appreciation.	Russell 2000 Value TR USD	2/23/2000	Jed S. Fogdall;Joseph H. Chi;Joel P. Schneider;	6.58	10,782	0.37	0.00	0.00	0.00
International Equity (up to 2)										
MFS® Intl Diversification R6 (MDIZX)	The fund's investment objective is to seek capital appreciation.	MSCI ACWI Ex USA NR USD	9/30/2004	Thomas Melendez;Camille H. Lee;	14.00	15,263	0.81	0.00	0.00	0.01
American Funds Europacific Growth R6 (RERGX)	The fund's investment objective is to provide you with long term growth of capital.	MSCI ACWI Ex USA NR USD	4/16/1984	Mark E. Denning;Carl M. Kawaja;Nicholas J. Grace;Sung Lee;Jesper Lyckeus;Jonathan Knowles;Andrew B. Suzman;Christopher M. Thomsen;Lawrence Kymisis;	26.75	154,875	0.49	0.00	0.00	0.00
Intermediate Bond Fund										
Western Asset Core Plus Bond (Institutional Select)	Maximize total return, consistent with prudent investment management and liquidity needs, by investing to obtain the average duration specified in the prospectus.	BBgBarc US Agg Bond TR USD	12/29/2014	Carl L. Eichstaedt;Julien A. Scholnick;Mark S. Lindbloom;S. Kenneth Leech;	3.75	332	0.20	0.00	0.00	0.00
Government Bond Fund										
JPMorgan Government Bond R6 (OGGYX)	The fund seeks a high level of current income with liquidity and safety of principal.	BBgBarc US Government TR USD	2/8/1993	Michael J. Sais;Robert Manning;	21.75	1,743	0.35	0.00	0.00	0.00

Target-Date Fund										
Prudential Day One℠ Income Fund	The Prudential Day One® Funds are a suite of multi-asset class funds (the "Funds"). They include Funds managed to specific target dates offered in five-year intervals through the year 2060, as well as a Day One Income Fund. The Day One Income Fund is designed for retirees or individuals who seek current income. The target date Funds are designed for participants planning to retire in or near the target year. In addition to anticipated retirement date, however, relevant factors for target date Fund selection may include age, risk tolerance, other investments owned, and planned withdrawals.	Prudential Day One Income Fund Benchmark	6/30/2009	Prudential Retirement Insurance and Annuity Company (PRIAC)	9.25	88	0.34	0.00	0.00	0.00
Target-Date Fund										
Prudential Day One℠ 2010 Fund	The Prudential Day One® Funds are a suite of multi-asset class funds (the "Funds"). They include Funds managed to specific target dates offered in five-year intervals through the year 2060, as well as a Day One Income Fund. The Day One Income Fund is designed for retirees or individuals who seek current income. The target date Funds are designed for participants planning to retire in or near the target year. In addition to anticipated retirement date, however, relevant factors for target date Fund selection may include age, risk tolerance, other investments owned, and planned withdrawals.	Prudential Day One 2010 Fund Benchmark	6/30/2009	Prudential Retirement Insurance and Annuity Company (PRIAC)	9.25	31	0.34	0.00	0.00	0.00
Target-Date Fund										
Prudential Day One℠ 2015 Fund	The Prudential Day One® Funds are a suite of multi-asset class funds (the "Funds"). They include Funds managed to specific target dates offered in five-year intervals through the year 2060, as well as a Day One Income Fund. The Day One Income Fund is designed for retirees or individuals who seek current income. The target date Funds are designed for participants planning to retire in or near the target year. In addition to anticipated retirement date, however, relevant factors for target date Fund selection may include age, risk tolerance, other investments owned, and planned withdrawals.	Prudential Day One 2015 Fund Benchmark	6/30/2009	Prudential Retirement Insurance and Annuity Company (PRIAC)	9.25	35	0.34	0.00	0.00	0.00
Target-Date Fund										
Prudential Day One℠ 2020 Fund	The Prudential Day One® Funds are a suite of multi-asset class funds (the "Funds"). They include Funds managed to specific target dates offered in five-year intervals through the year 2060, as well as a Day One Income Fund. The Day One Income Fund is designed for retirees or individuals who seek current income. The target date Funds are designed for participants planning to retire in or near the target year. In addition to anticipated retirement date, however, relevant factors for target date Fund selection may include age, risk tolerance, other investments owned, and planned withdrawals.	Prudential Day One 2020 Fund Benchmark	6/30/2009	Prudential Retirement Insurance and Annuity Company (PRIAC)	9.25	189	0.34	0.00	0.00	0.00
Target-Date Fund										
Prudential Day One℠ 2025 Fund	The Prudential Day One® Funds are a suite of multi-asset class funds (the "Funds"). They include Funds managed to specific target dates offered in five-year intervals through the year 2060, as well as a Day One Income Fund. The Day One Income Fund is designed for retirees or individuals who seek current income. The target date Funds are designed for participants planning to retire in or near the target year. In addition to anticipated retirement date, however, relevant factors for target date Fund selection may include age, risk tolerance, other investments owned, and planned withdrawals.	Prudential Day One 2025 Fund Benchmark	6/30/2009	Prudential Retirement Insurance and Annuity Company (PRIAC)	9.25	119	0.34	0.00	0.00	0.00

Target-Date Fund										
Prudential Day One℠ 2030 Fund	The Prudential Day One® Funds are a suite of multi-asset class funds (the "Funds"). They include Funds managed to specific target dates offered in five-year intervals through the year 2060, as well as a Day One Income Fund. The Day One Income Fund is designed for retirees or individuals who seek current income. The target date Funds are designed for participants planning to retire in or near the target year. In addition to anticipated retirement date, however, relevant factors for target date Fund selection may include age, risk tolerance, other investments owned, and planned withdrawals.	Prudential Day One 2030 Fund Benchmark	6/30/2009	Prudential Retirement Insurance and Annuity Company (PRIAC)	9.25	250	0.34	0.00	0.00	0.00
Target-Date Fund										
Prudential Day One℠ 2035 Fund	The Prudential Day One® Funds are a suite of multi-asset class funds (the "Funds"). They include Funds managed to specific target dates offered in five-year intervals through the year 2060, as well as a Day One Income Fund. The Day One Income Fund is designed for retirees or individuals who seek current income. The target date Funds are designed for participants planning to retire in or near the target year. In addition to anticipated retirement date, however, relevant factors for target date Fund selection may include age, risk tolerance, other investments owned, and planned withdrawals.	Prudential Day One 2035 Fund Benchmark	6/30/2009	Prudential Retirement Insurance and Annuity Company (PRIAC)	9.25	106	0.34	0.00	0.00	0.00
Target-Date Fund										
Prudential Day One℠ 2040 Fund	The Prudential Day One® Funds are a suite of multi-asset class funds (the "Funds"). They include Funds managed to specific target dates offered in five-year intervals through the year 2060, as well as a Day One Income Fund. The Day One Income Fund is designed for retirees or individuals who seek current income. The target date Funds are designed for participants planning to retire in or near the target year. In addition to anticipated retirement date, however, relevant factors for target date Fund selection may include age, risk tolerance, other investments owned, and planned withdrawals.	Prudential Day One 2040 Fund Benchmark	6/30/2009	Prudential Retirement Insurance and Annuity Company (PRIAC)	9.25	155	0.34	0.00	0.00	0.00
Target-Date Fund										
Prudential Day One℠ 2045 Fund	The Prudential Day One® Funds are a suite of multi-asset class funds (the "Funds"). They include Funds managed to specific target dates offered in five-year intervals through the year 2060, as well as a Day One Income Fund. The Day One Income Fund is designed for retirees or individuals who seek current income. The target date Funds are designed for participants planning to retire in or near the target year. In addition to anticipated retirement date, however, relevant factors for target date Fund selection may include age, risk tolerance, other investments owned, and planned withdrawals.	Prudential Day One 2045 Fund Benchmark	6/30/2009	Prudential Retirement Insurance and Annuity Company (PRIAC)	9.25	78	0.35	0.00	0.00	0.00
Target-Date Fund										
Prudential Day One℠ 2050 Fund	The Prudential Day One® Funds are a suite of multi-asset class funds (the "Funds"). They include Funds managed to specific target dates offered in five-year intervals through the year 2060, as well as a Day One Income Fund. The Day One Income Fund is designed for retirees or individuals who seek current income. The target date Funds are designed for participants planning to retire in or near the target year. In addition to anticipated retirement date, however, relevant factors for target date Fund selection may include age, risk tolerance, other investments owned, and planned withdrawals.	Prudential Day One 2050 Fund Benchmark	6/30/2009	Prudential Retirement Insurance and Annuity Company (PRIAC)	9.25	81	0.35	0.00	0.00	0.00

Target-Date Fund										
Prudential Day One℠ 2055 Fund	The Prudential Day One® Funds are a suite of multi-asset class funds (the "Funds"). They include Funds managed to specific target dates offered in five-year intervals through the year 2060, as well as a Day One Income Fund. The Day One Income Fund is designed for retirees or individuals who seek current income. The target date Funds are designed for participants planning to retire in or near the target year. In addition to anticipated retirement date, however, relevant factors for target date Fund selection may include age, risk tolerance, other investments owned, and planned withdrawals.	Prudential Day One 2055 Fund Benchmark	6/30/2009	Prudential Retirement Insurance and Annuity Company (PRIAC)	9.25	32	0.35	0.00	0.00	0.00
Target-Date Fund										
Prudential Day One℠ 2060 Fund	The Prudential Day One® Funds are a suite of multi-asset class funds (the "Funds"). They include Funds managed to specific target dates offered in five-year intervals through the year 2060, as well as a Day One Income Fund. The Day One Income Fund is designed for retirees or individuals who seek current income. The target date Funds are designed for participants planning to retire in or near the target year. In addition to anticipated retirement date, however, relevant factors for target date Fund selection may include age, risk tolerance, other investments owned, and planned withdrawals.	Prudential Day One 2060 Fund Benchmark	5/31/2013	Prudential Retirement Insurance and Annuity Company (PRIAC)	5.33	12	0.35	0.00	0.00	0.00
Stable Value Fund										
VALIC Fixed Annuity Option		BBgBarc US Govt 3-5 Yr TR USD								
TIPS Fund										
Vanguard Inflation-Protected Secs Adm (VAIPX)	The fund seeks to provide inflation protection and income consistent with investment in inflation-indexed securities.	BBgBarc US Treasury US TIPS TR USD	6/29/2000	Gemma Wright-Casparius	7.08	26,935	0.10	0.00	0.00	0.00
Other (High Yield)										
TIAA-CREF High-Yield Inst (TIHYX)	The Fund seeks high current income and, when consistent with its primary objective, capital appreciation.	ICE BofAML BB-B US CP HY Constnd TR USD	3/31/2006	Kevin R. Lorenz;Jean C. Lin	12.50	4,112	0.36	0.00	0.00	0.01
Other (Guaranteed Income)										
Prudential Day One® IncomeFlex Target® Balanced Fund	The Prudential Day One® IncomeFlex Target® Balanced Fund (the "Fund") is a multi-asset class fund which offers a distinct risk/return profile and is designed to be integrated with the Prudential IncomeFlex Target® retirement income solution – a group variable annuity offered as a retirement plan option that features a guaranteed minimum withdrawal benefit for an additional fee. The Fund is intended to provide a disciplined and diversified investment solution for defined contribution plan participants. The Fund's asset allocation is designed to maximize the potential that the participant's account balance, in conjunction with the Prudential IncomeFlex Target® guarantees, will provide a reliable source of lifetime income. The Prudential IncomeFlex Target® guarantees are supported by the general account of Prudential Retirement Insurance and Annuity Company; the Fund itself provides no guarantees. There is no assurance the objectives of the Fund will be met.	Prudential Day One IncomeFlex Target Balanced Benchmark	6/30/2009	Prudential Retirement Insurance and Annuity Company (PRIAC)	9.25	560	1.36	0.00	0.00	0.00
Other (World Stock)										
American Funds New Perspective R6 (RNPGX)	The fund's primary investment objective is to provide you with long-term growth of capital. Future income is a secondary objective.	MSCI ACWI NR USD	3/13/1973	Robert W. Lovelace;Jonathan Knowles;Brady L. Enright;Jody F. Jonsson;Steven T. Watson;Noriko H. Chen;Andraz Razen	17.75	84,328	0.45	0.00	0.00	0.00
Other (World Bond)										
PGIM Global Total Return R6 (PGTQX)	The fund's investment objective is to seek total return, made up of current income and capital appreciation.	BBgBarc Global Aggregate TR USD	7/7/1986	Robert Tipp;Michael J. Collins;Arvind Rajan	16.00	1,889	0.58	0.00	0.00	0.00
Other (Real Estate)										
Real Estate / Cohen & Steers	The investment objective of the fund is total return through investment in real estate securities.	MSCI US Real Estate Index	3/26/2002	Thomas N. Bohjalian;Jason Yablon	9.42	79	0.60	0.00	0.00	0.00

Prudential

Rollover Acceptance

Form Instructions

You should use this form if you want to roll over an eligible amount from your employer's IRC § 401(a) qualified plan, 403(a), 403(b) account, § 457(b) (governmental only) plan, or an IRA established pursuant to IRC § 408 to your current account with Prudential. **Note:** Not all plans accept rollovers from the types listed above. You should contact your current plan administrator to confirm acceptance. **Please print using blue or black ink.** Keep a copy of this for your records and bring the original to your benefits/human resources office. This form must be signed by the current plan administrator or an authorized plan representative.

Form Direction

This completed form should be mailed to the following address or faxed to the number on this form:

Prudential
30 Scranton Office Park
Scranton PA 18505-1779

Questions?
Call 1-877-778-2100
for assistance.

Note: Receipt of the completed form is required within 30 days of the receipt of check. Failure to send us the completed form may cause the check to be returned.

Check Direction

All checks, whether sent by you or your employer's plan, should be payable to 'Prudential for the benefit of (participant's name)' and mailed to the following address:

Prudential
Remittance Processing Center
P.O. Box 1206
Wilkes-Barre PA 18703-1206

About You

Prudential Plan number _____ Sub plan number (if applicable) _____

Security number ___ - ___ - ____ Daytime telephone number ___ - ___ - ____ (area code)

First name _____ MI ___ Last name _____

Address _____

City _____ State ___ ZIP code _____

Date of birth ___ / ___ / ____ (month / day / year) Gender ☐ M ☐ F Original date employed ___ / ___ / ____ (month / day / year)

Distributing Plan or Carrier Information

Distributing plan or carrier name _____

Distributing plan or carrier address _____

City _____ State ___ ZIP code _____

Daytime telephone number ___ - ___ - ____ (area code)

Plan Sponsor (previous employer) name _____

Distributing plan account number _____

Important information continued and signature required on the following pages

SAMPLE

Rollover Information

If your rollover amount includes **after-tax** dollars, your current carrier needs to provide the amount of the **after-tax** contributions along with the check, ot herwise the entire amount will be applied as before-tax. Not all plans accept rollovers of **after-tax** dollars. Any permissible rollover must be made in the form of a direct rollover. If you are currently enrolled in the Plan, your rollover assets will be invested according to your current allocation election. Otherwise, contributions will be placed in the default investment option selected by your Plan. You must contact Prudential if yo would like to transfer existing funds from the default investment option.

Is any portion of this rollover attributable to designated **Roth** contributions (if applicable)? ☐ Yes ☐ No

What type of plan are you rolling **FROM**? ☐ 401(k) ☐ 401(a) ☐ 403(a) ☐ 403(b) ☐ IRA
☐ Governmental 457(b) ☐ Simplified Employee Pension (SEP) Plan

Rollover Amount: ☐ Total Account Value **OR** $ ⌊⌊⌊

Your Plan Authorization

I, the Plan Administrator, conclude this contribution is a valid rollover contribution the source of which is a plan intended to satisfy the requirements of I.R.C. § 401(a), 403(a), 403(b), 457 (governmental only), or an IRA established pursuant to IRC § 408 and, which to the best of my knowledge, does satisfy them.

I have received notification from the administrator of the distributing plan or funding agency stating that:

1) the plan has received a favorable determination letter;
2) the plan or IRA satisfies Code Sections above; OR
3) the plan or IRA is intended to satisfy Code Sections above and that the administrator is not aware of any provision or operation that would result in its disqualification.

X_____ *Date* ____|____|____

Plan Administrator's or Authorized Plan Representative's signature

Prudential fax number: 1-866-439-8602

Security Number_____

Prudential

Salary Reduction Agreement

Instructions Please keep a copy for your records and bring the completed form to your Payroll Office to initiate your contribution update. The employer's copy should be used to adjust payroll records and then should be filed permanently. It is not necessary to return this form to Prudential.

If you are a *new participant* you must also complete the "Enrollment Form" before authorizing payroll reductions. Your plan administrator or payroll department will be able to furnish you with the name of a qualified enrolling representative or call toll free number. Unless a properly completed "Enrollment Form" is received, an account cannot be established for you.
You are:

☐ A new participant ☐ Increasing contributions _____ *previous amount* ☐ Decreasing contributions

About You

Plan number

└┴┴┴┴┴┴┘

Questions?
Call 1-800-458-6333
for assistance.

Security number

└┴┴┘-└┴┘-└┴┴┴┘

Daytime telephone number

└┴┴┘-└┴┴┘-└┴┴┴┘

First name MI Last name

└┴┴┴┴┴┴┴┴┴┴┘ └┘ └┴┴┴┴┴┴┴┴┴┴┴┴┴┴┴┘

Contribution Agreement

For the purpose of obtaining the benefits of Section 403(b) of the Internal Revenue Code, until further notice, I authorize my employer to reduce my salary by:

☐ **Before-Tax Contribution Election**. I wish to contribute $ └┴┘,└┴┴┘.00 OR └┴┴┘% of my salary (please fill in % in whole percentages) per pay period

☐ **After-Tax Contribution Election**. I wish to save $└┴┘,└┴┴┘.00 OR └┴┴┘% of my compensation per pay period as a voluntary nondeductible contribution, recognizing that these contributions are not tax deductible.

☐ **Roth Contribution Election**. I wish to contribute $└┴┘,└┴┴┘.00 OR └┴┴┘% of my compensation per pay period on a Roth (post-tax) basis.

☐ Weekly ☐ Bi-Weekly ☐ Monthly

Beginning with the pay period date └┴┘ └┴┘ └┴┴┴┘
month *day* *year*

The amount of each salary reduction made as described above shall be transmitted to Prudential as a contribution under the above mentioned plan number issued by Prudential, the terms of which confer upon me non-forfeitable rights to the benefits provided by such contributions. This salary reduction agreement is legally binding and irrevocable with respect to amounts paid while it is in effect. The number of times I may change this agreement is subject to any restrictions in my employer's 403(b) plan.

Your Authorization

I hereby authorize my employer to make payroll deductions as I have indicated.

X _____ *Date* ____/____/____
Participant's signature

Prudential

30 Scranton Office Park
Scranton, PA 18507-1789

Instructions For Choosing Your Beneficiary

Please print using blue or black ink. Keep a copy for your records and send the origi nal form to the address above or fax it to 1-866-439-8602.

Plan Provisions

For Married Participants: Before a distribution to a non-spouse beneficiary may be processed, you must waive your right to a spousal survivor annuity and your spouse must consent to the waiver. A valid waiver and spousal consent may be given only after you hav e been furnished with written explanations of your right to receive a Q ualified Joint and Survivor Annuity (QJSA) at retirement, or a Qualified Pre-Retirement Survivor Annuity (QPSA) in the event you die before benefit payments begin.

QPSA Rules:
Explanation of QPSA for married participants: In the case of y our death before retirement, the Plan will use no less than 50% of your vested account balance to purchase a qualified pre-re tirement survivor annuity (QPSA) from an in surance company for your spouse. If y ou desire a different form of payment or wish to des ignate a beneficiary other than y our spouse, you must file a waiver of the QPSA with th e Plan Administrator during the election period. Please contact the Plan Administrator concerning the available alternative forms of payment.

You may waive the QPSA by completing the Au thorization on this form, and having your s pouse consent to the waiver by completing the Spousal Consent section. Generally, you may waive the QPSA only during the "applicabl e election period." This period begins on the first day of the Plan year in which you attain age 35 and ends on the earlier of your death or the date on which your account balance com mences to be paid under the Plan. Your plan may permit you to waive a QPSA prior to age 35; however, if this is the case any such election m ust be reaffirmed with appropriate spousal consent during the Plan Year in which you attain age 35. Please consult your plan administr ator as to the terms of your plan. Your spouse's consent to the waiver of QPSA must be witnessed by either a notary or an authorized plan representative.

If you die before you begin to receive benef its and the above-described waiver of the QPSA and the spousal consent have not been completed, the plan must:

1. Automatically pay a spousal death benefit consisting of at least 50% of your acc ount balance to your surviving spouse (if an y) as beneficiary,
2. Unless your spouse elects otherwise after your death, pay that death benefit in the form of an annuity. This annuity form o f payment would provide your spouse with a series of monthly payments over his or her lif e. The amount of eac h payment would depend on your account balance and your spouse's age at the time of your death.

General Provisions

A. The terms of the plan govern the payment of any benefit.

B. Primary beneficiary(ies). If more than one person is named and no percentages are i ndicated, payment will be made in equal s hares to the Primary beneficiary(ies) who is living at the time t he benefit first becomes payable. If a percentage is indicated and a Primary beneficiary(ies) is not alive at the time the benefit first becomes payable, the percentage of that beneficiary's designated share will be divided equally among the surviving Primary beneficiary(ies).

C. If there is no Primary beneficiary(ies) living at the time of the participant's death, any benefit that becomes payable will be distributed to the surviving Secondary beneficiary(ies) listed, if applicable.

D. Payment to Secondary beneficiary(ies) will be made according to the rules of succession described under Primary beneficiary(ies) in provision B above. If no designated beneficiary(ies) is alive when payment is other wise payable, payment will be made in accordance with the plan.

E. If a Trust is named as beneficiary, any payment to the Trust will be made as if the Trustee is acting in such fiduciary capa city until written notice to the contrary is received.

Examples of Beneficiary Designations

If you feel that none of the examples bel ow fit the type of beneficiary designation you want, please send a detailed description of what you propose to Prudential.

Use the term:

1. **"My Living Children"** if you want all your children (born or adopted of any marriage) living at the time of payment to equally share the benefit. This will also include all such children born or adopted after you completed the form. Do not include the names of you r children if you use this term.
2. **"My Living Trust"** if you want to designate your Living Trust. You must also give the name(s) of the Trustee(s), name(s) of the successor Trustee(s) (Trustee and Successor Trustee cannot be the participant), the date of the Trust Agreement and the address if a bank or trust company is the Trustee.
3. **"My Testamentary Trust"** if you want to designate the Trust in your Last Will and Testament. Do not name your Trustee.
4. **"My Estate"** if you want the benefit to be paid to your estate.
5. **"(Name), Per Stirpes"** if you want the payment(s) to be paid up to and including the second generation of descendants. For example, if a beneficiary in such class is not living when a payment is due, such pay ment will be made in equal shares to any l iving sons and daughters (born or adopted of any marriage), of such beneficiary. If t here are no living sons and daughters of such beneficiary when a payment is due, payment will be made to the estate of the last to die of the participant or such beneficiary . An example of a correct designation would be Jane Doe, Per Stirpes.

3 Prudential

Beneficiary Designation Form

About You *(Please print using blue or black ink.)*

Plan number _____ Sub plan number _____ Marital status ☐ Married ☐ Single, widowed or legally divorc

Secu[illegible] number _____ Daytime telephone number _____ (area code)

First name _____ MI _____ Last name _____

Are you still emp[illegible] the employer sponsoring the plan? ☐ Yes ☐ No

Your Beneficiary Designation *(See "Instructions for Choosing your Beneficiary")*

I designate the following as beneficiary of my account with regard to the percentage(s) I have indicated below. Please list additional beneficiaries, along with percentages they are to receive on a separate page, if needed. Indicate whether the additional beneficiary(ies) is/are primary or secondary beneficiary(ies).

(A) Primary Beneficiary(ies)

FULL LEGAL NAME _____

Address _____

Security number _____ Percentage _____ %

Date of birth _____ Relationship to you _____

FULL LEGAL NAME _____

Address _____

Security number _____ Percentage _____ %

Date of birth _____ Relationship to you _____

Please use whole percentages - must total 100%.

(B) Secondary Beneficiary(ies)

FULL LEGAL NAME _____

Addres s _____

Security number _____ Percentage _____ %

Date of birth _____ Relationship to you _____

FULL LEGAL NAME _____

Addres _____

Securi[illegible]umber _____ Percentage _____ %

Date of birth _____ Relationship to you _____

Please use whole percentages - must total 100%.

Spousal Consent to Waiver of QPSA

I am the spouse of the participant, and I understand that I am entitled to at least 50% of the acc[illegible]nt upon the participant's death. I have read an explanation of my right to receive a Qualified Pre-Retirement Survivor An[illegible] if the participant dies before benefit payments commenc e, and understand the spousal deat h benefit to which I am [illegible]ntitled under the plan. I realize the participant is waiving this spousal death benefit and I voluntarily consent to the [illegible]aiver. By signing this consent, I will **not** receive the benefit that woul d otherwise have been payable to me upon th[illegible]t's death, and voluntarily agree to the participant's designation of the beneficiary(ies) named above.

X _____ *Date* ____

Spouse's signature - **must be witnessed by a notary public OR authorized plan representative.**

Subscribed and sworn before me on the _____ day of _____, the year _____ Notary Stamp or Seal

State of _____, County of _____

My commission expires _____

Signature of ☐ notary or ☐ authorized plan representative

X _____ *Date* ____

Your Authorization *and (if applicable) Waiver of QPSA*

I designate the beneficiary(ies) specified above to receiv e benefits under the plan upon my death. If I am married and my spouse is not the primary beneficiary for at least 50% of my account balance, I acknowledge that I have read an explanation of my spouse's right to receiv e a Qualified Pre-Retirement Survivor Annuity (QPSA) in the event I die pri[illegible] commencing benefits. I waive the requirement that this pre-retirement death benefit be paid in the form of a QPSA.

Signature X _____ *Date* ____

50% J&S

DID YOU REMEMBER TO:

- **Sign the form**
- **Initial any changes**
- **Use whole numbers**
- **Have your spouse's signature notarized**

Prudential

Request For Disbursement

Instructions

Please print using blue or black ink. Please keep a copy for your records and send completed form to the [illegible] address or fax it to **1-866-439-8602**. If faxing, please keep original for your records.

[illegible]ential
PO Bo[illegible]5410
[illegible], PA 18505-5410

Questions?
Call 1-800-458-6333
for assistance.

About You

Plan number

Security number

Daytime telephone number
area code

First name | MI | Last name

Address

City | State | ZIP code

Date of birth
month *day* *year*

Gender ☐ M ☐ F

Date employment ended (if applicable)
month *day* *year*

Marital status: ☐ Married - spousal signature required* ☐ Not married

Are you still employed by the employer sponsoring the plan? ☐ Y[illegible] ☐ No

If Yes, refer to **Important Notice Regarding In-Service Disbursem[illegible]t Restrictions** section on this form.

Disbursement Options *(see additional options on following page)*

☐ **Direct Rollover to Prudential's SmartSolution IRA**
Your SmartSolution IRA must be opened before the distribution can be processed. If you have not already opened an account please call 1-877-778-2100. T he money will be directly deposited into you r account.

☐ **Rollover to a Brokerage IRA with Prudential Investment Management Services, [illegible])**
The check will be mailed to: 280 Trumbull Street, H05R, Hartford, CT 061[illegible]

☐ **Rollover to a Bank IRA with Prudential Bank & Trust, FSB**
The check will be mailed to: 280 Trumbull Street, H05T, Hartford, CT 06101

Please indicate "**Total**" or "**Partial**" below.

_____ **Total**. The total amount will be distributed and your account will be closed if no further contributions will be made. Any future contributions received by Prudential will be returned to you.

_____ **Partial**. $ ___,___,___. Print the exact percentage or dollar amount below for the investment option(s) you select. If the amount available at processing time is less than you indicate, the withdrawal amount will be reduced to the maximum amount available.

	Percent	Or	Dollar Amount	Investment Option
Withdraw	____ %	$	____,____.	from my _____
Withdraw	____ %	$	____,____.	from my _____
Withdraw	____ %	$	____,____.	from my _____

Important information continued on the following pages

SAMPLE

Disbursement Options *(continued)*

☐ **Direct Rollover/Transfer to the institution or IRA of my choice.** Please provide rollover/transfer request form obtained from your alternate carrier. It should include your signature and a current date. If we do not receive this information, your direct rollover/transfer request cannot be processed.

Please indicate "**Total**" or "**Partial**" below.

_____ **Total**. The total amount will be distributed and your account will be closed if no further contributions will be made. Any future contributions received by Prudential will be returned to you.

_____ **Partial**. $ ⌊__⌋,⌊__⌋,⌊__⌋. Print the exact percentage or dollar amount below for the investment option(s) you select. If the amount available at processing time is less than you indicate, the withdrawal amount will be reduced to the maximum amount available.

Percentage of **after-tax** contributions (if any) to be rolled ⌊__⌋%
(If no percentage is indicated, after-tax contributions will be included in the direct rollover. It is your responsibility to confirm that the receiving plan accepts rollovers, including after-tax, if applicable.)

	Percent	Or	Dollar Amount	Investment Option
Withdraw	⌊__⌋%	$	⌊__⌋,⌊__⌋.	from my _____
Withdraw	⌊__⌋%	$	⌊__⌋,⌊__⌋.	from my _____
Withdraw	⌊__⌋%	$	⌊__⌋,⌊__⌋.	from my _____

☐ **Distribute a check made payable to me. We will automatically withhold 20% federal income tax from the taxable portion of your distribution.** Please indicate "**Total**" or "**Partial**" below.

_____ **Total**. The total amount will be distributed and your account will be closed. Any future contributions received by Prudential will be returned to you.

_____ **Partial**. $ ⌊__⌋,⌊__⌋,⌊__⌋. Print the exact percentage or dollar amount below for the investment option(s) you select. If the amount available in your account at processing time is less than requested, the withdrawal will be reduced to the maximum amount available.

	Percent	Or	Dollar Amount	Investment Option
Withdraw	⌊__⌋%	$	⌊__⌋,⌊__⌋.	from my _____
Withdraw	⌊__⌋%	$	⌊__⌋,⌊__⌋.	from my _____
Withdraw	⌊__⌋%	$	⌊__⌋,⌊__⌋.	from my _____

If your account contains **after-tax** or **rollover** contribution types, you may select from which type you would like your distribution processed from, otherwise the amount will be prorated across all available types:
☐ Amount indicated or maximum amount of my After Tax (if available) contributions and earnings.
☐ Amount indicated or maximum amount of my Rollover (if available) contributions and earnings.

☐ **Systematic Options** *(Choose Method A or B)*
I have read and agree to the **Systematic Disbursement General Provisions** (attached). **For distributions over a period of less than 10 years, 20% will automatically be withheld for federal income tax withholding purposes.**

☐ Method A: Please issue $⌊__⌋,⌊__⌋ per payment.

☐ Method B: Please issue ⌊__⌋ number of payments.

I elect to receive payments: ☐ Monthly ☐ Quarterly ☐ Semi-annually ☐ Annually

I wish my payments to begin: ⌊__⌋ (Please select the month). Processing of your payment begins on the 15th day of the month you select and will be issued within 7 business days.

Important information continued on the following pages

Express Mail *(Check box if applicable)*

☐ Send my disbursement check by express mail and deduct $10.50 per check from my account prior to the distribution. **Please Note:** Express mail is *not* available for annuities or systematic disbursements, or delivery to post office boxes.

Election for Withholding of Federal Income Taxes For Systematic Option Only ***(Do not use this section for systematic options of less than 120 months – please see attached Special Tax Notice)***

Please read the attached **Notice of Withholding of Federal and State Income Tax for Periodic Pension Payments** before making your selection. If you elect a systematic of less than 120 months, each payment may be eligible for rollover and subject to mandatory 20% federal income tax withholding. Please read the attached **Special Tax Notice Regarding Plan Payments** for additional information. Do not complete this Tax Election section if your distribution is eligible for rollover.

☐ 1. I elect **not** to have federal income tax withheld.

☐ 2. I elect **to have** federal income tax withheld. Please complete the information on marital status and number of exemptions below. You may also designate an additional dollar amount under Number 3 below.

☐ Single ☐ Married ☐ Married withholding at a higher single rate Number of Exemptions Claimed: ⌊__⌋

☐ 3. I elect to have an **additional flat amount** withheld each month. Indicate the additional amount to be withheld from each payment. **NOTE:** For periodic payments, you cannot enter an additional amount here without entering a marital status and number (including zero) of allowances under Number 2 above.

Additional flat dollar amount to be withheld $⌊__,__,__⌋.

You may claim one allowance for yourself. You may be able to claim your spouse and each dependent. Your most recent tax return may help you in deciding the number of exemptions to claim. You are not required to claim all of the exemptions to which you are entitled. If you expect to itemize deductions, and if they exceed the standard deduction, you may claim additional withholding exemption for certain tax credits to which you may be entitled. You should consult your tax advisor with any questions on exemptions, deductions, or tax credits that may apply.

Election for Withholding of Federal Income Taxes *(For Single Sum Payments)*

We will automatically withhold 20% federal income tax from the taxable portion of your distribution. Only complete this section if you elected a total or partial single sum distribution made payable to you and you wish to have an additional amount withheld from your distribution.

In addition to the 20%, I want ⌊__⌋% or $⌊__,__,__⌋. federal income tax withheld from my distribution.

Important Notice Regarding In-Service Disbursement Restrictions

Disbursement of employee salary reduction contributions (elective deferrals) and any earnings thereon is permitted only upon separation from service, attainment of age 59 1/2, death, disability (as defined in Section 72(m)(7) of the Internal Revenue Code), or hardship (if permitted by your employer's plan).

However, in-service disbursements of employee salary reduction contributions up to your December 31, 1988 account balance are allowed (subject to any restrictions in your Employer's Plan).

Important information continued on the following page

***For Married Participants**

Spousal Waiver
(We are unable to accept a fax copy notarized with a raised Seal)

I am the participant's spouse. I understand that I am entitled to a spousal death benefit under the Plan based on the participant's account balance at the time of his or her death. I understand that if this spousal benefit is in the form of a "qualified joint and survivor annuity" or QJSA, an explanation of the QJSA and other payment options was provided to the participant. I realize that the participant cannot waive this spousal benefit and obtain a distribution in the form requested by the participant or obtain a loan unless I consent. I acknowledge that the transaction requested by the participant may reduce or eliminate any benefit otherwise payable to me. I have reviewed the paperwork associated with the participant's request and confirm that it identifies the payment option requested by the participant and any non-spouse beneficiary. I voluntarily consent to the participant's waiver or loan request and acknowledge that this will authorize the request.

X _____ *Date* ____/____/____

Spouse's signature - **must be witnessed by a notary public OR authorized plan representative.**

(Seal/Stamp)

Subscribed and sworn before me on the _____ day of _____, the year _____

State of _____, County of _____

My commission expires _____

X _____

Notary's signature

OR

X _____ *Date* ____/____/____

Authorized plan representative's signature

Your Authorization

I understand that Prudential will rely on the information I have provided in processing my request. I further understand that I am responsible for its accuracy in the event any dispute arises with respect to the transaction. I have read the attached **Special Tax Notice Regarding Plan Payments.** I understand the tax implications regarding this disbursement, including that if I am entitled to an eligible rollover distribution, I have the right to consider whether or not to elect a direct rollover for at least 30 days after this special tax notice is provided. The taxable portion of any distribution that is eligible for "rollover" is subject to a *mandatory 20% federal income tax withholding,* unless the amount is directly rolled to an Individual Retirement Account (IRA) or to another plan in which I am a participant.

If your plan offers investment options that are subject to the fund's market timing policies, you may be subject to restrictions or incur fees if you engage in excessive trading activity in those investment fund options. You may wish to review the fund prospectus prior to submitting this transaction request. If a fee applies to the transaction, you will be able to view the details after the transaction is processed by logging on to the retirement internet site at www.prudential.com/online/retirement.

X _____ *Date* ____/____/____

Participant's/Account Owner's signature

Your Plan Authorization

This section must be completed by your employer and signed by an authorized plan representative.

Vesting Percentage: ___ % (if applicable)

Date employment ended (if applicable)

___/___ ___/___ ___/___/___/___

month *day* *year*

X _____ *Date* ____/____/____

Authorized plan representative's signature

_____

Print name and title

X _____ *Date* ____/____/____

Authorized plan representative's signature (if two signatures are required)

_____

Print name and title

Systematic Disbursement General Provisions

Retain For Your Records

Eligibility - If you are eligible to receive a distribution of f unds under the Plan or Program, you may elect a systematic disbursement, subject to any restrictions in your Employer 's Plan. If you are under age 59 1/ 2, you must be separated from service in order to elect systematic disbursements.

Distributions to Persons Under Age 59 1/2 - If you are under age 59 1/2, a 10% federal income tax penalty may apply to your systematic distribution. Consult your legal or tax counsel prior to making this request.

Minimum Disbursement - You may elect to receive payments monthly, quarterly, semi-annually or annually. If you have attained age 70 1/2, your payment amount must be at least equal to the minimu m amount required by the IRS. Prudential will assist you in determining this amount at your request.

Distribution Order - Disbursements will be taken first from your Guaranteed Interest Account (if you have one) until exhausted, then from your funds invested in the Variable Accounts. Depending on t he terms of your plan, this disbursement will either be prorated across all available contribution types or taken in a specific sequence.

Annual Administration Charge - Remains the same as that prior to commencement of distributions.

Additional Disbursement - You may request one additional distribution each year up to 10% of y our remaining account balance (if your plan allows partial disbursements), to cover any unforeseen needs. An additional disbursement could result in smaller payments or a shorter payment period of the systematic disbursement.

Changes - You may request a change in the payment basis, dolla r amount or number of paym ents once each year. Please allow 30 days for processing. You may ma ke one change each year, provided that you do not receive less than the minimum required annually by law. If you are under age 59 1/2, please consult you own legal or tax counsel prior to requesting any changes in your payments.

Cancellation - You may request that payments cease as your one change for a year under t he change provision above. Cancellation of your systematic payments will be considered a change for this year. Therefore, if you wish to participate in the systematic payment plan again, it cannot be effective until the next calendar year. You may also cancel this option to purchase an annuity from Prudential.

Conversion to Annuity - If your Employer's Plan so provides, your remaining balance may be converted to a Prudential guaranteed annuity (with 30 days notice) at the annuity purchase rates in effect at the time of the conversion.

Flexibility - You may continue to make exchanges among investment accounts, as permitted by your plan.

Death Benefit - Your beneficiary will be able to receive systematic disbursements, an annuity, a single sum of the remaining account balance or any combination of t he above. These options give your beneficia ry flexibility to accommodate his or her financial needs. The duration of your beneficiary's payout period may be limited by the tax law.

Processing - Your payment will be processed on the 15th day of the month you select and will be issued within 7 business days. If the 15th day falls on a holiday or weekend, processi ng will occur on the next business day. You may elect to have a systematic disbursement processed on a date other than the 15th, but you must submit a written request to do so.

Ed. 4/2006

Notice of Withholding of Federal and State Income Tax for Periodic Pension Payments

Retain For Your Records

Generally, periodic pension distributions anticipated to be paid eit her: (1) over your lifetime or (2) over a period of 10 year s c longer are not eligible for rollover. Inte rnal Revenue Code Section 3405(a) requires f ederal income tax withholding from such periodic payments unless you elect not to have withholding appl y. Withholding will only apply to the portion of your pension payment that is included in your income and subject to federal income tax, and will follow the ru les for the withholding of tax from wages. Therefore, there will be no withholding on the return of your own nondeductible contributions to the plan.

If your payments are anticipated to be paid ov er a period of less than 10 y ears, some or all of your distribution may be eligib le for rollover and subject to mandatory 20% federal withholding. Pl ease read the Special Tax Notice regarding eligible rollover distributions.

In the event that we are unable to determine the portion of your payment that is includible in gross income, tax will be withhe ld on the gross amount of the payment, even though you may be receiving amounts that are not subject to withholding (because they are excludable from gross income). This withholding pr ocedure may result in excess withholding on the payment. You may, however, provide us with the inform ation necessary to calculate the taxable portion of each payment, or you may adjust your allowances claimed on the election notice if you want a lesser amount withheld from each payment.

The amount of federal income tax withhel d will change if the periodic amount of y our pension changes or if the tax rates change.

You may elect not to have withholding apply to y our pension payments by checking Box 1 in the **Election for Withholding of Federal Income Taxes** section of this form (unless you are a U.S. citizen or resident alien and your payment is to be delivered outside of the United States or its possessions).

If you elect to have withholding, please check Box 2 in the **Election for Withholding of Federal Income Taxes** section of this form and supply the additional information indicated below the box. Withholding will be calc ulated on the basis of whether you are married or single and the number of withholding allowances which you claim.

You may also elect to have an additional flat amount withheld from each periodi c payment; please check Box 3 in the **Election for Withholding of Federal Income Taxes** section of this form and enter t he additional amount to withhold below the box.

After completing the form, please sign and date in the **Your Authorization** section and return it as directed in the **Instructions** section of the form. Your election choice will become effe ctive no later than with the pay ment that is due at least one month after our receipt of the election. Your election will re main in effect until you change or revoke it. You may make and revoke elections not to have withholding apply as often as y ou wish. Additional election forms may be obtained by calling your Customer Service Representative.

If you do not return this signed and completed form, or if your el ection is not received prior to the processing of your initia l retirement check, we will be required by law to withhold federal income tax from your pension payments as if you were a married person and entitled to three withholding allowances. As a result, no federal income tax will be withheld if the taxable portion of your periodic payment is below the threshold for the current tax year.

Caution: If you elect not to have withholding apply to your pension payments, or if you do not have enough federal income tax withheld from your pension payments, you may be responsible for payment of estimated tax. You may incur penalties under the estimated tax rules if your withholding and estimated tax payment are not sufficient. This information is not intended as legal or tax advice. You should consult your tax advisor with any questions regarding your federal income tax withholding.

STATE WITHHOLDING

If you live in a state that requires wit hholding of state income taxes, withhol ding will be deducted automatically at the applicable state default rate.

Ed. 6/2003

Supplement to the Special Tax Notice Regarding Plan Payments

ht to Defer Distributions from Defined Contribution Plans

You may be eligible to receive a distribution from your employer's retirement plan now. Instead of taking a distribution now, you may elect to defer receiving a distribution until a later date -- typically as late as age 70-1/2. (If your account balance does not exceed $5,000, you may not have a right to defer payment.) If you defer receiving a distribution, the plan investment options available to you thereafter (including related fees) generally will be the same as those available to active employees. However, certain plan features, such as the right to repay or take a loan from the plan, may not be available if you have terminated employment. Please refer to your summary plan description and fund fact sheets for more information about plan investment options, investment related expenses, any plan restrictions or charges applicable to terminated employees, payment options, and any other special rules that may impact your distribution decision. If you elect to receive a distribution that you roll over to another eligible retirement plan such as an IRA, the investment options offered under your current employer's plan (e.g., mutual funds, employer stock) may not be available to you or, if available, are likely to carry higher expenses if transferred to an IRA. If you elect to receive a distribution but do not roll it over to another eligible retirement plan, such action triggers taxation (possibly including a 10% penalty), results in loss of future tax-deferred earnings (if any), and may diminish the funds available to you for retirement purposes. For additional information about plan investment options (and related fees), plan restrictions or charges applicable to terminated employees who defer receiving a distribution, or if you have other questions regarding your right to defer a distribution, and the consequences of failing to defer, please contact Prudential at the number provided on your benefit statement.

For distributions taken on or after January 1, 2007, the information below replaces or supplements the corresponding sections in the Special Tax Notice Regarding Plan Payments, as applicable.

After-Tax Contributions

Rollover into an Employer Plan. You can rollover after-tax contributions from an employer plan that is qualified under Code tion 401(a) or a section 403(a) annuity plan to another qualified 401(a) plan, 403(a) annuity plan or to a 403(b) tax-sheltered uity using a direct rollover if the receiving plan or annuity provides separate accounting for amounts rolled over, including separate accounting for the after-tax employee contributions (plus earnings). You can also rollover after-tax contributions from a section 403(b) tax-sheltered annuity to another 403(b) tax-sheltered annuity using a direct rollover if the receiving tax-sheltered annuity provides separate accounting for amounts rolled over, including separate accounting for the after-tax contributions and earnings on those contributions. You CANNOT rollover after-tax contributions to a governmental 457 plan. If you want to rollover your after-tax contributions to an employer plan that accepts these rollovers, you cannot have the after-tax contributions paid to you first. You must instruct the Plan Administrator of your Plan to make a direct rollover on your behalf. Also, you cannot first rollover after-tax contributions to an IRA and then roll over that amount into an employer plan.

Additional Exemption From Additional 10% Tax If You Are Under Age 59 ½

If you receive a payment before you reach age 59 ½ and you do not roll it over, then, in addition to the regular income tax, you may have to pay an extra tax equal to 10% of the taxable portion of the payment. The additional tax generally does not apply to payments that are paid to a qualified public safety employee from a governmental defined benefit plan after separation from service during or after the year you reach age 50. Qualified public safety employee means any employee of a State or political subdivision of a State who provides police protection, firefighting services, or emergency medical services for any area within the jurisdiction of such State or political subdivision.

Rollovers to Roth IRA

Beginning with distributions made after December 31, 2007, an eligible rollover distribution may also be rolled over to a Roth IRA, either directly or indirectly. To be eligible to rollover to a Roth IRA during 2008 or 2009, your modified adjusted gross income (MAGI) may not exceed $100,000, and if you are married, you must file a joint return.

xable amounts that are rolled over to a Roth IRA are includable in gross income and subject to withholding. If you wish to ve withholding apply to the distribution, you must tell us the amount to withhold. If no election is made, no withholding will apply.

If you are a spouse of the participant, you may also elect to rollover to a Roth IRA.

Roth Contributions to 401(k) and 403(b) Accounts

If you made Roth contributions to the Plan, these contributions may be rolled into either a Roth IRA or another employer plan that accepts Roth contributions. The following rules apply:

a. Rollover into a Roth IRA. You can rollover your Roth contributions to a Roth IRA either directly or indirectly. If your distribution is "qualified" (see definition below), the amount rolled over, including both contributions and earnings, will be treated as nontaxable basis in the Roth IRA. If your distribution is not "qualified", only the amount of the distribution treated as contributions made to the Roth 401(k) or 403(b) account will be treated as nontaxable in the Roth IRA. Once rolled into a Roth IRA, you cannot subsequently rollover the Roth contributions to an employer plan, even if the plan accepts Roth contributions. The period the Roth contributions were in the employer plan does not count toward the 5-year period for determining "qualified distributions" from the Roth IRA.

b. Rollover into an Employer Plan. You can directly rollover your Roth contributions to another employer plan that accepts Roth contributions. If your distribution is "qualified" (see definition below), the amount directly rolled over, including both contributions and earnings, will be treated as nontaxable basis in the employer plan. If your distribution is not "qualified", the amount of the distribution treated as contributions made to the Roth 401(k) or 403(b) account will be treated as nontaxable basis in the employer plan. In a direct rollover, the period the Roth contributions were in the distributing employer plan does count toward the 5-year period for determining "qualified distributions" from the receiving employer plan.

   If you receive a distribution of Roth contributions and earnings and within 60 days do an indirect rollover to an employer plan, only the taxable portion of the distribution may be rolled into the employer plan. In an indirect rollover, the period the Roth contributions were in the distributing employer plan does not count toward the 5-year period for determining "qualified distributions" from the receiving employer plan.

"Qualified Distributions" are distributions of the Roth contributions and earnings that have been made at least 5 years from the beginning of the year in which the first Roth contributions were made to the employer plan and are:

a. made after the attainment of age 59 ½;
b. made to your beneficiary after your death; or
c. made on account of disability.

If the distribution is not a "qualified distribution", and is not rolled over, you will be taxed on the earnings only. The following distributions are not qualified, are not eligible for rollover and the earnings will be taxable income:

a. corrective distributions (defined in Section I of the Special Tax Notice Regarding Plan Payments)
b. loans treated as distributions (defined in Section I of the Special Tax Notice Regarding Plan Payments)

If you receive a partial distribution that is not a "qualified distribution", the portion of the distribution that is attributable to your Roth contributions will be tax free. The non-taxable portion is determined by multiplying the amount of your distribution by the ratio of your total Roth contributions divided by the Roth account balance.

Example: If a partial distribution of $3,000 is made that is not "qualified" when the account consists of $10,000 in contributions and $2,000 in earnings, the distributions consists of $2,490 tax-free contributions and $510 taxable earnings.

Applies to Sections 401 and 403 Only

SPECIAL TAX NOTICE REGARDING PLAN PAYMENTS

Retain For Your Records

This notice explains how you can continue to defer federal income tax on your retirement savings in your employer's retirement plan (the "Plan"). It contains important information you will need before you decide how to receive your Plan benefits.

This notice is provided to you by Prudential Financial, Inc., on behalf of the plan administrator of the Plan or as payor of a §403(b) annuity, (your "Plan Administrator") because all or part of the payments that you may receive from the Plan, following your request or in connection with the involuntary distribution of a small account balance, may be eligible for rollover by you or your Plan Administrator to a traditional IRA or an eligible employer plan. A rollover is a payment by you or the Plan Administrator of all or part of your benefit to another plan or IRA that allows you to continue to postpone taxation of that benefit until it is paid to you. Your payment cannot be rolled over to a Roth IRA, a SIMPLE IRA, or a Coverdell Education Savings Account (formerly known as an education IRA). An "eligible employer plan" includes a plan qualified under section 401(a) of the Internal Revenue Code, including a 401(k) plan, profit-sharing plan, defined benefit plan, stock bonus plan, and money purchase plan; a section 403(a) annuity plan; a section 403(b) tax-sheltered annuity; and an eligible section 457(b) plan maintained by a governmental employer (governmental 457 plan).

An eligible employer plan is not legally required to accept a rollover. Before you decide to roll over your payment to another employer plan, you should find out whether the plan accepts rollovers and, if so, the types of distributions it accepts as a rollover. You should also find out about any documents that are required to be completed before the receiving plan will accept a rollover. Even if a plan accepts rollovers, it might not accept rollovers of certain types of distributions, such as after-tax amounts. If this is the case, and your distribution includes after-tax amounts, you may wish instead to roll your distribution over to a traditional IRA or split your rollover amount between the employer plan in which you will participate and a traditional IRA. If an employer plan accepts your rollover, the plan may restrict subsequent distributions of the rollover amount or may require your spouse's consent for any subsequent distribution. A subsequent distribution from the plan that accepts your rollover may also be subject to different tax treatment than distributions from this Plan. Check with the administrator of the plan that is to receive your rollover prior to making the rollover.

If you have additional questions after reading this notice, you can contact the Plan Administrator.

SUMMARY

There are two ways you may be able to receive a Plan payment that is eligible for rollover:

(1) Certain payments can be made directly to a traditional IRA that you establish or to an eligible employer plan that will accept it and hold it for your benefit ("DIRECT ROLLOVER"); or

(2) The payment can be PAID TO YOU.

If you choose a DIRECT ROLLOVER:

- Your payment will not be taxed in the current year and no income tax will be withheld.
- You choose whether your payment will be made directly to your traditional IRA or to an eligible employer plan that accepts your rollover. Your payment cannot be rolled over to a Roth IRA, a SIMPLE IRA, or a Coverdell Education Savings Account because these are not traditional IRAs.
- The taxable portion of your payment will be taxed later when you take it out of the traditional IRA or the eligible employer plan. Depending on the type of plan, the later distribution may be subject to different tax treatment than it would be if you received a taxable distribution from this Plan.

choose to have a Plan payment that is eligible for rollover PAID TO YOU:

- You will receive only 80% of the taxable amount of the payment, because the Plan Administrator is required to withhold 20% of that amount and send it to the Internal Revenue Service (the "IRS") as income tax withholding to be credited against your taxes.
- The taxable amount of your payment will be taxed in the current year unless you roll it over. Under limited circumstances, you may be able to use special tax rules that could reduce the tax you owe. However, if you receive the payment before age 59 1/2, you may have to pay an additional 10% tax.
- You can roll over all or part of the payment by paying it to your traditional IRA or to an eligible employer plan that accepts your rollover within 60 days after you receive the payment. The amount rolled over will not be taxed until you take it out of the traditional IRA or the eligible employer plan.
- If you want to roll over 100% of the payment to a traditional IRA or an eligible employer plan, you must find other money to replace the 20% of the taxable portion that was withheld. If you roll over only the 80% that you received, you will be taxed on the 20% that was withheld and that is not rolled over.

Your Right to Waive the 30-Day Notice Period.
Generally, neither a direct rollover nor a payment can be made from the plan until at least 30 days after your receipt of this notice. Thus, after receiving this notice, you have at least 30 days to consider whether or not to have your withdrawal directly rolled over. If you do not wish to wait until this 30-day notice period ends before your election is processed, you may waive the notice period by making an affirmative election indicating whether or not you wish to make a direct rollover. Your withdrawal will then be processed in accordance with your election as soon as practical after it is received by the Plan Administrator.

MORE INFORMATION

I. PAYMENTS THAT CAN AND CANNOT BE ROLLED OVER

II. DIRECT ROLLOVER

III. PAYMENT PAID TO YOU

IV. SURVIVING SPOUSES, ALTERNATE PAYEES, AND OTHER BENEFICIARIES

I. PAYMENTS THAT CAN AND CANNOT BE ROLLED OVER

Payments from the Plan may be "eligible rollover distributions." This means that they can be rolled over to a traditional IRA or to an eligible employer plan that accepts rollovers. Payments from a plan cannot be rolled over to a Roth IRA, a SIMPLE IRA, or a Coverdell Education Savings Account. Your Plan administrator should be able to tell you what portion of your payment is an eligible rollover distribution.

After-tax Contributions. If you made after-tax contributions to the Plan, these contributions may be rolled into either a traditional IRA or to certain employer plans that accept rollovers of the after-tax contributions. The following rules apply:

a. **Rollover Into a Traditional IRA.** You can roll over your after-tax contributions to a traditional IRA either directly or indirectly. Your plan administrator should be able to tell you how much of your payment is the taxable portion and how much is the after-tax portion.

   If you roll over after-tax contributions to a traditional IRA, it is your responsibility to keep track of, and report to the IRS on the applicable forms, the amount of these after-tax contributions. This will enable the nontaxable amount of any future distributions from the traditional IRA to be determined.

   Once you roll over your after-tax contributions to a traditional IRA, those amounts CANNOT later be rolled over to an employer plan.

b. **Rollover into an Employer Plan.** You can roll over after-tax contributions from an employer plan that is qualified under Code section 401(a) or a section 403(a) annuity plan to another such plan using a direct rollover if the other plan provides separate accounting for amounts rolled over, including separate accounting for the after-tax employee contributions and earnings on those contributions. You can also roll over after-tax contributions from a section 403(b) tax-sheltered annuity to another section 403(b) tax-sheltered annuity using a direct rollover if the other tax-sheltered annuity provides separate accounting for amounts rolled over, including separate accounting for the after-tax employee contributions and earnings on those contributions. You CANNOT roll over after-tax contributions to a governmental 457 plan. If you want to roll over your after-tax contributions to an employer plan that accepts these rollovers, you cannot have the after-tax contributions paid to you first. You must instruct the Plan Administrator of this Plan to make a direct rollover on your behalf. Also, you cannot first roll over after-tax contributions to a traditional IRA and then roll over that amount into an employer plan.

The following types of payments cannot be rolled over:

Payments Spread over Long Periods. You cannot roll over a payment if it is part of a series of equal (or almost equal) payments that are made at least once a year and that will last for:

- your lifetime (or a period measured by your life expectancy), or
- your lifetime and your beneficiary's lifetime (or a period measured by your joint life expectancies), or
- a period of 10 years or more.

Required Minimum Payments. Beginning when you reach age 70 1/2 or retire, whichever is later, a certain portion of your payment cannot be rolled over because it is a "required minimum payment" that must be paid to you. Special rules apply if you own more than 5% of your employer.

Hardship Distributions. A hardship distribution cannot be rolled over.

ESOP Dividends. Cash dividends paid to you on employer stock held in an employee stock ownership plan cannot be rolled over.

Corrective Distributions. A distribution that is made to correct a failed nondiscrimination test or because legal limits on certain contributions were exceeded cannot be rolled over.

Loans Treated as Distributions. The amount of a plan loan that becomes a taxable deemed distribution because of a default cannot be rolled over. However, a loan offset amount is eligible for rollover, as discussed in Part III below. Ask the Plan Administrator of this Plan if distribution of your loan qualifies for rollover treatment.

The Plan Administrator of this Plan should be able to tell you if your payment includes amounts which cannot be rolled over.

II. DIRECT ROLLOVER

A DIRECT ROLLOVER is a direct payment of the amount of your Plan benefits to a traditional IRA or an eligible employer plan that will accept it. You can choose a DIRECT ROLLOVER of all or any portion of a payment that is an eligible rollover distribution, as described in Part I above. You are not taxed on any taxable portion of your payment for which you choose a DIRECT ROLLOVER until you later take it out of the traditional IRA or eligible employer plan. In addition, no income tax withholding is required for any taxable portion of your Plan benefits for which you choose a DIRECT ROLLOVER. This Plan might not let you choose a DIRECT ROLLOVER if your distributions for the year are less than $200.

DIRECT ROLLOVER to a Traditional IRA. You can open a traditional IRA to receive the direct rollover. If you choose to have your payment made directly to a traditional IRA, contact an IRA sponsor (usually a financial institution) to find out how to have your payment made in a direct rollover to a traditional IRA at that institution. If you are unsure of how to invest your money, you can temporarily establish a traditional IRA to receive the payment. However, in choosing a traditional IRA, you may wish to make sure that the traditional IRA you choose will allow you to move all or a part of your payment to another traditional IRA at a later date, without penalties or other limitations. See IRS Publication 590, Individual Retirement Arrangements, for more information on traditional IRAs (including limits on how often you can roll over between IRAs).

DIRECT ROLLOVER to a Plan. If you are employed by a new employer that has an eligible employer plan, and you want a direct rollover to that plan, ask the plan administrator of that plan whether it will accept your rollover. An eligible employer plan is not legally required to accept a rollover. Even if your new employer's plan does not accept a rollover, you can choose a DIRECT ROLLOVER to a traditional IRA. If the employer plan accepts your rollover, the plan may provide restrictions on the circumstances under which you may later receive a distribution of the rollover amount or may require spousal consent to any subsequent distribution. Check with the plan administrator of that plan before making your decision.

DIRECT ROLLOVER of a Series of Payments. If you receive a payment that can be rolled over to a traditional IRA or an eligible employer plan that will accept it, and it is paid in a series of payments for less than 10 years, your choice to make or not make a DIRECT ROLLOVER for a payment will apply to all later payments in the series until you change your election. You are free to change your election for any later payment in the series.

Change in Tax Treatment Resulting from a DIRECT ROLLOVER. The tax treatment of any payment from the eligible employer plan or traditional IRA receiving your DIRECT ROLLOVER might be different than if you received your benefit in a taxable distribution directly from the Plan. For example, if you were born before January 1, 1936, you might be entitled to ten-year averaging or capital gain treatment, as explained below. However, if you have your benefit rolled over to a section 403(b) tax-sheltered annuity, a governmental 457 plan, or a traditional IRA in a DIRECT ROLLOVER, your benefit will no longer be eligible for that special treatment. See the sections below entitled "Additional 10% Tax if You Are under Age 59 1/2" and "Special Tax Treatment if You Were Born before January 1, 1936."

III. PAYMENT PAID TO YOU

If your payment can be rolled over (see Part I above) and the payment is made to you in cash, it is subject to 20% federal income tax withholding on the taxable portion (state tax withholding may also apply). The payment is taxed in the year you receive it unless, within 60 days, you roll it over to a traditional IRA or an eligible employer plan that accepts rollovers. If you do not roll it over, special tax rules may apply.

Income Tax Withholding:

Mandatory Withholding. If any portion of your payment can be rolled over under Part I above and you do not elect to make a DIRECT ROLLOVER, the Plan is required by law to withhold 20% of the taxable amount. This amount is sent to the IRS as federal income tax withholding. For example, if you can roll over a taxable payment of $10,000, only $8,000 will be paid to you because the Plan must withhold $2,000 as income tax. However, when you prepare your income tax return for the year, unless you make a rollover within 60 days (see "Sixty-Day Rollover Option" below), you must report the full $10,000 as a taxable payment from the Plan. You must report the $2,000 as tax withheld, and it will be credited against any income tax you owe for the year. There will be no income tax withholding if your payments for the year are less than $200.

Voluntary Withholding. If any portion of your payment is taxable but cannot be rolled over under Part I above, the mandatory withholding rules described above do not apply. In this case, you may elect not to have withholding apply to that portion. If you do nothing, an amount will be taken out of this portion of your payment for federal income tax withholding. To elect out of withholding, ask the Plan Administrator for the election form and related information.

Sixty-Day Rollover Option. If you receive a payment that can be rolled over under Part I above, you can still decide to roll over all or part of it to a traditional IRA or to an eligible employer plan that accepts rollovers. If you decide to roll over, you must contribute the amount of the payment you received to a traditional IRA or eligible employer plan within 60 days after you receive the payment. The portion of your payment that is rolled over will not be taxed until you take it out of the traditional IRA or the eligible employer plan.

You can roll over up to 100% of your payment that can be rolled over under Part I above, including an amount equal to the 20% of the taxable portion that was withheld. If you choose to roll over 100%, you must other money within the 60-day period to contribute to the traditional IRA or the eligible employer plan, to replace the 20% that was withheld. On the other hand, if you roll over only the 80% of the taxable portion u received, you will be taxed on the 20% that was withheld.

> **Example:** The taxable portion of your payment that can be rolled over under Part I above is $10,000, and you choose to have it paid to you. You will receive $8,000, and $2,000 will be sent to the IRS as income tax withholding. Within 60 days after receiving the $8,000, you may roll over the entire $10,000 to a traditional IRA or an eligible employer plan. To do this, you roll over the $8,000 you received from the Plan, and you will have to find $2,000 from other sources (your savings, a loan, etc.). In this case, the entire $10,000 is not taxed until you take it out of the traditional IRA or an eligible employer plan. If you roll over the entire $10,000, when you file your income tax return you may get a refund of part or all of the $2,000 withheld.
>
> If, on the other hand, you roll over only $8,000, the $2,000 you did not roll over is taxed in the year it was withheld. When you file your income tax return, you may get a refund of part of the $2,000 withheld. (However, any refund is likely to be larger if you roll over the entire $10,000.)

Additional 10% Tax If You Are under Age 59 1/2. If you receive a payment before you reach age 59 1/2 and you do not roll it over, then, in addition to the regular income tax, you may have to pay an extra tax equal to 10% of the taxable portion of the payment. The additional 10% tax generally does not apply to (1) payments that are paid after you separate from service with your employer during or after the year you reach age 55, (2) payments that are paid because you retire due to disability, (3) payments that are paid as equal (or almost equal) payments over your life or life expectancy (or your and your beneficiary's lives or life expectancies), (4) dividends paid with respect to stock by an employee stock ownership plan (ESOP) as described in Code section 404(k), (5) payments that are paid directly to the government to satisfy a federal tax levy, (6) payments that are paid to an alternate payee under a qualified domestic relations order, or (7) payments that do not exceed the amount of your deductible medical expenses. See IRS Form 5329 for more information on the additional 10% tax.

The additional 10% tax will not apply to distributions from a governmental 457 plan, except to the extent the distribution is attributable to an amount you rolled over to that plan (adjusted for investment returns) from another type of eligible employer plan or IRA. Any amount rolled over from a governmental 457 plan to another type of eligible employer plan or to a traditional IRA will become subject to the additional 10% tax if it is distributed to you before you reach age 59 1/2, unless one of the exceptions applies.

Special Tax Treatment If You Were Born before January 1, 1936. If you receive a payment from a plan qualified under section 401(a) or a section 403(a) annuity plan that can be rolled over under Part I and you do not roll it over to a traditional IRA or an eligible employer plan, the payment will be taxed in the year you receive it. However, if the payment qualifies as a "lump sum distribution," it may be eligible for special tax treatment. (See also "Employer Stock or Securities", below.) A lump sum distribution is a payment, within one year, of your entire balance under the Plan (and certain other similar plans of the employer) that is payable to you after you have reached age 59 1/2 or because you have separated from service with your employer (or, in the case of a self-employed individual, after you have reached age 59 1/2 or have become disabled). For a payment to be treated as a lump sum distribution, you must have been a participant in the plan for at least five years before the year in which you received the distribution. The special tax treatment for lump sum distributions that may be available to you is described below.

Ten-Year Averaging. If you receive a lump sum distribution and you were born before January 1, 1936, you can make a one-time election to figure the tax on the payment by using "10-year averaging" (using 1986 tax rates). Ten-year averaging often reduces the tax you owe.

Capital Gain Treatment. If you receive a lump sum distribution and you were born before January 1, 1936, and you were a participant in the Plan before 1974, you may elect to have the part of your payment that is attributable to your pre- 1974 participation in the Plan taxed as long-term capital gain at a rate of 20%.

There are other limits on the special tax treatment for lump sum distributions. For example, you can generally elect this special tax treatment only once in your lifetime, and the election applies to all lump sum distributions that you receive in that same year. You may not elect this special tax treatment if you rolled amounts into this Plan from a 403(b) tax-sheltered annuity contract, a governmental 457 plan, or from an IRA not originally attributable to a qualified employer plan. If you have previously rolled over a distribution from this Plan (or certain other similar plans of the employer), you cannot use this special averaging treatment for later payments from the Plan. If you roll over your payment to a traditional IRA, governmental 457 plan, or 403(b) tax-sheltered annuity, you will not be able to use special tax treatment for later payments from that IRA, plan, or annuity. Also, if you roll over only a portion of your payment to a traditional IRA, governmental 457 plan, or 403(b) tax-sheltered annuity, this special tax treatment is not available for the rest of the payment. See IRS Form 4972 for additional information on lump sum distributions and how you elect the special tax treatment.

Employer Stock or Securities. There is a special rule for a payment from the Plan that includes employer stock (or other employer securities). To use this special rule, 1) the payment must qualify as a lump sum distribution, as described above, except that you do not need five years of plan participation, or 2) the employer stock included in the payment must be attributable to "after- tax" employee contributions, if any. this special rule, you may have the option of not paying tax on the "net unrealized appreciation" of the stock until you sell the stock. Net unrealized appreciation generally is the increase in the value of the yer stock while it was held by the Plan. For example, if employer stock was contributed to your Plan account when the stock was worth $1,000 but the stock was worth $1,200 when you received it, you would ave to pay tax on the $200 increase in value until you later sold the stock.

You may instead elect not to have the special rule apply to the net unrealized appreciation. In this case, your net unrealized appreciation will be taxed in the year you receive the stock, unless you roll over the stock. The stock can be rolled over to a traditional IRA or another eligible employer plan, either in a direct rollover or a rollover that you make yourself. Generally, you will no longer be able to use the special rule for net unrealized appreciation if you roll the stock over to a traditional IRA or another eligible employer plan.

If you receive only employer stock in a payment that can be rolled over, no amount will be withheld from the payment. If you receive cash or property other than employer stock, as well as employer stock, in a payment that can be rolled over, the 20% withholding amount will be based on the entire taxable amount paid to you (including the value of the employer stock determined by excluding the net unrealized appreciation). However, the amount withheld will be limited to the cash or property (excluding employer stock) paid to you.

If you receive employer stock in a payment that qualifies as a lump sum distribution, the special tax treatment for lump sum distributions described above (such as 10-year averaging) also may apply. See IRS Form 4972 for additional information on these rules.

Repayment of Plan Loans. If your employment ends and you have an outstanding loan from your Plan, your employer may reduce (or "offset") your balance in the Plan by the amount of the loan you have not repaid. The amount of your loan offset is treated as a distribution to you at the time of the offset and will be taxed unless you roll over an amount equal to the amount of your loan offset to another qualified employer plan or a traditional IRA within 60 days of the date of the offset. If the amount of your loan offset is the only amount you receive or are treated as having received, no amount will be withheld from it. If you receive other payments of cash or property from the Plan, the 20% withholding amount will be based on the entire amount paid to you, including the amount of the loan offset. The amount withheld will be limited to the amount of other cash or property paid to you (other than any employer securities). The amount of a defaulted plan loan that is a taxable deemed distribution cannot be rolled over.

IV. SURVIVING SPOUSES, ALTERNATE PAYEES, AND OTHER BENEFICIARIES

In general, the rules summarized above that apply to payments to employees also apply to payments to surviving spouses of employees and to spouses or former spouses who are "alternate payees." You are an alternate payee if your interest in the Plan results from a "qualified domestic relations order," which is an order issued by a court, usually in connection with a divorce or legal separation.

If you are a surviving spouse or an alternate payee, you may choose to have a payment that can be rolled over, as described in Part I above, paid in a DIRECT ROLLOVER to a traditional IRA or to an eligible employer plan or paid to you. If you have the payment paid to you, you can keep it or roll it over yourself to a traditional IRA or to an eligible employer plan. Thus, you have the same choices as the employee.

If you are a beneficiary other than a surviving spouse or an alternate payee, you cannot choose a direct rollover, and you cannot roll over the payment yourself.

If you are a surviving spouse, an alternate payee, or another beneficiary, your payment is generally not subject to the additional 10% tax described in Part III above, even if you are younger than age 59 1/2.

If you are a surviving spouse, an alternate payee, or another beneficiary, you may be able to use the special tax treatment for lump sum distributions and the special rule for payments that include employer stock, as described in Part III above. If you receive a payment because of the employee's death, you may be able to treat the payment as a lump sum distribution if the employee met the appropriate age requirements, whether or not the employee had 5 years of participation in the Plan.

HOW TO OBTAIN ADDITIONAL INFORMATION

This notice summarizes only the federal (not state or local) tax rules that might apply to your payment. The rules described above are complex and contain many conditions and exceptions that are not included in this notice. Therefore, you may want to consult with the Plan Administrator or a professional tax advisor before you take a payment of your benefits from your Plan. Also, you can find more specific information on the tax treatment of payments from qualified employer plans in IRS Publication 575, Pension and Annuity Income, and IRS Publication 590, Individual Retirement Arrangements. These publications are available from your local IRS office, on the IRS's Internet Web Site at *www.irs.gov*, or by calling 1-800-TAX-FORMS.

Important Notice to Participants

Prudential Retirement would like to take this opportunity to advise you of General Consent, Qualified Pre-retirement Survivor Annuity (QPSA), and Qualified Joint and Survivor Annuity (QJSA) rules.

General Consent Rules

Generally, you must consent to distributions from your Plan unless the Plan permits involuntary distributions when your account balance is less than $5,000. General information on optional forms of benefit under your Plan is available on this statement or by calling the account information number on this statement. If your Plan does not allow for annuities, the information on QJSA and QPSA does not apply to you.

QPSA Rules

Explanation of QPSA for married participants: In the case of your death before retirement, the Plan will use no less than 50% of your vested account balance to purchase a qualified pre-retirement survivor annuity (QPSA) from an insurance company for your spouse. If you desire a different form of payment or wish to designate a beneficiary other than your spouse, you must file a waiver of the QPSA with the Plan Administrator during the election period. This waiver must be approved by your spouse in writing and be witnessed by a Notary Public or by an authorized Plan representative. Please contact the Plan Administrator concerning the available alternative forms of payment.

Election Period: The election period begins on the first day of the Plan Year during which you attain age 35, and ends on the earlier of your death or the date on which your account balance commences to be paid under the Plan. Your Plan may provide that an election is permitted prior to age 35; however, if this is the case, any such election must be reaffirmed with appropriate spousal consent during the Plan Year in which you attain age 35. You may, at any time during the election period, revoke a previous election or make a new election. If you make a new election, your spouse must consent to it as provided above.

QJSA Rules

If QJSA is the primary form of benefit under your Plan at retirement, you should read the information on this statement or call the account information number on this statement to obtain general information on QJSA and other optional forms of benefit available to you. You may elect a benefit other than QJSA if spousal consent requirements are satisfied.

Explanation of Qualified Joint & Survivor Annuity

How will my benefits be paid to me when I retire?

They will be paid in the form of a Qualified Joint and Survivor Annuity (QJSA):

- If you are **married** at the time of your retirement, you will receive an annuity for your lifetime. After your death, your surviving spouse will receive an annuity for his or her lifetime in the amount of at least 50% of the annuity payments you received during your lifetime. You may be allowed to elect higher amounts for your surviving spouse, such as 75% or up to 100% of your monthly benefit.
- The annuity will be provided to you by purchasing an annuity contract from an insurance company with all or part of your account balance under the plan.
- If you are **unmarried** at the time of your retirement, you will receive an annuity for your lifetime.

May I select a different form of benefit payment other than the QJSA?

Yes, provided you request a different form of benefit payment in a manner specified for your Plan. If you are married, and you complete and return the Qualified Joint and Survivor Annuity Waiver Form or Spousal Waiver Form with your spouse's written consent (if applicable) within the 90-day period prior to the date benefit payments will begin.

What are the optional forms of benefit payment under the Plan?

If you are married at the time of your retirement, the QJSA provides for annuity payments for your lifetime and after your death for th ime of your spouse, in the amount of at least 50% of the payment amount you received during your e. You can choose a form of benefit payment other than the QJSA provided it is Summary Plan Description or the Plan document for the available options under your Plan, or call the account information number on this statement.

May I select a different beneficiary?

Yes, provided you request, complete and return a Qualified Joint and Survivor Annuity Waiver Form or Spousal Waiver Form with your spouse's written consent (if applicable) prior to the date you elect your benefit.

If I select a benefit payment option other than the QJSA or choose a different beneficiary, may I change the form of benefit payment or beneficiary again?

Yes. You can cancel any prior change and restore the QJSA at any time during the period prior to the date your benefit payments will begin. Additionally, you can select another form of benefit payment or choose another beneficiary if you:

- Make the change before your benefit payments begin.
- Obtain your spouse's consent (if applicable) unless, at the time of your initial change in form of benefit payment or beneficiary, your spouse, if permitted by the Plan, gave general consent permitting you to make later changes to the form of benefit payment or beneficiary without having to obtain further consent.

What happens if I want to take a loan from the Plan?

Because your benefit must be paid in the form of a QJSA, if you take a loan from the Plan it will also be subject to QJSA. This means that if you elect to take a loan from your Plan, and you are married, you must complete and return the Spousal Waiver Form with your spouse's written consent (if applicable). The rules that apply when the benefit is payable when you retire will also apply to the benefit payable as a loan.

What happens if my benefit exceeds $5,000 on the date my benefit becomes payable (or at the time of any prior payment)?

If your benefit exceeds $5,000 ($3,500 for plans not adopting the increase allowed in 1996 or exceeded $3,500 at any time of any prior payment), it cannot be paid to you until you reach normal retirement age under the Plan, or, if later, age 62, unless you consent in writing.

Otherwise, consistent with the law and your Plan document, your benefit may be paid to you immediately regardless of any election you may have made to receive it later or in a different form.

How much time do I have to select either a different form of benefit payment other than QJSA, or, if permitted by the Plan, to elect to have my benefit paid to me before the later of normal retirement age or age 62?

You have at least 30 days after receiving this QJSA explanation to make your decision.

Do I have to wait 30 days to select a different form of benefit payment other than QJSA, or, if permitted by the Plan, to elect to have my benefit paid to me before the later of normal retirement age or age 62?

No. You may request a disbursement prior to the expiration of the 30-day period, however:

- Payment of your benefit cannot begin until at least the 8th day after you receive the QJSA Explanation.

You can cancel your distribution election at any time within 30 days of receipt of the QJSA Explanation. If you cancel your election, Prudential will return the annuity purchase price to your Plan.

What happens to my spouse's QJSA benefit if he or she consents to my selection of a different form of benefit payment option other than QJSA or if I select a different beneficiary?

If your spouse consents to your selection of a different form of benefit payment, to the extent your spouse is still your beneficiary, he or she will receive a benefit based on the alternative form of benefit payment you choose. For instance, if you elect a single life annuity or a lump sum payment of your full account balance, your spouse will receive no further payment from the Plan.

If you select a different beneficiary, your spouse will receive no benefit under the Plan.

May I receive additional information regarding the QJSA or the specific benefit payable to me or my spouse?

Yes. You can obtain additional information such as other optional forms of distribution that may be available under your Plan by reading the information on the statement. Also, information on benefits specifically payable to you will be provided upon request by calling the account information number on the statement.

You may also write to Prudential at: Prudential Retirement, 30 Scranton Office Park, Scranton, PA 18507-1789. If your request is made in writing, you will receive additional QJSA information within 30 days from the date of your request.

Qualified Joint and Survivor Annuity (QJSA) and Optional Forms of Benefit

The following is a list of common optional forms of benefit and the relative financial effect of electing each as *compared to the QJSA*. The basic meaning of some of the terms used to describe the options is as follows:

"Life Annuity" or "Life" is an annuity payable for the participant's lifetime.

"X% Joint & Survivor" is an annuity payable for the participant's lifetime plus X% of the participant's benefit paid to the beneficiary for the beneficiary's lifetime.

"X Year Certain" is an annuity for the lifetime or lifetimes mentioned, but with the assurance that the payments will be made to either the participant or a beneficiary for X number of years even if the person receiving the annuity dies prematurely.

"Installment Refund" is an immediate annuity in which monthly payments will continue to a beneficiary in the event the annuitant
dies before Prudential has made total monthly payments at least equal to the maximum death benefit amount. Upon the death of the annuitant, the difference between the maximum death benefit amount and the total of monthly payments made previously will be paid to the beneficiary in monthly installments in the same amount that was being paid to the annuitant before the annuitant's death, except that the last payment to the beneficiary will be a lesser amount.

The information provided below is an estimate of the amount payable under an annuity purchased from Prudential Insurance Company of America. A more precise calculation of your monthly benefit upon purchase of an annuity is available upon request. The estimates provided below are based on a benefit with a present value of $10,000 using an interest rate of 5.58% for annuities with a life contingency. Both the participant and the spouse are assumed to be the same age for the examples provided. Differences in your age, the age of your spouse, interest rates, and other assumptions used in this chart can have a significant effect on the amount paid under the option chosen. The interest rate and other contract assumptions in effect when you purchase the annuity will determine the amount of a monthly benefit.

Optional Form of Benefit	Age 65	Age 60	Age 55
Life Annuity	63.86	57.25	52.45
Life and 5 Year Certain Annuity	63.16	56.94	52.32
Life and 10 Year Certain Annuity	61.31	56.02	51.90
Life and 15 Year Certain Annuity	58.71	54.60	51.17
Life and 20 Year Certain Annuity	55.63	52.87	50.20
5 Year Certain Annuity	**	**	**
10 Year Certain Annuity	94.06	94.06	94.06
15 Year Certain Annuity	71.76	71.76	71.76
20 Year Certain Annuity	61.11	61.11	61.11
100% Joint & Survivor Annuity	54.38	50.26	47.36
100% Joint & Survivor Annuity with 5 Years Certain	54.36	50.26	47.36
100% Joint & Survivor Annuity with 10 Year Certain	54.22	50.21	47.34
100% Joint & Survivor Annuity with 15 Year Certain	53.79	50.06	47.30
100% Joint & Survivor Annuity with 20 Year Certain	52.87	49.73	47.18
50% Joint & Survivor Annuity	58.74	53.53	49.78
50% Joint & Survivor Annuity with 5 Year Certain	58.43	53.39	49.71
50% Joint & Survivor Annuity with 10 Year Certain	57.54	52.96	49.52
50% Joint & Survivor Annuity with 15 Year Certain	56.14	52.23	49.16
50% Joint & Survivor Annuity with 20 Year Certain	54.21	51.25	48.64
Installment Refund	59.23	54.50	50.91

Prudential

Enrollment Form

Instructions

Please print using blue or black ink. Keep a copy of this form for your records and return the original form to:

Prudential
Scranton Office Park
Scranton, PA 18507-1789

Questions?
Call 1-800-458-6333
for assistance.

About You

Plan number | Sub plan number (if applicable)

Security number | Daytime telephone number (area code)

First name | MI | Last name

Address

City | State | ZIP code

Date of birth (month / day / year) | Gender M F | Original date employed (month / day / year)

Investment Allocation

Please use whole percentages. The total must equ[illegible] 100%

Percent Allocated	Code	Investment Option
____ %		
____ %		
____ %		
____ %		
____ %		
____ %		
____ %		
____ %		
____ %		
____ %		
100 %		**Total**

This form must be completed accurately and received by Prudential Retirement **before** Prude[illegible]ial Retirement receives contributions on your behalf. If a completed form is not re[illegible]ceived, Prudential will invest cc[illegible]s in the default investment option selected by your Plan. Upon receipt of your completed enrollment form, **all f[illegible]ire** contributions will be allocated according to your investment selection. You must contact Prudential Retirement to tr[illegible] **existing** funds from the default investment option.

Your Authorization

I understand that if I am participating in a Tax Deferred Annuity Program, contributions must be remitted by my Employer pursuant to programs for the purchase of annuities qualifying under Section 403(b)(1) of the Internal Revenue Code of 1986 as amended.

Certain restrictions may apply to the exchange provisions under the Group Annuity Contract.

I understand that upon enrollment, if my Plan allows, I w[illegible]ill have telephone and/or internet privileges to perform transactions via Prudential's Interactive Voice Response service and Online Retirement Center.

X _____ *Date* ____

Signature

Enrolling Agent/Broker Authorization

Please print last name of Representative | Initials of Rep. | Number

X _____ *Date* ____

Signature

SAMPLE

Prudential

Instructions for Requesting a Hardship Withdrawal

Instructions

Please print using blue or black ink. Enclosed are the following items needed to request a hardship withdrawal from your retirement plan. Please review and complete each of the items as described in the procedures below. **This request *must* be authorized by your employer.** Please forward this form to your benefits/human resources office to complete the 'Your Plan Authorization' section. This request cannot be processed without an authorized signature from your benefits/human resources office on file. Do not fax or mail to Prudential until the 'Your Plan Authorization' section on this form is reviewed by your Plan Administrator.

Attention: Benefits/Human Resources Office - Please send completed form to our address or fax number.

Procedure Checklist

Item	Procedure	Return to address above?
Hardship Withdrawal Request Form	Complete all relevant sections after reading all the information in the package. • You must indicate the reason for your hardship request on the form. • You must also provide the appropriate documentation evidencing financial need. • Sign and date the form. • Return the form to the above address for review, approval and processing.	**Yes**
Attachments to the Hardship Request Form and Hardship Documentation	The documents you need to attach to your Request for Hardship Disbursement to substantiate the nature of your hardship request are detailed on the ***Attachments to the Hardship Request***. If any of the required documents are missing, your request for hardship cannot be processed. • You must complete, sign, and return the appropriate attachment(s) or your request will be rejected. • You must include acceptable documentation within the specified timeframe with the attachments or your request will be rejected.	**Yes**
Approval / Denial of Hardship Request	Upon receipt of your hardship request, a review of all paperwork will be completed. • If it is determined that you qualify for a hardship based on current Internal Revenue Code regulations, we will process your request. All hardship distributions are reported to the Internal Revenue Service on Form 1099-R. In the event of an audit you must retain documentation to support your claim of financial hardship and to demonstrate compliance. Tax or legal counsel should be consulted regarding the permissibility of any distribution. • If your paperwork is not in good order, the hardship distribution request will be denied. We will notify you by mail of our findings. Please note that the documents submitted will not be returned to you, therefore, please make copies for your records.	**No**

Prudential Retirement Representatives are available to help you complete the forms, or answer general questions you may have about your distribution or about the plan. Our Interactive Voice Response (IVR) service is generally available 24/7 by calling us at **1-877-778-2100**. Personal assistance with a Participant Service representative is also available Monday through Friday, 8 a.m. to 9 p.m. Eastern Time, except on holidays. Our representatives look forward to providing you with information in English, Spanish, or many other languages through an interpreter service. Account information is available for the hearing impaired by calling us at **1-877-760-5166**. On the website, you are able to review your account information. You may access information on your account at **[www.prudential.com/online/retirement]** which is generally available 24/7.

SAMPLE

Prudential

Hardship Withdrawal Request Form

About You

Plan number

Security number

First name MI Last name

Address

City State ZIP code

Email address

Date of birth Gender

month *day* *year* M F

Daytime telephone number

area code

Evening telephone number

area code

Employer

Please review all the enclosed information before proceeding.

Marital status: ☐ Married - spousal signature required* ☐ Not married

Withdrawal Request Amount

(Check all that apply)

The disbursement amount will be taken from your account according to the hierarchy determined by the Administrator. If the amount requested exceeds your maximum hardship withdrawal amount, you will be paid the maximum amount available. Please note that if you have IncomeFlex funds and request a hardship withdrawal, your request will pay from all available funds according to an established hierarchy, with IncomeFlex included as the last money to leave the account. For Locked-In participants, any IncomeFlex amount taken in excess of the Lifetime Annual Withdrawal Amount (LAWA) as a result of your hardship request may proportionately lower your LAWA for subsequent periods.

☐ **Maximum amount available**

OR

☐ **Amount of: $_____**

You may include in the hardship disbursement additional amounts necessary to pay anticipated federal or state income tax and penalties. If you would like your gross payment to include taxes and fees reasonably anticipated to result from this hardship disbursement (this is called a "gross up"), check the following box. If you do not check the box below, the "gross up" will not occur.

☐ **I would like to increase the amount of my hardship withdrawal request to cover any federal and state income taxes, penalties, and any applicable fees that may reasonably be anticipated as a result of this disbursement.**

Note: Your election for Federal and State Income Tax in the following sections will be used as the amour of reasonably anticipated taxes and fees in the "gross up" calculation.

Reason for Hardship Withdrawal
(Check all that apply)

I hereby request a Hardship Withdrawal for the following reason(s). I agree to provide the applicable documentation as described. *Please refer to Important Withdrawal Informati on for additional information on definition of dependent in IRC Section 152.

☐ **Medical/Dental expenses incurred by me, my spouse, or any of my dependents, <or primary beneficiary>.** These are un-reimbursed medical/ dental expenses that must be paid to receive medical/dental care for the participant, the participant 's spouse, the participant's dependents, **<or primary beneficiary>**. *Please refer to the Attachment to the *Hardship Withdrawal Request: Medical/Dental Expenses* for required documentation.

☐ **Purchase (excluding mortgage payments) of my principal residence.** These are expenses directly related to the purchase of a principal residence excluding mortgage payments. *Please refer to the Attachment to the *Hardship Withdrawal Request: Purchase of a Principal Residence* for required documentation.

☐ **Payment of tuition for the next 12 months of post-secondary education for me, my spouse, or any of my children, dependents <or primary beneficiary>.** This includes tuition, related education fees, and room & board expenses for up to the next 12 months of post secondary education for the participant, the participant's spouse, the par ticipant's children or dependents **<or primary beneficiary>**. *Please refer to the Attachment to the *Hardship Withdrawal Request: Payment of Tuition and Related Expenses* for required documentation.

☐ **Payments needed to prevent eviction or mortgage foreclosure on my principal residence.** These payments are necessary to prevent eviction of the participant from t he participant's principal residence o r foreclosure on the mortgage of the residence. *Please refer to the Attachment to the *Hardship Withdrawa Request: Payments to Prevent Eviction or Foreclosure* for required documentation.

☐ **Payment of burial or funeral expenses for my deceased parent, spouse, children, dependents <or primary beneficiary>.** This includes payment for burial or f uneral expenses for the participant's deceased parents, the participant's spouse, the participant's children or dependents **<or primary beneficiary>**. *Please refer to the Attachment to the *Hardship Withdrawal Request: Payments for Burial or Funeral Expenses* for required documentation.

☐ **Expenses for the repair of damage to my principal residence that qualifies for a casualty deduction.** This includes a casualty loss to the participant's princi pal residence that arose from fire, storm, earthquake or some other casualty. Only the portion of the expense that is not covered by insurance is eligible for this purpose. *Please refer to the Attachment to the *Hardship Withdrawal Request: Payments for Damage to Principal Residence* for required documentation.

Election for Withholding of Federal Income Tax

Federal tax laws require us to withhold income taxes from the taxable portion of a qualified retirement plan distribution. Some states also require withholding from the taxable portion of your distribution if federal income tax is withheld. Hardship disbursements are subject to 10% federal income tax **withholding**, unless you elect otherwise. You can elect to have no federal income taxes withheld by checking the box below. **If you elect out of withholding, you are still responsible for payment of any taxes due, and you may incur penalties if your withholding and/or estimated tax payments are not sufficient**. If you do not check one of the options below, 10% federal income tax withholding will be automatically deducted from your payment.

1. ☐ I elect **to have** federal income tax withheld at 10% from the taxable amount of my distribution.

2. ☐ I elect **not** to have federal income tax withheld from my distribution.

3. ☐ I elect **to have** federal income tax withheld from the taxable amount of my distribution at either the following percentage or dollar amount. The federal withholding calculated from your election below must be at least 10% of the taxable amount of my distribution amount.

_____ % or $_____.00

It is our understanding a hardship disbursement is not eligible to be rolled over. All or part of the taxable portion of your hardship disbursement may be subject to an *additional* 10% federal income tax **penalty** on early distributions, unless you qualify for an exception. Since neither Prudential nor any of its employees, agents or representatives can give legal or tax advice, or financial advice on behalf of the Plan, you are urged to consult your own personal legal, tax and/or financial advisor with any questions on allowances, deductions, or tax credits that may apply to your particular situation before you take any action.

Express Mail

(check box if applicable)

☐ I wish to have my disbursement check sent by express mail. Therefore, please deduct $10.50 per check from my account prior to the distribution. **Please Note:** Express mail is *not* available for delivery to post office boxes.

Election For Withholding of State Income Taxes

(For Single Sum Payments and Rollovers of non-Roth money to a Roth IRA)

A. Mandatory State Withholding: If you reside in a state where state income tax withholding is mandatory **AR, CA*, DE, IA, KS, MA, MD (mandatory for eligible rollover distributions only, subject to 20% mandatory federal withholding), ME, NC, NE, OK*, OR*, VA** or **VT*** applicable withholding will be deducted automatically, unless an election out is applicable (see below). Note: Some states require withholding if federal income tax is withheld from the distribution.

☐ My resident state is **AR, DE, KS, ME, NC, NE,** or **VA (for NE and VA, election out is allowed for payments from IRA's only)** and I do not want state income tax wi thholding deducted from my distribution. (An election out of **AR, DE, KS, ME, NC,** or **VA** state tax is not allowed for eligible rollover distributions , subject to 20% mandatory federal withholding.) ***Important note to Maine (ME) residents, If you elect out of ME withholding, you must either have elected out of federal withholding, or have no Maine State tax liability in the prior or current years.***

☐ *My resident state is one of the following: **CA, OK, OR, **VT** and withholding is required if federal income tax is withheld, unless I elect out of state withholding. By checking this box I am electing out of state withholding. **An election out is not allo wed for eligible rollover distributions , subject to 20% mandatory federal withholding.

B. Voluntary State Withholding: Please check the appropriate box below. If state income tax withholding is not mandatory in your state, you may be allowed to request st ate tax withholding. If your state of residence is not listed, or if you choose a method of withholding that is not offered for your stat e, we cannot withhold state income tax.

☐ I reside in one of the following voluntary withholding states: **AL, CO, CT, DC, GA, ID, IL, IN, KY, LA, MD (non-eligible rollover distributions only), MI, MN, MO, MS, MT, ND, NE, NJ, NM, NY, OH, PA, RI, SC, UT, VA, WI, WV (NE and VA state withholding is voluntary for payments from IRA's only)** and would like state income tax withheld. (Specify a percentage or dollar amount to be withheld.)

_____% or $_____

☐ I reside in one of the voluntary withholding states listed above and I do not want state income tax withholding deducted from my distribution.

C. No State Withholding: Some states do not have state income tax withholding.

☐ My resident state is one of the following: **AK, FL, HI, NV, NH, SD, TN, TX, WA, WY** and there is no state income tax withholding.

☐ My resident state is **AZ** and there is no state income tax withholding on non-periodic (single sum) payments.

***For Married Participants**

Spousal Waiver
(We are unable to accept a fax copy notarized with a Raised Seal)

I am the participant's spouse. I understand that I am entitled to a spousal death benefit under the Plan based on the participant's account balance at the time of his or her death. I understand that if this spousal benefit is in the form of a "qualified joint and survivor annuity" or QJSA, an explanation of the QJSA and other payment options was provided to the participant with the participant's most recent quarterly statement. I realize that the participant cannot waive this spousal benefit and obtain a distribution in the form requested by the participant or obtain a loan unless I consent. I acknowledge that the transaction requested by the participant may reduce or eliminate any benefit otherwise payable to me. I have reviewed the paperwork associated with the participant's request and confirm that it identifies the payment option requested by the participant and any non-spouse beneficiary. I voluntarily consent to the participant's waiver or loan request and acknowledge that this will authorize the request.

X _____ *Date* ___/___/___

Spouse's signature - **must be witnessed by a notary public OR authorized plan representative.**

(Seal/Stamp)

Subscribed and sworn before me on the _____ day of _____, the year _____

State of _____, County of _____

My commission expires _____

X _____

Notary's signature

OR

X _____ *Date* ___/___/___

Authorized plan representative's signature

Certification of Financial Hardship and Authorization

I certify that the information I have provided is true and correct and will be relied upon in processing my request and the tax implications regarding this disbursement. I understand that any failure in this regard, inaccurate assertion or misrepresentation may jeopardize the ability of my employer to offer a plan and may subject me to disciplinary action, including severance from employment. I will be responsible for its accuracy in the event any dispute arises with respect to the transaction. I certify all other distributions (other than hardship distributions) and non-taxable loans have been obtained or sought and any loans which are available will cause further hardship, therefore this hardship disbursement is necessary.

As a Participant of the above-named plan, I hereby request a distribution in the form indicated above, subject to the terms of the plan and the approval of my Employer. I hereby certify and represent that:

I have obtained all available loans under this plan and all plans of the Employer to the extent that any additional plan loan would be counterproductive to the relief of my or my dependents' financial need;

I have obtained all currently available distribution amounts under this and any other plan of the Employer, including all in-service withdrawals from rollover and/or after tax employee contributions, and ESOP dividends (if applicable and in accordance with the plan document). If there are additional amounts available for withdrawal under this plan other than withdrawals due to financial hardship, I acknowledge that those amounts must be paid to me first.

<TDA 403(b) PLANS ONLY>I understand that the hardship amount requested from all vendors/providers from this 403(b) plan cannot exceed the total amount of my hardship.

I acknowledge that no elective contributions may be made by me to this or any other plan of the employer for a period of 6 months. I understand that, at the conclusion of this contribution suspension period, my elective contribution rate <(which may include a plan-required contribution rate increase> will be reinstated automatically. I have reviewed all the information contained in the Attachment to the Hardship Withdrawal Request and believe, in good faith, that I qualify for this hardship withdrawal;

I have included in this submission the requested documentation that evidences my financial need.

I understand that my request for a hardship withdrawal from the Plan may generally not be revoked once processed.

Privacy Act Notice:
If your employer engages the services of Prudential Retirement to qualify hardships on their behalf, this information is to be used by Prudential Retirement in determining whether you qualify for a financial hardship under your retirement Plan. It will not be disclosed outside Prudential Retirement except as required by your Plan and permitted by law for regulatory audits. You do not have to provide this information, but if you do not, your application for a hardship may be delayed or rejected.

Consent:
By signing below, I consent to allow Prudential Retirement to request and obtain information for the purposes of verifying my eligibility for a financial hardship under this Plan.

If your plan offers investment options that are subject to the fund's market timing policies, you may be subject to restrictions or incur fees if you engage in excessive trading activity in those investment fund options. You may wish to review the fund prospectus prior to submitting this transaction request. If a fee applies to the transaction, you will be able to view the details after the transaction is processed by logging on to the retirement internet site at www.prudential.com/online/retirement.

X _____ *Date* ___/___/___

Participant's signature

Important information and signature required on the following page

Your Plan Authorization

This section must be completed by your employer and signed by an authorized plan representative.

I certify all other distributions (other than hardship distributions) and non- taxable loans have been obtained or sought and any loans which are available will cause further hardship, therefore this hardship disbursement is necessary.

Vesting Percentage: ___ % (if applicable)

Second Vesting Percentage: ___ % (if applicable) Indicate Source Name: _____

X _____ *Date* ____/____/____

Authorized plan representative's signature

_____

Print name and title

X _____ *Date* ____/____/____

Authorized plan representative's signature (if two signatures are required)

_____

Print name and title

Prudential fax number: 1-866-439-8602

Important Withdrawal Information

Hardship Withdrawals and other Plan Withdrawal Options
If your plan allows for other in-service withdrawals (e.g. age 59 1/2, after-tax withdrawal, rollover withdrawals, etc.) or loans, these must be used before a hardship withdrawal can be made. Hardship withdrawals on your pre-tax account are generally limited to your pre-tax contributions onl y. You may not request a withdrawal amount in excess of the need detailed in your hardship documentation enclosed.

Elective Deferral Suspension
If your hardship request is approved, you w ill be suspended from making contributions to this plan for a period of 6 months. A t the conclusion of this contribution suspens ion period, my elective contribution rate <(which may include a plan-required contribution rate increase> will be reinstated automatically.

Brokerage Accounts
If you have an y of your account balance invested in brokera ge accounts then you are responsible for transferrin g the proceeds of funds from your brokerage account to y our Prudential participant account before you request a distribution. Prudential Retireme nt will not automatically perform the transfer.

Federal and State Tax Withholding
The withdrawals you receive from the plan are sub ject to Federal Income Tax withholdin g unless you elect not to have withholding apply. Withholding will onl y apply to the portion of your distribution or withdrawal that is included in your income subject to Federal Income Tax. If you elect not to have withholding appl y to your withdrawal, or if you do not have enou gh Federal Income Tax withheld from your withdrawal, you may be responsible for payment of estimated tax. You ma y incur penalties under the estimated tax rule if your withholding and estimated tax payments are not sufficient.

Note that a voluntary withholding election cannot be made involvin g accounts for which a name and/or taxpayer identification number (TIN) is incorrect or missing. See IRS Publication 1586 for information about mandatory withholding when a participant's (or beneficiary's) TIN is missing or incorrect

You may elect not to have withholdin g apply to your hardship withdrawal or to have a specific percenta ge withheld. If less than the maximum amount available is requested, your distribution will be increased by the applicable tax withholding unless you elect not to have the distribution "grossed up" by the amount of the withholding tax.

If you are a resident of Arkansas, California, Delaware, Iowa, Kansas, Maine, Mar yland, Massachusetts, Mississippi, Nebraska, North Carolina, Oklahoma, Oregon, Vermont, and Virginia, state taxes will automatically be withheld if federal taxes are withheld. This list is subject to change based on changing state tax withholding requirements.

Dependent
The definition of "dependent" is important in the application of the "deemed hardship" withdrawal standards that pertain to 401 (k) plans. Unless a specific exception applies, a dependent must either be a "qualifying child" or a "qualifying relative". These terms are defined as follows

Qualifying Child
A qualifying child is a child or descendant of a child of the taxpa yer. A child is a son, daughter, stepson, stepdaughter, adopted child or eli gible foster child of the taxpa yer. A qualif ying child also includes a brother, sist er, stepbrother or stepsister of the taxpayer or a descendant of any such relative. In addition, the individual must have the same principal place of abode as the participant for more than half of the taxable year, the individual must not have provided over half of his own support for the calendar year, and the individual must not have attained a ge 19 b y the end of the calendar year. An individual who has attained age 19 but is a student who will not be 24 as of the end of the calendar year and otherwise meets the requirements above is also considered a qualifying child. Special rules appl y to situations such as divorced parents, disabled individuals, citizens or nationals of other countries, etc. Please see your tax advisor for further details regarding special situations.

Qualifying Relative
A qualifying relative is an individual who is not the participant's "qualif ying child", but is the participant's: child, descendant of a child, brother, sister, stepbrother, stepsiste r, father, mother, ancestor of the fat her or mother, stepfather, stepmother, niece, nephew, aunt, uncle, son-in-law, daughter-in-law, father-in-law, mot her-in-law, brother-in-law, or sister-in-law. An individual who is not the participant's spouse but who shares the same principal place of abode and is a member of the participant's household may also be considered a qualif ying relative. Re gardless of the participants relationship to the individual, the participant must provide over half of the individual's support for the calendar year for that individual to be considered the participant's qualifying relative. There are special ru les for situations such as multiple support agreements, divorced or le gally separated parents, custodial and non-custodial parents, etc. Please see your tax advisor for further details re garding special situations.

Qualifying Beneficiary <Primary Beneficiary>
A "primary beneficiary under the plan" is a named beneficiary under the plan with an unconditional ri ght to all or a portion of the participant's account balance upon the death of t he participant. Thus, a hardship withdrawal may not be taken for the benefit of a contingent beneficiary. The normal hardship conditions such as an immediate and heavy financial need also must be satisfied. A plan that uses the safe harbor hardship events may make hardship distributions related to medical, tuition, and funeral expense s incurred by a primary beneficiary.

If you are requesting a hardship withdrawal to cover expens es that pertain to the individuals listed below, copies of the followin g additional documents must also be submitted:

- Your spouse: Marriage license. (If you do not have a ma rriage license and your state recognizes common-law marria ge, call the number on page 1 of this form for an explanation of additional requirements.)
- Your dependent: Dependent's birth, or adoption certificate; and your most recent Form 1040 US Income tax return.
- Your primar y beneficiar y: The individual must match the beneficiar y information we have on file OR a new Beneficiar y Designation Form must be executed and submitted.

ATTACHMENT TO THE HARDSHIP WITHDRAWAL REQUEST
Medical/Dental Expenses

Definition: Expenses for (or necessary to obtain) medica l/dental care that would be deduc tible under IRC section 213(d) (determined without regard to whether the expenses exceed 7.5% of adjusted gross income.

The participant may request for a hardship withdrawal for qualifying medical expenses incurred by the participant, the participant's spouse, dependent, <or primary beneficiary>. Please see t he "Important Withdrawal Information" page for a detailed definition of dependent and qualifying beneficiary.

"Medical/Dental care" includes amounts paid for any of the following:

1. For the diagnosis, cure, mitigation, treatment or prevention of disease, or for the purpose of affecting any structure or function of the body.
2. For transportation primarily for and essential to "medical care" as defined above.
3. For qualified long-term care services, which include nece ssary diagnostic, preventive, therapeutic, curing, treating, mitigating, and rehabilitative services, and maintenance or personal care services. To qualify, these services must be required by a chronically ill individual and provided under a plan prescribed by a licensed health care practitioner.
4. For insurance covering medical care as described in 1. and 2. above, or for eligible long-term care premiums for any qualified long-term insurance contract.
5. For lodging away from home that is primarily for and essential to medical care , subject to the limits of IRC section 213(d)(2).
6. For prescribed drugs that require a prescription of a physician.

"Medical care" does not include cosmetic surgery or similar procedures unless it is necessary to ameliorate a deformity related to a congenital abnormality, a personal injury resulting from an accident or trauma, or a disfiguring disease.

Please check the documentation t hat you have enclosed and be sure to indicate t he total amount requested. In the event that the amount requested is more than the amount available in your account for wit hdrawal, the withdrawal will be limited to the amount available in your account. Please note that when there is a s ubmission of more than one bill, you must circle the subtotals from each and provide a summation of the total amount requested.

Medical Expenses Qualified Documentation *(Check all that apply and enclose with Hardship Withdrawal Request Form and documentation)*

☐ Medical/Dental Expenses: Copy of the medical bill or insurance claim (including Copy of Explanation of Benefits Form from your insurance carrier) listing the medical expenses and totals on letterhead of the medical or insurance provider showing the participant or the dependent as the patient or the in sured. Bill must not be older than 45 days. Itemized insurance and medical/dental bills must show the insured and uninsured portion of the expenses. If Doctor, hospital, or other health care b ills are not covered, then par ticipant must certify below that these bills are unreimbursed.

☐ Long-Term Care Services: Copy of the service bill or insurance claim listing the services and dollar amounts of expenses on letterhead of the services provider or insurance provider showing the participant or the dependent as the patient or insured. Itemized insurance and m edical/dental bills must s how the insured and uninsured portion of the expenses. Bill must be dated within 45 days.

☐ Insurance Premiums for Medical Expenses or Long – Term Care Services: Copy of insurer's bill for premiums on letterhead showing the participant or dependent as the patient or insur ed. These premiums must not be reimbursed by any Employer. Bill must not be older than 45 days.

☐ Lodging expenses while away from home primarily for and essential to medical care: Copy of bill from provider on letterhead showing the participant or dependent as cu stomer with accompanying medical expense bill indicating the dates of service. Bill must be dated within 45 days and participant can only submit lodging expenses up to $50 per person, per night.

I am requesting this amount due to my:

☐ Own medical/dental expenses
☐ Spouse's medical/dental expenses
☐ Child's medical/dental expenses
☐ Dependent's</Primary Beneficiary> medical/dental expenses (enter name and relationship)
Dependent</Primary Beneficiary> Name_____ Relationship _____

I certify that the expenses for which I am requesting a hardship withdrawal have not and will not be reimbursed through insurance or otherwise.

Signature X_____ **Date** _____

ATTACHMENT TO THE HARDSHIP WITHDRAWAL REQUEST

Purchase of a Principal Residence

Definition: Expenses directly related to the purchase of a principal residence for the employee (excluding mortgage payments).

The participant can only qualify for a hardship withdrawal for this reason when he is purchasing a dwelling that will be his principal residence. This means that he expects to move into the residence within a fairly short period of time after purchasing it.

Please check the documentation that you have enclosed and be sure to indicate the total amount requested. In the event that the amount requested is less than the amount available in your account, the withdrawal will be limited to the amount available in your account.

Purchase of a Principal Residence Documentation *(Check all that apply and enclose with Hardship Withdrawal Request Form and documentation)*

- ☐ Provide a copy of the binding contractual agreement, including addendums if any, to build a home or purchase agreement that is signed by both parties (buyer and seller.) These agreements must include the address of the property, the total purchase price, and a future closing/settlement date not to exceed 1 year from the request date.
- ☐ Provide a copy of the Good Faith Estimate that includes your name, showing the dollar amount needed from the financial institution at closing (out-of-pocket expenses).
- ☐ If a future closing date (not to exceed one year from the request date) is not on the sales agreement, provide a letter from the mortgage company that includes the closing date. The letter must be signed by a representative from the mortgage company and must be on letterhead.

I certify that the expenses for which I am requesting a hardship withdrawal are for purposes of purchasing my principal residence.

Signature X _____ **Date** _____

ATTACHMENT TO THE HARDSHIP WITHDRAWAL REQUEST

Payment of Tuition & Related Fees

Definition: Payment of tuition, related educational fees, and room and board expenses, for up to the next 12 months of post – secondary education for the employee, or the employee's spouse, children, dependent s <or primary beneficiary>. See the discussion of 'dependent' in the earlier section of this form packet.

Post – secondary education generally refers to education that commences after the completion of high school. Expenses that would qualify for a hardship withdrawal would include tuition, fees charged for the use of te chnological or other facilities required for the post – secondary program (s uch as computer fees or gym facility fees), dormitory expenses and expenses of a room or apartment close to the educat ional facility, and meals while attending the educational program. Loan repayments of student loans are not educational expenses for this purpose.

Please check the documentation that you have enclosed and be sure to indicate the total amount requested. In the event that the amount requested is less than the amount available in your account, the wit hdrawal will be limited to the amount available in your account. Please note that when ther e is a submission of more than one bill, y ou must circle the subtotals from each and provide a summation of the total amount requested.

Payment of Tuition & Related Fees Documentation *(Check all that apply and enclose with Hardship Withdrawal Reques Form and documentation)*

- ☐ Copies of actual invoices for future tuition on schoo l's letterhead, of up to the nex t 12 months of post-secondary education. The bill must include: the name of the student, the name of the school or educational institution, the period for which the expenses are incurred and t he total amount due. Unpaid invoices as described above are acceptable if received by Prudential no more than 90 days before the start of the semester or during the semester for which the expenses are incurred. Expenses for prior periods/semesters are not eligible hardship withdrawal reasons.
- ☐ Copy of the bill for dormitory fees or housing fees (or es timate of dormitory fees t hat is signed by the educational institution) that appears on school's le tterhead paper containing the name of the dormitory or housing provider and the name of the participant or dependent. A copy of a lease i ndicating rent and signed by participant or student may be substituted. The bill must specify t he amount due and must refer to a future period ending not more than one year later than the date of submission.
- ☐ Copy of the bill for board (meals) expenses (or estimate of boarding expenses that is signed by the owner or manager of the boarding establishment) that appear on school's letterhead paper cont aining the name of the establishment providing the board and meals and the name of the participant or dependent. Mu st specify the amount due and must refer to a future period ending not more than one year later than the date of submission.

I am requesting this amount due to my:

- ☐ Own educational expenses
- ☐ Spouse's educational expenses
- ☐ Child's educational expenses
- ☐ Dependent's</Primary Beneficiary> educational expenses (enter name and relationship)
  Dependent</Primary Beneficiary> Name_____ Relationship _____

I certify that the expenses for which I am requesting a hardship withdrawal are for purposes of payment of tuition and related expenses.

Signature X_____ **Date** _____

ATTACHMENT TO THE HARDSHIP WITHDRAWAL REQUEST

Payments to Prevent Eviction or Foreclosure

Definition: Expenses necessary to prevent the eviction of the employee from the employee's principal residence or foreclosure on the mortgage of that residence.

The participant can only qualify for a hardship withdrawal for this reason if they must pay some dollar amount by some certain date in order to prevent foreclosure or avoid eviction.

Please check the documentation that you have enclosed and be sure to indicate the total amount requested. In the event that the amount requested is less than the amount available in your account, the withdrawal will be limited to the amount available in your account. Please note that when there is a submission of more than one bill, you must circle the subtotals from each and provide a summation of the total amount requested.

Payments to Prevent Eviction or Foreclosure Documentation *(Check all that apply and enclose with Hardship Withdrawal Request Form and documentation)*

- ☐ Include a copy of the eviction notice– either court order or letter from the landlord that clearly states your name and address (addresses on all supporting documentation must match the address currently on file with Prudential Retirement), and the months for which the rent is due. The landlord must clearly identify him/herself as the landlord of the property and provide contact information (address and phone number); the landlord's signature and date must be on the letter. The eviction notice must reference the participant by name to prove the participant is held accountable for the rent.
- ☐ The notice or court order must clearly state the dollar amount that is due and the date that it is due in order to remedy eviction proceedings. Proof must be dated within 45 days of the request and must clearly state a future date by which the dollar amount is needed to prevent foreclosure.
- ☐ Provide a copy of the foreclosure notice from the financial institution (on the financial institution's letterhead) or court order.
- ☐ The notice or court order must clearly state the dollar amount that is due and the date that it is due in order to remedy foreclosure proceedings. Proof must be dated within 45 days of the request. Delinquent taxes qualify if they are taxes on the participant's residence and will result in foreclosure or sale of the property.

Signature X _____ **Date** _____

ATTACHMENT TO THE HARDSHIP WITHDRAWAL REQUEST

Payment for Burial or Funeral Expenses

Definition: Payments for burial or funeral expenses for the employee's deceased parent, spouse, children, dependents <or primary beneficiary>.

Please check the documentation that you have enclosed and be sure to indicate the total amount requested. In the event that the amount requested is more than the amount available for withdrawal in your account, the withdrawal will be limited to the amount available in your account. Please note that when there is a submission of more than one bill, you must circle the subtotals from each and provide a summation of the total amount requested.

Payment for Burial or Funeral Expenses Documentation *(Check all that apply and enclose with Hardship Withdrawal Request Form and documentation)*

☐ Unpaid invoices from other parties to pay additional expenses associated with the funeral.
- Covered expenses including opening/closing of a grave, a burial plot, a burial vault or grave liner, a market or monument, a crypt, cemetery perpetual care charges, honoraria for clergy, a funeral breakfast/luncheon/dinner expenses associated with the funeral/memorial service, flowers, guest registers and acknowledgment cards, music, an urn or casket.
- Expenses that are not covered include invoices that have been paid, burial expenses to the extent that they are covered by Veteran's benefits, travel expenses incurred by family members to attend the funeral, and prearranged/prepaid funerals.

☐ Provide a copy of the current (within 45 days of hardship request) unpaid invoices from the funeral home/director showing the responsible party for payment.

☐ Provide a copy of the current (within 45 days of hardship request) unpaid invoices from other parties to pay additional expenses.

☐ Copy of the death certificate.

I am requesting this amount due to my:

☐ Parent's death

☐ Spouse's death

☐ Child's death

☐ Dependent's</Primary Beneficiary> death (enter name and relationship)
Dependent</Primary Beneficiary> Name_____ Relationship _____

I certify that the expenses for which I am requesting a hardship withdrawal are for purposes of burial or funeral expenses for deceased parent, spouse, child or dependent.

Signature X_____ **Date** _____

ATTACHMENT TO THE HARDSHIP WITHDRAWAL REQUEST

Expenses for the Repair of Damage to the Employee's Principal Residence that Qualifies for a Casualty Deduction

Definition: Expenses for the repair of damage to the employee's principal residence that would qualify for the casualty deduction under section 165 (determined without regard to whether the loss exceeds 10% of adjusted gross income).

A "casualty loss" is defined as a "sudden, unusual or unexpected" event resulting in an uninsured loss. Causes of such rapid losses include flood, fire, earthquake, wind damage, water damage, theft, accident, vandalism, hurricane, tornado, riot, shipwreck, snow, rain and ice. To be deductible, a casualty loss must occur quickly, usually instantly or over a few days. Slow losses that occur over months or years, such as mold damage, dry rot, moth or termite damage, or normal home maintenance to repair or replace windows, roofs or plumbing generally are not tax-deductible, and therefore do not qualify for a financial hardship.

The participant can only qualify for a hardship withdrawal for this reason when there is a casualty loss to his principal residence that arose from fire, storm, ship wreck, or some other casualty, or from theft. Only the portion of the expense that is not covered by insurance is eligible for this purpose.

The amount of loss is based upon the lesser of the difference between the market value of the property before and after the casualty occurrence or the loss in the basis of the property.

Because of the difficulties of ascertaining the timing of the casualty loss and the dollar amount of the loss, your claim can only be processed through this procedure using the specified documents, and you are strongly urged to discuss with your own tax, accounting or legal advisors the proper measurement of the amount of the casualty deduction loss and the taxable year for which it qualifies as a casualty loss.

Please check the documentation that you have enclosed and be sure to indicate the total amount requested. In the event that the amount requested is more than the amount available in your account for withdrawal, the withdrawal will be limited to the amount available in your account. Please note that when there is a submission of more than one bill, you must circle the subtotals from each and provide a summation of the total amount requested.

Documentation *(Check all that apply and enclose with Hardship Withdrawal Request Form and documentation)*

- ☐ Evidence of casualty (a detailed description of the events that resulted in the casualty).
- ☐ The reason for the loss and any documentation supporting that loss.
- ☐ The location of the loss (the address of the loss must match the participant's address on the system).
- ☐ Unpaid current (within 45 days of hardship request) invoices and or contacts from a contractor evidencing the cost of the repair, and which indicate that insurance does not cover the cost of repairs.
- ☐ Copy of any insurance claims.

I am requesting this amount because of damages that were caused to my principal residence due to:

- ☐ Fire
- ☐ Storm
- ☐ Shipwreck
- ☐ Other Casualty*
- ☐ Theft*

*Describe casualty or theft: _____

_____

_____

I certify that the expenses for which I am requesting a hardship withdrawal have not and will not be reimbursed through insurance or otherwise.

Signature X _____ **Date** _____

Prudential

Loan Application

Instructions **Please print using blue or black ink. This request *must* be authorized by your employer.** Please forward this form to your benefits/human resources office to complete the 'Your Plan Authorization' section. This request cannot be processed without an authorized signature from your benefits/human resources office on file. Do not fax or mail to Prudential until the 'Your Plan Authorization' section on this form is reviewed by your Plan Administrator.

Mail/Fax to: Benefits/Human Resources Office - Please send completed form to our address or fax number.

About You

Plan number

Sub plan number (if applicable)

Questions?
Call 1-800-458-6333
for assistance.

Security number

Daytime telephone number

area code

First name MI Last name

☐ *Check here if you are sending in a loan payoff with this application.*

Address

City State ZIP code

Date of birth

month *day* *year*

Gender M

Marital status: ☐ Married - **spousal signature required*** ☐ Not married

Loan Limits

The maximum amount currently available for a loan is the lesser of:

(1) $50,000, reduced by the excess (if any) of -----
  (i) the highest outstanding balance of loans from the plan during the 12 month period ending on the day before the date on which such loan was made, over
  (ii) the outstanding balance of loans from the plan on the date on which such loan was made, or

(2) the greater of -----
  (i) one-half of the present value of the nonforfeitable accrued benefit of the employee under the plan, or
  (ii) $10,000 (if permitted by the terms of the plan).

SAMPLE

Loan Amount

Depending upon the terms of your plan, t he loan will either be prorated across all available contribution types and investments or taken in a specific sequence.

☐ A. $ ⌊__⌋,⌊___⌋.⌊__⌋ (minimum $1,000)

If the amount available at processing time is less than the amount indicated above, the loan amount will be reduced to the maximum amount available.

☐ I DO NOT wish my requested Loan amount to be reduced. **DO NOT** process this request if available amount is less than I indicated.

☐ B. Maximum amount available.

Loan Duration

The duration of the loan may not exceed 5 years except for the purchase of a primary residence.

A. I elect the term of this loan to extend over the following number of years: 1 ❍ 2 ❍ 3 ❍ 4 ❍ 5 ❍

OR

B. I am using this loan for the purchase of my primary residence. Therefore, I wish to **extend the number of years** for repayment to ⌊__⌋ (not to exceed 20) years. **I am purchasing a primary residence and I have enclosed a copy of the Sales Agreement signed by myself and the seller and dated within the last 90 days as documentation for proof of purchase.** Note: Your plan may have an earlier time restriction.

Loan Fees

A $75 loan application fee will be deducted from your account.

☐ I wish to have my loan check sent via express mail. Therefore, please deduct $85.50 from my account. This is for the application fee (above) and express mail costs. **Express mail is *not* available for delivery to post office boxes.**

There is an annual maintenance fee of $60. This fee will be deducted from your account on a quarterly basis in equal amounts for the life of the loan.

Reinvesting of Loan Payment

Your loan payments will be reinvested according to your **current** contribution investment direction. If you would like to change your **loan payment** investment direction and it is permitted by your plan, please call our toll-free number.

*For Married Participants

Spousal Waiver

I am the participant's spouse. I underst and that I am entitled to a spousal death benefit under t he Plan based on the participant's account balance at the time of his or her death. I understand that if this spousal benefit is in the form of a "qualified joint and survivor annuity" or QJSA, an explanati on of the QJSA and other payment options was provided to the participant. I realize that the parti cipant cannot waive this spousal benefit and obtain a distribution in the form requested by the participant or obtain a loan unless I consent. I acknowledge t hat the transaction requested by the participant may reduce or eliminate any benefit otherwise payable to me. I have reviewed the paperwork associated with the participant's request and confir m that it identifies t he payment option requested by the participant and any non-spouse beneficiary. I voluntarily consent to the participant's waiver or l oan request and acknowledge that this will authorize the request.

X _____ *Date* ___/___/___

Spouse's signature - **must be witnessed by a notary public OR authorized plan representative.**

(Seal/Stamp)

Subscribed and sworn before me on the _____ day of _____, the year _____

State of _____, County of _____

My commission expires _____

X _____

Notary's signature

OR

X _____ *Date* ___/___/___

Authorized plan representative's signature

Important information and signatures required on the following page

Your Authorization

I understand the information I have provided will be relied upon in processing my request. I further understand that I will be responsible for its accuracy, in the event any dispute arises with respect to the transaction. I have carefully read this Loan Application form and the Loan Disclosure Statement and agree to make payments of my principal loan amount plus interest due for the term of the loan. I understand that if loan repayments are not received in accordance with my Plan's loan policy, the loan will be considered in default. I also understand that if default occurs, the unpaid balance of this loan plus outstanding interest will be treated as a taxable distribution, and that Prudential will report this distribution to the IRS, and I will be responsible for paying any resulting tax and penalties. Additionally, I understand that if this loan is in excess of the maximum loan amount available to me, and Prudential becomes aware of this, any such excess caused by this loan will be immediately taxable to me, subject to ordinary income, and Prudential will report this to the IRS.

X _____ *Date* ____|____|____

Participant's signature

Your Plan Authorization

This section must be completed by your employer and signed by an authorized designee.

I, the Plan Representative, have reviewed the information in this Application as completed by the Participant, reviewed any other outstanding and defaulted loans in regards to the loan limits for all vendors/providers and plans, and hereby approve and authorize Prudential Retirement to process this loan.

Vesting Percentage: ___ % (if applicable)

Date of Hire/Adjusted Hire Date _____/_____/_____

X _____ *Date* ____|____|____

Authorized plan representative's signature

_____

Print name and title

X _____ *Date* ____|____|____

Authorized plan representative's signature (if two signatures are required)

_____

Print name and title

Prudential fax number: 1-866-439-8602

Loan Disclosure Statement

Loan Amount

Loans are available if provided for in your Employer's Retirement Plan.

The minimum loan amount is $1,000. The maximum loan amount currently available is limited to the lesser of:

(1) $50,000, reduced by the excess (if any) of -----
  (i) the highest outstanding balance of loans from the plan during the 12 month period ending on the day before the date on which such loan was made, over
  (ii) the outstanding balance of loans from the plan on the date on which such loan was made, or

(2) the greater of -----
  (i) one-half of the present value of the nonforfeitable accrued benefit of the employee under the plan, or
  (ii) $10,000 (if permitted by the terms of the plan).

Prudential cannot process any loans wh ich do not meet these requirements. For federal tax purposes, the $50,000/50% limit applies as if all plans of the same employer in which you participate were a single plan and all related employer's plans were the same plan. **The $50,000/50% limit also applies to all loans with different providers under this plan**. Failure to adhere to these limits may result in undesirable tax consequences.

Interest Rate

The interest rate will be based upon the bank prime loan rate (as stated on www.federalreserve.gov) on the last business day of each calendar quarter plus 1 %. This rate will not change during your loan repayment period.

Prudential will declare the loan interest rate quarterly; however, Prudential reserves the right to change the loan interest rate more frequently. Prudential also reserves t he right prospectively to change the basis for determining the interest rate with 30 days notice to contract holders. These rights will only apply to a loan issued after the change(s) takes effect, not to an existing loan.

Interest on your loan is not deductible for Federal Income Tax purposes.

Notwithstanding the foregoing, if permitted by your Plan and unless waived by you, any loan that is outstanding on the date that you begin active duty milit ary service will accrue interest at annual percentage rate (APR) of no more than 6% during the period of uniformed service in accordance with the provisi ons of the Soldiers' and Sailors' Civil Relief Act Amendments of 1942, 50 USC App. § 526. This limitation applies even if loan payments are suspended during the period of uniformed service as permitted.

Payments

For purposes of withdrawals, trans fers, death benefits to your beneficiary , and annuity amounts, you are agreeing that a portion of your account balance, in an amount equal to the outstanding loan balance, will not be available.

Loan repayments will include both interest and a portion of the outstanding principal . Loan repayments will be invested according to your investment account allocation on the date of the loan repayment unless you elect otherwise. Loans may be paid off in full for both outstanding principal and accrued interest at any time.

The entire payment amount must be s ubmitted to Prudential for each payment due date. If a "short" (less than expected) payment is received, the re maining payment amount must be submi tted to Prudential within the allotted grace period (see **DEFAULT** section). A subsequent payment will sa tisfy the short amount and the remaining payment amount will be applied to principal. The next scheduled payment is still expected.

Payment amounts received in excess of the scheduled paym ent amount will be applied towa rd the current payment due (principal and interest) and the excess will be applied toward principal. The loan will then be reamortized according to the reduced principal balance, resulting in lesser interest due on the loan.

Principal only payments can be remitted under separate cover to the address listed below. You must indicate that you are remitting a principal pre-payment, otherwise t he next scheduled payment (principal and interest) will be satisfied before the excess amount is applied toward the principal balance.

Prudential
Loan Payment Processing Center
P.O. Box 641513
Pittsburgh, PA 15264-1513

PLEASE RETAIN FOR YOUR RECORDS

Payments (continued)

The entire outstanding balance of the loan plus accrued interest may be repaid, without penalty, at any time. Please call our toll-free 800 number, 1-877-778-2100, to determine the amount necessary to pay off your loan. This quote is valid for ten (10) business days.

You will receive a Loan Bill approximately 20 days prior to your payment's due date.

If permitted by your Plan, Loan payments shall be suspended during a leave of absence of up to one year, if the participant's pay from the employer is insufficient to service the loan. Interest shall accrue during the suspension period. However, the loan must nonetheless be repaid within five years as provided by Internal Revenue Code section 72(p)(2)(B).

If the Plan permits a leave of absence on account of the participant performing service in the uniformed services (as defined in Chapter 43 of Title 38, United State Code), whether or not qualified military service, a suspension of loan payments may be permitted. Such suspension shall not be taken into account for purposes of meeting the requirements of sections 72(p), 401(a) or 4975(d)(1) of the Internal Revenue Code. For example, if the loan was payable over five years, the five-year repayment period would be calculated by extending the repayment period by the length of the leave of absence.

Defaults

Loans default upon a determination by the Plan Administrator (or its agent) for the following reasons:

- Your failure to pay on time (including within any grace period allowed under the loan procedures used for the Plan);
- Your death;
- Your failure to pay on time any other or future debts to the Plan;
- Any statement or representation by you in connection with the loan which is false or incomplete in any material respect;
- Your failure to comply with any of the terms of this Note and other Loan Documentation;
- If you become insolvent or bankrupt;
- Any other action the Plan Administrator reasonably determines to adversely affect your ability or likelihood to repay the loan; or
- Your employment with the employer sponsoring the Plan terminates. However, to the extent allowed under the Plan, you may continue repayment after termination from employment provided you make regular payments no less frequently than quarterly on a revised schedule of amount and payment dates calculated by the Plan Administrator or its agent to repay the loan with interest in full in substantially equal payments over the remaining original period of the loan.

If you default, Prudential or your Plan may, at its option, without demand or notice, accelerate the loan so that the entire amount of unpaid principal and accrued interest will be considered in default and tax reported as income to you. Failure to take action when one of these events occurs does not constitute a waiver on the part of Prudential or your Plan.

If your loan is in default, the outstanding balance is required under federal tax law to be treated as a taxable distribution to you and will result in taxation in the year of default and the possible imposition of a federal income tax penalty. Prudential will send the appropriate tax information form to you and the IRS and you will be responsible for paying any tax consequences and penalties.

Loan defaults may effect your eligibility for future loans. Pursuant to IRS regulations, the defaulted loan (including interest) remains outstanding for purposes of determining your maximum loan. You may be required to payoff your defaulted loan (including interest) in order to be eligible to initiate another loan.

Fees

A loan application fee will be deducted from your account at the time the loan is initiated. The calculated loan amount will be determined against the participant's vested accrued account balance after the fee has been deducted.

There is an annual maintenance fee of $60. This fee will be deducted from your account on a quarterly basis in equal amounts for the life of the loan.

If permitted by the plan and if you take an unpaid Leave of Absence or your employment terminates, you have the right to continue your loan even though you are no longer an active employee. If you fail to take action to repay your loan, it will be considered in default.

Other

Unless specified in your Employer's plan, you are allowed only one outstanding loan at a time.

Right of refusal: In the event you elect to refuse this loan, you have ten (10) business days from the issue date to return the original loan check to Prudential. The full proceeds of the loan will then be reinstated into your account upon receipt of the returned check. The returned proceeds will then be invested as dictated by your current investment election, at current market prices as of the settlement date of such transaction. Please note: By not endorsing this check and refusing this loan, the amount of this check will still be considered a loan for purposes of determining the maximum loan allowed by law for future loans.

Prudential Retirement would like to take this opportunity to advise you of General Consent, Qualified Pre-retirement Survivor Annuity (QPSA), and Qualified Joint and Survivor Annuity (QJSA) rules.

General Consent Rules

Generally, you must consent to distributions from your Plan unless the Plan permits involuntary distributions when your account balance is less than $5,000. General information on optional forms of benefit under your Plan is available on this statement or by calling the account information number on this statement. If your Plan does not allow for annuities, the information on QJSA and QPSA does not apply to you.

QPSA Rules

Explanation of QPSA for married participants: In the case of your death before retirement, the Plan will use no less than 50% of your vested account balance to purchase a qualified pre-retirement survivor annuity (QPSA) from an insurance company for your spouse. If you desire a different form of payment or wish to designate a beneficiary other than your spouse, you must file a waiver of the QPSA with the Plan Administrator during the election period. This waiver must be approved by your spouse in writing and be witnessed by a Notary Public or by an authorized Plan representative. Please contact the Plan Administrator concerning the available alternative forms of payment.

Election Period: The election period begins on the first day of the Plan Year during which you attain age 35, and ends on the earlier of your death or the date on which your account balance commences to be paid under the Plan. Your Plan may provide that an election is permitted prior to age 35; however, if this is the case, any such election must be reaffirmed with appropriate spousal consent during the Plan Year in which you attain age 35. You may, at any time during the election period, revoke a previous election or make a new election. If you make a new election, your spouse must consent to it as provided above.

QJSA Rules

If QJSA is the primary form of benefit under your Plan at retirement, you should read the information on this statement or call the account information number on this statement to obtain general information on QJSA and other optional forms of benefit available to you. You may elect a benefit other than QJSA if spousal consent requirements are satisfied.

Explanation of Qualified Joint & Survivor Annuity

How will my benefits be paid to me when I retire?

They will be paid in the form of a Qualified Joint and Survivor Annuity (QJSA):

- If you are **married** at the time of your retirement, you will receive an annuity for your lifetime. After your death, your surviving spouse will receive an annuity for his or her lifetime in the amount of at least 50% of the annuity payments you received during your lifetime. You may be allowed to elect higher amounts for your surviving spouse, such as 75% or up to 100% of your monthly benefit.
- The annuity will be provided to you by purchasing an annuity contract from an insurance company with all or part of your account balance under the plan.
- If you are **unmarried** at the time of your retirement, you will receive an annuity for your lifetime.

May I select a different form of benefit payment other than the QJSA?

Yes, provided you request a different form of benefit payment in a manner specified for your Plan. If you are married, and you complete and return the Qualified Joint and Survivor Annuity Waiver Form or Spousal Waiver Form with your spouse's written consent (if applicable) within the 90-day period prior to the date benefit payments will begin.

What are the optional forms of benefit payment under the Plan?

If you are married at the time of your retirement, the QJSA provides for annuity payments for your lifetime and after your death for the lifetime of your spouse, in the amount of at least 50% of the payment amount you received during your lifetime. You can choose a form of benefit payment other than the QJSA provided it is

information number on this statement.

May I select a different beneficiary?

Yes, provided you request, complete and return a Qualified Joint and Survivor Annuity Waiver Form or Spousal Waiver Form with your spouse's written consent (if applicable) prior to the date you elect your benefit.

If I select a benefit payment option other than the QJSA or choose a different beneficiary, may I change the form of benefit payment or beneficiary again?

Yes. You can cancel any prior change and restore the QJSA at any time during the period prior to the date your benefit payments will begin. Additionally, you can select another form of benefit payment or choose another beneficiary if you:

- Make the change before your benefit payments begin.
- Obtain your spouse's consent (if applicable) unless, at the time of your initial change in form of benefit payment or beneficiary, your spouse, if permitted by the Plan, gave general consent permitting you to make later changes to the form of benefit payment or beneficiary without having to obtain further consent.

What happens if I want to take a loan from the Plan?

Because your benefit must be paid in the form of a QJSA, if you take a loan from the Plan it will also be subject to QJSA. This means that if you elect to take a loan from your Plan, and you are married, you must complete and return the Spousal Waiver Form with your spouse's written consent (if applicable). The rules that apply when the benefit is payable when you retire will also apply to the benefit payable as a loan.

What happens if my benefit exceeds $5,000 on the date my benefit becomes payable (or at the time of any prior payment)?

If your benefit exceeds $5,000 ($3,500 for plans not adopting the increase allowed in 1996 or exceeded $3,500 at any time of any prior payment), it cannot be paid to you until you reach normal retirement age under the Plan, or, if later, age 62, unless you consent in writing.

Otherwise, consistent with the law and your Plan document, your benefit may be paid to you immediately regardless of any election you may have made to receive it later or in a different form.

How much time do I have to select either a different form of benefit payment other than QJSA, or, if permitted by the Plan, to elect to have my benefit paid to me before the later of normal retirement age or age 62?

You have at least 30 days after receiving this QJSA explanation to make your decision.

Do I have to wait 30 days to select a different form of benefit payment other than QJSA, or, if permitted by the Plan, to elect to have my benefit paid to me before the later of normal retirement age or age 62?

No. You may request a disbursement prior to the expiration of the 30-day period, however:

- Payment of your benefit cannot begin until at least the 8th day after you receive the QJSA Explanation.

You can cancel your distribution election at any time within 30 days of receipt of the QJSA Explanation. If you cancel your election, Prudential will return the annuity purchase price to your Plan.

What happens to my spouse's QJSA benefit if he or she consents to my selection of a different form of benefit payment option other than QJSA or if I select a different beneficiary?

If your spouse consents to your selection of a different form of benefit payment, to the extent your spouse is still your beneficiary, he or she will receive a benefit based on the alternative form of benefit payment you choose. For instance, if you elect a single life annuity or a lump sum payment of your full account balance, your spouse will receive no further payment from the Plan.

If you select a different beneficiary, your spouse will receive no benefit under the Plan.

May I receive additional information regarding the QJSA or the specific benefit payable to me or my spouse?

Yes. You can obtain additional information such as other optional forms of distribution that may be available under your Plan by reading the information on the statement. Also, information on benefits specifically payable to you will be provided upon request by calling the account information number on the statement.

You may also write to Prudential at: Prudential Retirement, 30 Scranton Office Park, Scranton, PA 18507-1789. If your request is made in writing, you will receive additional QJSA information within 30 days from the date of your request.

Qualified Joint and Survivor Annuity (QJSA) and Optional Forms of Benefit

The following is a list of common optional forms of benefit and the relative financial effect of electing each as *compared to the QJSA*. The basic meaning of some of the terms used to describe the options is as follows:

"Life Annuity" or "Life" is an annuity payable for the participant's lifetime.

"X% Joint & Survivor" is an annuity payable for the participant's lifetime plus X% of the participant's benefit paid to the beneficiary for the beneficiary's lifetime.

"X Year Certain" is an annuity for the lifetime or lifetimes mentioned, but with the assurance that the payments will be made to either the participant or a beneficiary for X number of years even if the person receiving the annuity dies prematurely.

"Installment Refund" is an immediate annuity in which monthly payments will continue to a beneficiary in the event the annuitant
dies before Prudential has made total monthly payments at least equal to the maximum death benefit amount. Upon the death of the annuitant, the difference between the maximum death benefit amount and the total of monthly payments made previously will be paid to the beneficiary in monthly installments in the same amount that was being paid to the annuitant before the annuitant's death, except that the last payment to the beneficiary will be a lesser amount.

The information provided below is an estimate of the amount payable under an annuity purchased from Prudential Insurance Company of America. A more precise calculation of your monthly benefit upon purchase of an annuity is available upon request. The estimates provided below are based on a benefit with a present value of $10,000 using an interest rate of 5.58% for annuities with a life contingency. Both the participant and the spouse are assumed to be the same age for the examples provided. Differences in your age, the age of your spouse, interest rates, and other assumptions used in this chart can have a significant effect on the amount paid under the option chosen. The interest rate and other contract assumptions in effect when you purchase the annuity will determine the amount of a monthly benefit.

Optional Form of Benefit	Age 65	Age 60	Age 55
Life Annuity	63.86	57.25	52.45
Life and 5 Year Certain Annuity	63.16	56.94	52.32
Life and 10 Year Certain Annuity	61.31	56.02	51.90
Life and 15 Year Certain Annuity	58.71	54.60	51.17
Life and 20 Year Certain Annuity	55.63	52.87	50.20
5 Year Certain Annuity	**	**	**
10 Year Certain Annuity	94.06	94.06	94.06
15 Year Certain Annuity	71.76	71.76	71.76
20 Year Certain Annuity	61.11	61.11	61.11
100% Joint & Survivor Annuity	54.38	50.26	47.36
100% Joint & Survivor Annuity with 5 Years Certain	54.36	50.26	47.36
100% Joint & Survivor Annuity with 10 Year Certain	54.22	50.21	47.34
100% Joint & Survivor Annuity with 15 Year Certain	53.79	50.06	47.30
100% Joint & Survivor Annuity with 20 Year Certain	52.87	49.73	47.18
50% Joint & Survivor Annuity	58.74	53.53	49.78
50% Joint & Survivor Annuity with 5 Year Certain	58.43	53.39	49.71
50% Joint & Survivor Annuity with 10 Year Certain	57.54	52.96	49.52
50% Joint & Survivor Annuity with 15 Year Certain	56.14	52.23	49.16
50% Joint & Survivor Annuity with 20 Year Certain	54.21	51.25	48.64
Installment Refund	59.23	54.50	50.91

Prudential

Request for Minimum Required Distribution (MRD)

Spousal Consent Required

Instructions

m Required Distributions (MRD) are payments that will be made to you once you reach age 70 ½ (and are not working for the Plan sponsor or are a 5% owner) and t hen to your beneficiary until the account has been liquidated.

Pl print using blue or black ink. Send completed form to the following address or fax it to **1-866-439-8602**. If faxing ease keep original for your records.

Prudential
PO Box 5410
Scranton, PA 18505-5410

Questions?
Call 1-877-778-2100
for assistance.

About You

Plan number

Security numb

Daytime telephone number
area code

First name

Last name

Address

City

State ZIP code

Date of birth
month *day* *year*

Gender
M F

If you are not the original account owner of the above plan, please indicate if this account is one of the following:
☐ Spousal Beneficiary ☐ Non-Spousal Beneficiary

Marital status: ☐ Married - spousal signature required* ☐ S le, widowed or legally divorced

Are you still employed by the employer sponsoring the plan? ☐ Ye ☐ No

Date employment ended (if applicable)
month *day* *year*

Participant Election

If you are still employed with the employer sponsoring the plan and you are at least age 70 ½, u are not required to receive Minimum Distributions. You have the option to delay Minimum Distributions until April 1 llowing the calendar year of your retirement.

Please elect one:

☐ I am *no longer employed* with the employer sponsoring the plan, or I am a 5% owner, or I am the beneficiary of this account. I want to receive Minimum Required Distributions. **Please complete the rest of this form.**

☐ I am *still employed* with the employer sponsor ing the plan and choose to delay Minimum Distributions. Distributions **must** commence by April 1 of the year followi ng the calendar year in which I retire. **You do not need to complete the rest of this form. Please sign below and return this page only.**

Note: If you are still employed with the employer spons oring the plan and would like to receive an in-service distribution, please indicate that you are delaying your MRD di stribution by checking this box and call our toll-free number to request a disbursement form.

☐ For 403(b) plans only: I am *no longer employed* with the employer sponsoring the plan and have taken the current year Minimum Distribution from *like* retirement plans(s), which satisfies the Minimum Distribution requirement from my Prudential account (if allowed by law). **You do not need to complete the rest o. this form. Please sign below and return this page only.**

X _____ *Date* ____/____/____
Participant's signature

Important information and signatures required on the following pages

Your Beneficiary Election For Married Participants

Please complete the following:

Is your spouse a beneficiary of this account? (circle one) **YES** **NO**

Is your spouse the SOLE beneficiary of this account? (circle one) **YES** **NO**

Enter your spouse's date of birth: ___ ___ (*month*) ___ ___ (*day*) ___ ___ ___ ___ (*year*)

Enter your spouse's name: _____

Enter your spouse's Security number: ___ ___ ___ - ___ ___ - ___ ___ ___ ___

Electing Your MRD Distribution

A disbursement equal to the MRD will be sent to you annually upon receipt of your properly completed form unless you notify us that you will be taking your MRD from another Plan (if allowed by Law).

Please process my MRD payment each year on the 15th of _____ (please indicate month).
Please note that if you are already re ceiving installment payments from this Plan (monthly, quarterly, semi-annual, or annual), any additional amount needed to satisfy your MRD will be processed by 12/31.

For this year's payment, unless you choose a specific m onth, if your properly comp leted request is received by Prudential on or before the 10 th day of the month, your dist ribution will be processed on the 15 th day of that month. I f received after the 10 th day, your distribution may be processed on the 15 th day of the following month. If the 15 th day falls on a holiday or weekend, processing will occur on the next business day. Checks may take up to three days before mailing.

☐ Please check this box if you would like your **initial** MRD payment processed on 3/15 of next year. This option is not available to beneficiaries. **Please note**: Taking this year's MRD payment next year will result in you receiving two MRD payments (2008, 2009) processed together on the same day.

Election For Withholding of Federal Taxes For MRD

Federal tax laws require us to withhold income taxes from the taxable portion of a qualifi ed retirement plan distribution. Some states also require withholding from the taxable portion of your distribution if federal income tax is withheld. MRD distributions are not eligible for rollover and are subject to 10% federal tax withholding unless you elect otherwise. You can elect to have no federal taxes withheld by checking the box below **. If you elect out of withholding, you are still responsible for payment of any taxes due, and you may incur penalties if your withholding and/or estimated tax payments are not sufficient**. If you do not check one of the options below, 10% federal income tax withholding will be automatically deducted from your payment. You can change your withholding election at any time by calling the toll free number on this form.

1. ☐ I elect to have federal income tax withheld at 10% from the taxable amount of my distribution.

2. ☐ I elect **not** to have federal income tax withheld from my distribution.

3. ☐ I elect **to have** federal income tax withheld at either the following percentage or dollar amount. The federal withholding calculated from y our election below must be at leas t 10% of the taxable distribution amount.

_____ % or $_____.00

Important information and signatures required on the following page

Election For Withholding of State Income Taxes

(For Single Sum Payments and Rollovers of non-Roth money to a Roth IRA)

A. Mandatory State Withholding: If you reside in a state where state income tax withholding is mandatory **AR, CA*, DE, IA, KS, MA, MD (mandatory for eligible rollover distributions only, subject to 20% mandatory federal withholding), ME, NC, NE, OK*, OR*, VA** or **VT*** applicable withholding will be deducted automatically, unless an election out is applicable (see below). Note: Some states require withholding if federal income tax is withheld from the distribution.

☐ My resident state is **AR, DE, KS, ME, NC, NE,** or **VA (for NE and VA, election out is allowed for payments from IRA's only)** and I do not want state income tax wi thholding deducted from my distribution. (An election out of **AR, DE, KS, ME, NC,** or **VA** state tax is not allowed for eligible rollover distributions , subject to 20% mandatory federal withholding.) ***Important note to Maine (ME) residents, If you elect out of ME withholding, you must either have elected out of federal withholding, or have no Maine State tax liability in the prior or current years.***

☐ *My resident state is one of the following: **CA, OK, OR, **VT** and withholding is required if federal income tax is withheld, unless I elect out of st ate withholding. By checking this box I am electing out of state withholding. **An election out is not allowed for eligible rollover distributions, subject to 20% mandatory federal withholding.

B. Voluntary State Withholding: Please check the appropriate box below. If state income tax withholding is not mandatory in your state, you may be allowed to request state tax withholding. If your state of residence is not listed, or if you choose a me thod of withholding that is not offered for your state, we cannot withhold state income tax.

☐ I reside in one of the following voluntary withholding states: **AL, CO, CT, DC, GA, ID, IL, IN, KY, LA, MD (non-eligible rollover distributions only), MI, MN, MO, MS, MT, ND, NE, NJ, NM, NY, OH, PA, RI, SC, UT, VA, WI, WV (NE and VA state withholding is voluntary for payments from IRA's only)** and would like state income tax withheld. (Specify a percentage or dollar amount to be withheld.)

_____% or $_____

☐ I reside in one of the voluntary withholding states listed above and I do not want state income tax withholding deducted from my distribution.

C. No State Withholding: Some states do not have state income tax withholding.

☐ My resident state is one of the following: **AK, FL, HI, NV, NH, SD, TN, TX, WA, WY** and there is no state income tax withholding.

☐ My resident state is **AZ** and there is no state income tax withholding on non-periodic (single sum) payments.

Important information and signature required on the following page

***For Married Participants**

Spousal Waiver

I am the participant's spouse. I understand that I am entitled to a spousal death benefit under the Plan based on the participant's account balance at the time of his or her death. I understand that if this spousal benefit is in the form of a "qualified joint and survivor annuity" or QJSA, an explanation of the QJSA and other payment options was provided to the participant with the participant's most recent quarterly statement. I realize that the participant cannot waive this spousal benefit and obtain a distribution in the form requested by the participant or obtain a loan unless I consent. I acknowledge that the transaction requested by the participant may reduce or eliminate any benefit otherwise payable to me. I have reviewed the paperwork associated with the participant's request and confirm that it identifies the payment option requested by the participant and any non-spouse beneficiary. I voluntarily consent to the participant's waiver or loan request and acknowledge that this will authorize the request.

X _____ *Date* ____/____/____

Spouse's signature - **must be witnessed by a notary public OR authorized plan representative.**

(Seal/Stamp)

Subscribed and sworn before me on the _____ day of _____, the year _____

State of _____, County of _____

My commission expires _____

X _____

Notary's signature

OR

X _____ *Date* ____/____/____

Authorized plan representative's signature

Your Authorization

I understand the information I have provided herein will be relied upon in processing my request. I am responsible for its accuracy in the event any dispute arises with respect to this transaction.

If your plan offers investment options that are subject to the fund's market timing policies, you may be subject to restrictions or incur fees if you engage in excessive trading activity in those investment fund options. You may wish to review the fund prospectus prior to submitting this transaction request. If a fee applies to the transaction, you will be able to view the details after the transaction is processed by logging on to the retirement internet site at www.prudential.com/online/retirement.

X _____ *Date* ____/____/____

Participant's signature

Your Plan's Authorization ***(If Required)***

This section must be completed by a plan representative to authorize the payment of plan benefits.

Vesting Percentage: ____ % (if applicable)

Date of Termination: ____-____-____ (If not previously submitted to Prudential)

month *day* *year*

X _____ *Date* ____/____/____

Plan Administrator or Authorized plan representative's signature

_____

Print name and title

X _____ *Date* ____/____/____

Plan Administrator or Authorized plan representative's signature (if two signatures are required)

_____

Print name and title

Prudential

Request for Name Change

Instructions **Please print using blue or black ink.** Send completed form to the following address or fax to **1-866-439-8602**. If faxing, please keep original for your records.

Prudential
30 Scranton Office Park
Scranton, PA 18507-1789

Questions?
Call 1-800-458-6333
for assistance.

About You

Plan number

Sub plan number (if applicable)

Security number

Daytime telephone number

area code

First name MI Last name

Name Change

My name has been changed to the following:

First name MI Last name

Reason: _____
example: marriage, divorce, court order, reported incorrectly, misspelled, etc.

We must receive one of the following documents to make a name change:

- Copy of the marriage certificate
- Copy of a court order or judgment indicating the name change
- Copy of Security card

X _____ *Date* _____
Your signature

SAMPLE

Prudential
Bring Your Challenges®

SPONSOR CENTER
REPORTS GUIDE

Prudential

Bring Your Challenges

Sponsor Center Reports Guide for Defined Contribution Plans

Sponsor Center Reporting Guide

Welcome to the Sponsor Center Reports Guide for Defined Contribution Plans!

The intent of this guide is to familiarize you with the various Defined Contribution reports featured on the Sponsor Center website. This guide also provides details relative to these reports to assist with the daily administration of your plan.

Table of Contents

This document features three individual sections, designed to acclimate you with the types of Defined Contribution reports available on the Sponsor Center. In addition, a data glossary describing the data fields is provided at the end of each section.

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Prudential
Bring Your Challenges

Section A

Payroll Changes

Payroll Changes

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What are Payroll Changes?

Payroll Changes serve as alerts around participant requests that may require a payroll change. These alerts are updated and available on the Sponsor Center on a daily basis. They can be generated into a report customized to suit your payroll frequency. It is important that Payroll Changes be reviewed and acted upon in a timely manner. The two types of Payroll Changes are: Contribution Rate Change and Loans (featuring Loan Starts, Loan Stops and Loan Reamortizations). In the next section, we will review the two types of Payroll Change reports.

Contribution Rate Change

Purpose: Identifies participants whose contribution deferral rates or dollar amounts were updated, such as a) newly enrolled participants due to active or automatic enrollment, b) existing participants that have increased or decreased deferral rates or dollar amounts, c) participants with automatic deferral increases, and d) participants who are beginning or ending a hardship suspension period. The report includes the reason for the deferral change, the participant's previous deferral rate or dollar amount and the employee source affected by the deferral change.

Format: Excel

Availability: Daily or as customized by user

Action Required: Ensure employee payroll deductions reflect the new contribution rates and/or amounts. Prior to beginning any contributions for newly enrolled participants, the sponsor should verify that the employee is eligible to participate in the plan. Contributions should be suspended for employees who are beginning a hardship suspension period and reinstated for employees ending a hardship suspension period.

SAMPLE Report

Alert Status	Participant Name	Account	Alert Type	Transaction Date	Sub Plan	Div Sub	Source	Previous Contribution Amount	Previous Contribution Rate	New Contribution Amount	New Contribution Rate	Contribution Type	Reason	Updated By	Updated Date
New	John Doe	123-45-6789	Contribution Rate Change	07/15/2013	000001	1120	EMPLOYEE PRE-TAX	$0.00	4.00%	$0.00	5.00%	Regular Contribution Deferral	CHANGE	Tom Smith	07/31/2013
Complete	Mary Anderson	987-65-4321	Contribution Rate Change	07/15/2013	000001	1120	EMPLOYEE PRE-TAX	50.00	5.00%	$0.00	0.00%	Regular Contribution Deferral	CHANGE	Tom Smith	07/31/2013

Loans (Start / Stop / Reamortization)

Purpose: Identifies participants who have a) initiated a new loan, b) paid off an existing loan, c) require a change in their loan deduction payment amount due to a reamortization or d) defaulted on a loan. The report provides details on the loan status, expected first payment date and amount, and the alert type (loan start, stop or reamortization).

Format: Excel

Availability: Daily or as customized by user

Action Required: Update payroll deductions to reflect new or reamortized loan payments and stop loan deductions for loans that have been paid off or defaulted.

SAMPLE Report

Alert Status	Participant Name	Account	Alert Type	Transaction Date	Sub Plan	Div Sub	Loan Number	Loan Initiation Date	Expected First Payment Date	Loan Type	Reamortization Date	Interest Rate %	Principal Due	Total Payments	Repayment Frequency	Original Loan Amount	Scheduled Repayment	Loan Status	Updated By	Updated Date
New	John Doe	123-45-6789	Loan Start	09/20/2012	00000	11120	1	09/20/2012	11/2/2012	General Purpose		4.25%	$5,600.00	120	Bi-Weekly	$6,220.47	$47.86	Active Loan Offset	Smith Tom	9/21/2012
New	Mary Anderson Michael	987-65-4321	Loan Stop	09/20/2012	00000	11120	1	07/26/2011		General Purpose		4.25%	$2,750.00	120	Bi-Weekly	$3,055.80	$23.53	Deemed Distributed Normal	Smith Tom	9/21/2012
New	Thomas (Kenq)	999-12-3456	Loan Stop Loan	09/18/2012	00000	11120	1	11-10-2009		General Purpose		4.25%	$4,000.00	78	Bi-Weekly	$4,283.23	$54.67	Loan off	Smith Tom	9/21/2012
Complete	Jones	999-45-6781	Reamortize	09/10/2012	00000	11120	1	11/28/2010	09-24-2012	Purpose	09/10/2012	4.25%	$1,958.54	122	Bi-Weekly	$2,163.38	$18.51	Active Loan	Smith	9/21/2012

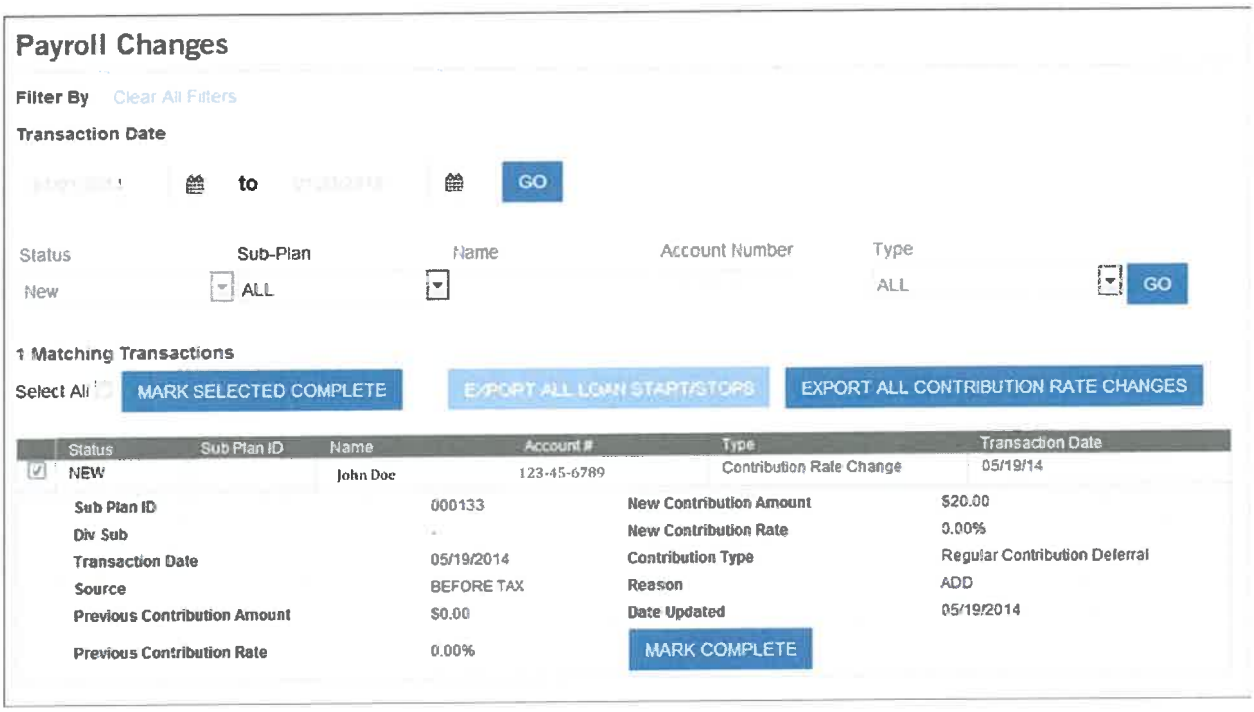
In the next section, we will review the Payroll Change screen.

Payroll Changes

Payroll Change screen

1) The Payroll Changes screen offers filters to the user to meet reporting needs. The filters are: 'Transaction Date', 'Status', 'Sub Plan ID', Name, Account Number (SSN) and 'Type'. (For field definitions, please review the Data Glossary at the end of this section.)

2) To view the details of an individual Payroll Change, click on the row associated with that alert. A window featuring information about that alert will display beneath the row (See image below).



3) To change the status of a Payroll Change from NEW to COMPLETE, (to indicate that the payroll change has been updated on the payroll system), click the box to the left of the individual row. Then, click the 'Mark Selected Complete' button. To mark all new Payroll Changes as complete, click the 'Select All' box and then click 'Mark Selected Complete' button. (Or click the 'Mark Complete' button within the drop down; see image above)

4) The 'Export all Loan Start / Stops' and 'Export All Contribution Rate Changes' buttons enable the user to download the Loan Start/Stop or Contribution Rate Change data into an Excel file for the status selected. Depending upon the sponsor's payroll file configuration, this exported file might be able to directly update the payroll system. You may export up to two calendar years of Payroll Alerts.

5) All sponsors are set up to receive a secured email from Prudential on Monday of each week. This will contain a text file of Contribution Changes and/or Loan Start/Stops that include transactions that occurred from Friday through Thursday. Should you no longer wish to receive that weekly secured email, please contact your Prudential Representative.

Payroll Changes

Note: Multiple contribution rate change entries for participants
For plans that allow participants to make contribution rate changes using the Participant Website, Interactive Voice Response system (IVR), and/or Participant Service Center, there may be several Contribution Rate Change rows for each participant.

If you are not entering changes on a daily basis, but rather capturing transactions on a weekly, biweekly, or semi-monthly frequency, you will need to sort the transactions by dates to ensure that you are entering the most recent change requested. For example, Employee A may decide they want to contribute 5% on 09/07. Then, on 09/13, they realize they need to defer more into their retirement account, so they elect to contribute 10%. If you are querying Contribution Rate Changes Payroll Alerts for two weeks, you'll want to be sure that you enter the most recent change (10% on 09/13) into your payroll system. You can do this by first sorting the report by participants, and then doing a secondary sort by the transaction date.

Data Glossary for Payroll Alerts

Data	Definition
Account	Social security number of the participant
Alert Status	Denotes if the participant information is New (no action taken) or has been marked as Completed (action taken)
Alert Type	Denotes the type of Payroll Alert (contribution, loan start, loan stop or loan reamortized)
Contribution Type	Describes the participant contribution (i.e. regular contribution deferral, catch-up, etc.)
Div Sub	A code used to distinguish grouping of participants for administrative and reporting purposes
Expected First Payment Date	Date of the first expected loan payment due from a participant
Interest Rate %	Percentage rate of Interest charged in respect to a particular loan
Loan Initiation Date	Date when a loan was issued to a participant
Loan Number	Unique numerical identifier which corresponds to a specific loan record
Loan Status	Status of a particular loan within a participant's account
Loan Type	Specifies the type of loan requested (general purpose, residential)
New Contribution Amount	Participant's updated contribution dollar amount
New Contribution Rate	Participant's updated contribution percentage rate
Original Goal Amount	Sum of original principal loan amount and original total interest amount
Participant Name	Indicates participant's first & last name
Previous Contribution Amount	Dollar amount of contributions a participant has previously deferred

Payroll Changes

Data	Definition
Previous Contribution Rate	Percentage value of contributions a participant has previously deferred
Principal Due	Dollar amount of the principal owed on a loan that remains outstanding at current date
Reamortization Date	Date a particular loan is reamortized
Reason	Reason why the contribution rate change was made (add, auto enroll, change)
Repayment Frequency	Identifies the frequency at which loan payments are due
Scheduled Repayment	The loan repayment amount expected based on the amortization schedule
Source	Specific source within the plan or participant's account impacted by the transaction
Sub Plan	Unique identification number associated with a sub plan
Total Payments	Total number of payments on the amortization schedule
Transaction Date	Date that the transaction occurred
Updated By	Represents the person who completed the required action listed on the Payroll Alert
Updated Date	Date the required action was marked as completed for the participant listed on the Payroll Alert

Prudential
Bring Your Challenges

Section B

Action Required Reports

Action Required Reports

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What are Action Required reports?

Action Required Reports require prompt review and action! These reports automatically run on a given frequency and are available on the Sponsor Center in .pdf or Excel format for retrieval on the Monday of every week. Several of these reports are based upon the products/features that a plan has adopted, so the Action Required reports displayed for each plan may vary. It is important that Action Required Reports be reviewed and acted upon in a timely manner. (Note: Weekly Action Required reports will have a reporting period from Sunday – Saturday, while Monthly Action Required reports will have a reporting period from the first day of the month through the last day of the month).

In our next section, we will review each of the 13 Action Required reports.

Action Required Reports

Contribution Limit Monitoring

Purpose: Identifies which participants are approaching, are at, or have exceeded the IRC 402(g) limit. The report displays the current year deferral contribution limit for reference and includes participants' birth dates and year-to-date pre-tax + Roth (as applicable) contributions. Also included is an indicator for monitoring those eligible for additional age 50 or older 'catch-up contributions' (if permitted by the plan).

Format: .pdf or Excel (Default format is Excel)

Availability: Weekly

Action Required: Attention to this report allows you to monitor the maximum employee contributions for participants who are approaching the limit, stop future deductions for participants at the maximum limit and refund contributions for those that have exceeded the maximum contribution limit.

SAMPLE Report

Current Year Contribution Limit: $17,500.00
Additional Age 50 Catch Up Limit*: $5,500.00
(*if applicable to plan)

Last Contribution Pay Period End Date	Last Contribution Trade Date	Plan ID	Sub Plan ID	Div Sub ID	SSN	Employee ID	Participant Name	Birth Date	YTD PreTax Contributions	Approaching, At, or Exceeding	Participant 50 or Older in Current Year
05/31/2013	06/03/2013	123456	000001	1040	123-45-6789	0000001	John Doe	02/25/1965	$16,923.06	Approaching	No
05/31/2013	06/03/2013	123456	000001	1040	987-65-4321	0000002	Mary Anderson	05/20/1965	$16,923.06	Approaching	No

eEnrollment Annual Notice

Purpose: Report provides the names and addresses of participants in plans using eEnrollment that require an annual notice due to automatic enrollment. (Note: Safe Harbor annual notices cannot be provided through eEnrollment.) If the plan sponsor has elected to provide the annual notice to their participants, the plan sponsor can utilize this report to create the mailing.

Format: .pdf or Excel (Default format is Excel)

Availability: Monthly

Action Required: The plan sponsor is required to provide individuals included on this report copies of the Annual Notice.

SAMPLE Report

Sub Plan ID	First Name	MI	Last Name	SSN	Address Line 1	Address Line 2	City	State	Zip
000001	John		Doe	123-45-6789	1 Main Street		Anytown	NJ	088301234
000002	Mary		Thomas	987-65-4321	1 Smith Avenue		Anycity	NJ	088301235

eEnrollment Document

Purpose: Provides the names and addresses of a) new participants who elected to have a copy of the eEnrollment package distributed to them by the sponsor and b) participants receiving an eEnrollment package due to forced paper. Forced paper indicates that a participant defaulted to paper since he/she did not select the paper or electronic option prior to their affirmation end date.

Format: .pdf or Excel (Default format is Excel)

Availability: Weekly

Action Required: The plan sponsor is required to provide individuals included on this report copies of the eEnrollment package.

SAMPLE Report

Sub Plan ID	First Name	MI	Last Name	SSN	Address Line 1	Address Line 2	City	State	Zip	Auto Enrollment Date	Affirmation End Date
000001	John		Doe	123-45-6789	1 Main Street		Anytown	NJ	088301234	May 17, 2013	
000001	Mary		Anderson	987-65-4321	1 Smith Avenue		Anycity	NJ	088301235	May 17, 2013	

Forfeiture Account

Purpose: Provides the balance in the forfeiture account by each contribution source. Includes beginning and closing balance, debits and credits in these sources and provides a summary of the balance in the plan forfeiture account.

Format: .pdf or Excel (Default format is Excel)

Availability: Monthly

Action Required: As plan sponsor, you may need to take immediate action regarding the plan's forfeiture account. Please review your plan provisions and the forfeiture summary to determine the amounts to be used and the method in which forfeitures are to be used.

SAMPLE Report

	Source 1	Source 2	Source 3	Source 4	Source 5	Source 6	Source 7
Beginning Balance:	0.00	539.42	50.62	119,533.99	0.00	0.00	0.00
Additions:	0.00	0.00	0.00	60,335.97	0.00	0.00	0.00
Reductions:	0.00	(538.18)	(50.65)	(153,376.61)	0.00	0.00	0.00
Investment Earnings:	0.00	(0.93)	0.03	97.64	0.00	0.00	0.00
Dividends / Capital Gains:	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Ending Balance:	0.00	0.31	0.00	26,590.99	0.00	0.00	0.00

Action Required Reports

Hardship Withdrawal Suspension Start/Stop

Purpose: Identifies participants who a) have initiated a hardship withdrawal and are suspended from employee contribution deductions or b) have ended a suspension period and may resume payroll deductions.

Format: .pdf or Excel (Default format is Excel)

Availability: Weekly

Action Required: This report identifies participants who have initiated a hardship withdrawal and are now temporarily suspended from making contribution deductions. The report will indicate that you "stop" contribution deductions. Also identified on this report are participants that have completed their hardship withdrawal suspension period and can now begin making their contribution deductions. The report will indicate that you "start" contribution deductions. Please note: If you use Payroll Alerts or upload a Contribution Rate file, no further action may be needed.

SAMPLE Report

Participant Name	SSN	Sub Plan ID	Div Sub ID	Participant Status	Hardship Amount	Hardship Withdrawal Date	Suspension Months	Suspension End Date	Action Required
John Doe	123-45-6789	000001	1120	Suspended - Employee Contributions Only	441.00	06/05/2013	6	12/05/2013	Stop

Invalid Email Address

Purpose: Lists information for participants with email addresses that have failed delivery. Report provides the invalid email address and the date the email was determined invalid.

Format: .pdf or Excel (Default format is Excel)

Availability: Monthly

Action Required: Since these mailing addresses are invalid or incomplete on our recordkeeping system, accounts are flagged and delivery will change to U.S. Mail until a valid email address is provided. It is the duty of the plan fiduciary to maintain and provide accurate plan and participant records.

SAMPLE Report

Sub Plan ID	Div Sub ID	Participant Name	SSN	Participant Status	E-Mail on File	Date Reported Invalid
000001	1120	John Doe	123456789	Active - Eligible for Contributions	john.doe@abc.com	1/8/2013
000001	1120	Mary Anderson	987654321	Terminated - Payment Deferred	mary.anderson@abc.com	8/2/2013

Action Required Reports

Invalid Participant Address

Purpose: Lists participants, beneficiaries and alternate payees whose mail was marked as undeliverable and returned to Prudential. As a result, the mailing addresses are flagged as invalid or incomplete and all materials scheduled to be mailed will not be distributed.

Format: .pdf or Excel (Default format is Excel)

Availability: Monthly

Action Required: Since these mailing address are now invalid or incomplete on our recordkeeping system, it is the duty of the plan fiduciary to maintain and provide accurate plan and participant records.

SAMPLE Report

Participant Name	SSN	Sub Plan ID	Div Sub ID	Participant Status	Extended Participant Status	Bad Address Date	Address on Record
John Doe	123-45-6789	000001	1120	Active - Eligible for Contributions	Normal	6/31/2007	1313 Mockingbird Lane

Loans Risking Default

Purpose: Identifies participants with loans that are in danger of defaulting due to at least one missed loan repayment. The report includes the last payment received, the delinquent amount required to bring the loan current, the reason why participant appears on the report and the date that the loan will default.

Format: .pdf or Excel (Default format is Excel)

Availability: Weekly

Action Required: Review this report on a weekly basis and take the appropriate action to ensure participants' loans remain compliant with regulatory requirements. If no action is taken to bring a loan current, the loan will continue to appear on future weekly reports until the time when the loan is defaulted or brought current. Note: Participants on Leave of Absence (LOA) with a status of "Active" and an extended status of "Unpaid Leave of Absence" will not appear on the report until they reach the earlier of: 12 months on Leave of Absence (LOA) or Loan payoff date.

If reamortization or extension of loan duration for a LOA loan is permitted, please contact your Prudential Representative. Prudential should be notified promptly when a participant goes on LOA, returns from LOA, or is on a military leave.

SAMPLE Report

Participant Name	SSN	Sub Plan ID	Div Sub ID	Participant Status	Extended Participant Status	Loan Number	Repayment Type	Original Loan Amount	Loan Initiation Date	Scheduled Loan Repayment Amount	Repayment Frequency	Last Amount Remitted	Next Expected Repayment Date	Date Delinquent Amount Set	Delinquency Reason	Pending Default Date
John Doe	123-45-6789	000001	1120	Active - Eligible for Contributions	Normal	2	Payroll Deduction	12,490.36	10/31/2011	108.03	Bi-Weekly	108.03	02/06/2013	948.47 06/07/2013	Missed Payments	06/28/2013

Action Required Reports

Missing Enrollment Information

Purpose: Identifies participants that are "partially" enrolled. Prudential may not be able to report account information to these participants due to missing information. If the investment elections are missing, any contributions received will be applied to the plan's default investment. Indicates the number of days that pseudo enrollees have been on the recordkeeping system with missing information and the amount of contributions that were received.

Format: .pdf or Excel (Default format is Excel)

Availability: Weekly

Action Required: Review this report and provide the information requested to Prudential, as noted in the "Information Needed" column.

SAMPLE Report

SSN	Sub Plan ID	First Name	MI	Last Name	Participant Status	Contribution Amount	First Contribution Received*	Days the Participant Has Been on Recordkeeping System (as of Report Run Date)	Information Needed	Div Sub ID	Employee ID	Address Line 1	Address Line 2	City	State	Zip	Participant Type	Age	Birth Date	Hire Date
123456789	000001	John		Doe	Active - Eligible for Contributio	69.24	11/13/2014	11	Missing Allocations			1 Main Street		Anytown	NJ	08830	Participant	25	07/02/1988	06/10/2014
987654321	000002	Mary		Thomas	Terminated - Payment Deferred	9,316.76	11/16/2012	850	Missing Allocations			1 Smith Avenue		Anycity	NJ	08831	Participant	26	03/29/1988	06/15/2009

Plan Expense Account Summary

Purpose: Details the balance and activity within the plan expense account (666-66-6666). It provides opening and closing balance, fund(s) associated with the account, debits, credits and investment earnings.

Format: .pdf or Excel (Default format is Excel)

Availability: Monthly

Action Required: Immediate action may need to be taken by the plan sponsor regarding the plan's expense account. All dollars need to be spent on plan expenses or allocated to plan participants as of the end of the plan year in which they are deposited. Please review your plan provisions and this expense summary to ensure that plan expense account balances are used timely and appropriately.

SAMPLE Report

Plan Year: 12/31
SSN: 666-66-6666

Investment	Beginning Balance	Additions	Deductions	Investment Earnings	Ending Balance
Gibraltar Guaranteed Fund	9,254.59	0.00	0.00	20.24	9,274.83
Guaranteed Income Fund	0.00	0.00	0.00	0.00	0.00
Total	**9,254.59**	**0.00**	**0.00**	**20.24**	**9,274.83**

Action Required Reports

Terminated Participants with Contribution Activity – Distributions Not Processed

Purpose: Lists information for terminated participants, who have not taken a distribution and for whom Prudential has received and processed contributions for after the reported termination date. Report provides the pay period ending dates for the contributions received and each contribution amount processed.

Format: .pdf or Excel (Default format is Excel)

Availability: Weekly

Action Required: Review this report to ensure participants' employment statuses are correct. If the participant has been rehired, provide rehire information to Prudential so the recordkeeping system can be updated.

SAMPLE Report

Pay Period End Date	Check Date	Participant Name	SSN	Sub Plan ID	Div Sub ID	Termination Date	Trade Date	Source	Contribution Amount
05/26/2013	05/31/2013	John Doe	123-45-6789	000001	1120	05/24/2013	06/03/2013	COMPANY MATCH	259.94
05/26/2013	05/31/2013	John Doe	123-45-6789	000001	1120	05/24/2013	06/03/2013	EMPLOYEE PRE-TAX	693.18
Total for Participant Doe, John									**953.12**
05/26/2013	05/31/2013	Mary Anderson	987-65-4321	000001	1120	05/24/2013	06/03/2013	COMPANY MATCH	87.70
05/26/2013	05/31/2013	Mary Anderson	987-65-4321	000001	1120	05/24/2013	06/03/2013	EMPLOYEE PRE-TAX	116.94
Total for Participant Anderson, Mary									**204.64**
Total Contribution Amount for Pay Period End Date	**05/26/2013**								**1,157.76**
Total Contribution Amount for Report Period									**1,157.76**

Terminated Participants with Contribution Activity – Distributions Processed

Purpose: Lists information for terminated participants, who have taken a full distribution, yet for whom Prudential has received and processed contributions for after the distribution. Report provides the pay period ending dates for the contributions received and each contribution amount processed.

Format: .pdf or Excel (Default format is Excel)

Availability: Weekly

Action Required: Review this report to ensure participants' employment statuses are correct. If the participant has been rehired, provide rehire information to Prudential so the recordkeeping system can be updated.

SAMPLE Report

Pay Period End Date	Check Date	Participant Name	SSN	Sub Plan ID	Div Sub ID	Termination Date	Trade Date	Source	Contribution Amount
05/26/2013	05/31/2013	John Doe	123-45-6789	000001	1120	05/24/2013	06/03/2013	COMPANY MATCH	259.94
05/26/2013	05/31/2013	John Doe	123-45-6789	000001	1120	05/24/2013	06/03/2013	EMPLOYEE PRE-TAX	693.18
Total for Participant Doe, John									**953.12**
05/26/2013	05/31/2013	Mary Anderson	987-65-4321	000001	1120	05/24/2013	06/03/2013	COMPANY MATCH	87.70
05/26/2013	05/31/2013	Mary Anderson	987-65-4321	000001	1120	05/24/2013	06/03/2013	EMPLOYEE PRE-TAX	116.94
Total for Participant Anderson, Mary									**204.64**
Total Contribution Amount for Pay Period End Date	**05/26/2013**								**1,157.76**
Total contribution Amount for Report Period									**1,157.76**

Action Required Reports

Undistributed Benefits

Purpose: Provides information for deceased participants with account balances that Prudential a) does not have beneficiary information or b) has yet not received the necessary beneficiary claim forms. The report also lists beneficiary accounts that do not have required minimum distribution (RMD) payments set up on the recordkeeping system. The participant's account balance, date of birth and death are provided in the report.

Format: .pdf or Excel (Default format is Excel)

Availability: Monthly

Action Required: Review this report to ensure that beneficiary claims are filed timely for deceased participants and beneficiary accounts are compliant with applicable required minimum distribution (RMD) regulations. The plan sponsor is required to provide beneficiary information if Prudential does not have this information on file. It is the duty of a plan fiduciary to maintain accurate plan records and establish appropriate plan procedures to ensure compliance with RMD regulations and the payment of death benefits.

SAMPLE Report

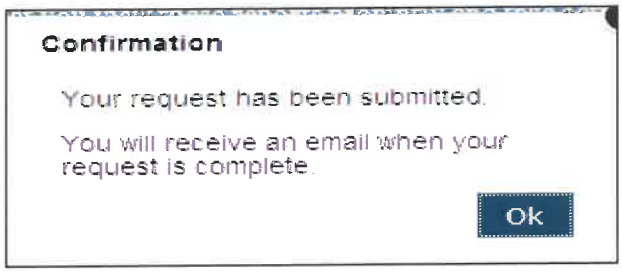
	Deceased Participant Information		Beneficiary Information						
Sub Plan ID	Beneficiary Type	SSN	Name and Address	Date of Death	Birth Date	Account Balance	SSN	Name and Address	Birth Date
000001	Participant	999-99-9999	Michael Edwards 123 First Street Chatsworth, CA 91311	03/07/2012	02/03/1959	2.25			
	Participant	999-99-9999	Cynthia Jones 80 Main Street Street Compton, CA 90221	02/23/2010	05/21/1966	0.08			

Generating an Action Required report

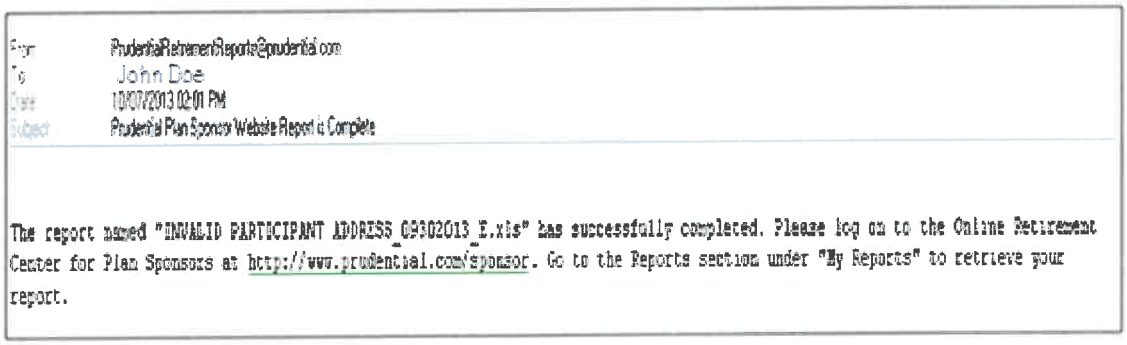
1) Click on 'Action Required' (refer to image below)
2) Choose Email Notification (the default is yes). If selected, you will receive an email when the report is complete.
3) Select the type of output (.pdf or Excel)
4) Determine which report you wish to view and click on the corresponding date link; *or*
5) Run all of the most recent reports simultaneously by clicking on 'Submit Latest Reports'.

Action Required Reports

After you have clicked on the report's date link - *or* - selected to run all the latest Action Required reports, you will receive a confirmation.



If you opted for Email Notification, you will receive an email when the report(s) is (are) available. A sample is shown below.

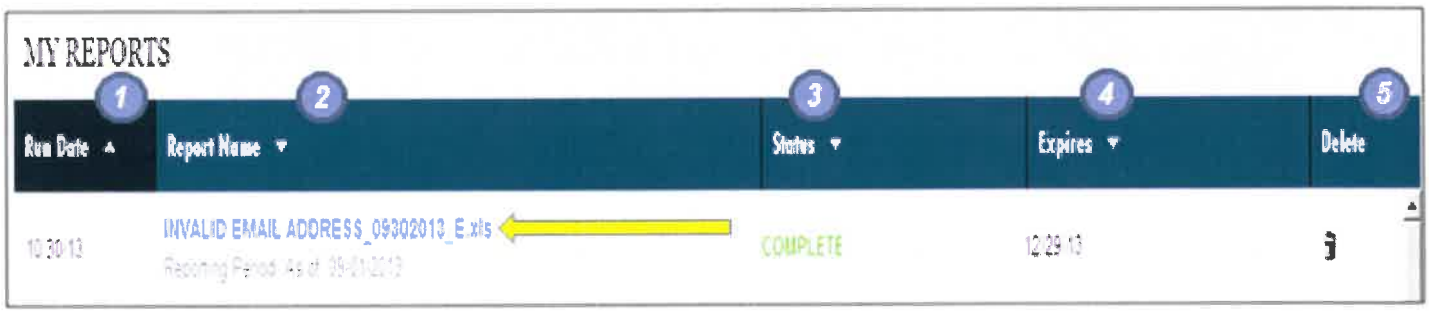


Retrieving an Action Required Report (My Reports Section)

To retrieve your reports, go to 'My Reports' located at the bottom of each screen within the Reports section. Descriptions of fields in the My Reports section are displayed below.

Action Required Reports

To view your report once it is complete, click on the report's name. Depending upon your system's configurations, the report may automatically open – or – you may need to download it. Please follow prompts as necessary.



1. Run Date	Displays the date a report was executed. You may display the run dates in ascending or descending order. Note: Any report run at 11:59pm EST or prior on a particular date, will have a run date with that same date.
2. Report Name	Mirrors the report name from the Action Required tab. Note that the name of an Action Required report will end with _E or _P, indicating if the report was run in Excel or .pdf.
3. Status	There are 5 possible statuses. The first status will be Executing. Click 'Refresh' on your browser periodically to advance to the next status. The next status will be Complete, Failed or Unavailable. (If your report receives a status of Failed or Unavailable, you will automatically receive an email.) Reports remain in the My Reports section for 60 days after the run date, unless the user opts to delete them. When a report has aged 53 days, the Expiring status will display to alert the user than in 7 days this report will be removed from the website.
4. Expires	Displays the date that a report will expire off the website. Should you need to retrieve a report that has expired off the website, please contact your Prudential Representative.
5. Delete	Click on the Trash can next to a specific report to delete it.

Data Glossary for Action Required Reports

Data	Definition
Account Balance	Dollar amount of the participant's account excluding loans, at the end of the reporting period as listed on the report. (Specific to the Undistributed Benefits report)
Account Number	The Social Security Number of the participant
Action Required	Describes the actions needed by the plan sponsor after reviewing the report
Additional Age 50 Catch Up Limit	Amount of additional retirement savings contributions allowed to be made by a participant (age 50 and over) as provided by guidelines established by IRS
Additional Payment / Additional Payment Amount	Amount of additional contributions processed to a terminated participant's account
Additions	Dollar amount added to the forfeiture / plan expense account
Address Line 1	The first line of a Participant's home mailing address.

Action Required Reports

Address Line 2	The second line of a participant's home mailing address
Address on Record	Participant's mailing address listed on recordkeeping system(s)
Affirmation End Date	The last day the Participant can agree to receive their eEnrollment online or can elect to receive paper
Amount of Contribution(s) Received	Dollar amount of contribution(s) processed on a participant's account
Approaching, At, or Exceeding	Indicates if participant is approaching, at or has exceeded the IRC 402(g) limit
Auto Enrollment Date	Date of participant's enrollment into the Automatic Enrollment program
Bad Address Date	Date that a participant's mailing address is reported as invalid
Beginning Balance	Dollar amount of the initial assets in a plan's or a participant's account
Beneficiary Information – Name and Address	First name, last name and address of beneficiary used for the purpose of account identification. (Specific to the Undistributed Benefits report)
Beneficiary Type	Identifies a beneficiary as primary or secondary (if established)
Beneficiary Information - SSN	The social security number of the beneficiary
Birth Date / Date of Birth	The birth date of the participant and/or beneficiary
Check Date	The date associated with a given employee's payroll cycle
City	The city name associated with a given participant's address
Closing Balance / Ending Balance	Dollar amount of the assets in the plan's or participant's account as of the end of the reporting period
Contribution Amount	Dollar amount of the contributions received
Current Year Contribution Limit	Maximum dollar amount a participant is permitted to contribute to the account as per the 402(g) limit
Date Delinquency Set	Date indicating when the loan delinquent amount was calculated. This date may be eliminated if the delinquent amount is repaid. It may also fluctuate, in the event a participant submits only a portion of the delinquent amount.
Date of Death	The deceased date of the participant
Date of First Contribution Received	The date that the first contribution occurred
Date Reported Invalid	The date when a participant's work email address was determined to be invalid
Deductions	Dollar amount deducted from the plan's expense account. This is the amount paid to any/all vendors of the plan, and includes any Financial Advisor fees. This report does not itemize by vendor and amount paid per vendor; it only displays the total per fund.
Delinquent Amount	The total amount of overdue repayments on an outstanding loan as of the date delinquency was set. This amount may be eliminated if the delinquent amount is repaid. It also may fluctuate, in the event a participant submits a portion of the delinquent amount.

Action Required Reports

iv Sub ID	A code used to distinguish grouping of participants for administrative and reporting purposes
ividends / Capital Gains	Dollar amount of earnings divided among shareholders / amount in dollars resulting from sale of investments
-Mail on File	Email address listed on the recordkeeping system
mployee ID	Unique identification number used by the employer to identify the employee
xtended Participant Status	The description associated with the participant's extended status code
irst Name	First name of participant used for the purpose of account identification
lardship Amount	Dollar amount that was distributed as a hardship withdrawal to the participant
lardship Withdrawal Date	The date that the hardship withdrawal occurred
nformation Needed	Indicates the information needed to complete a participant's enrollment
nvestment	Title or description which identifies one fund from another by name
nvestment Earnings	Dollar amount of the gains or losses on investments from participant or plan accounts
oan Amount Remitted	The amount of the last payment received on a participant's loan
ast Contribution Pay Period nd Date	Payroll date associated with the last contribution that was remitted for a participant's account
ast Contribution Trade Date	Date when the last contribution was invested in a participant's account
ast Name	Surname of Participant used for the purpose of account identification
oan Amount Remitted	The amount submitted to satisfy payment due on a loan
oan Initiation Date	Date when a loan was issued to a participant
oan Number	Unique numerical identifier which corresponds to a specific Loan Record
Middle Initial (MI)	The middle initial of the participant's name
Name and Address	This field appears twice on the Undistributed Benefits Report. One field is to capture the participant's first name, last name and address; the other is to capture the beneficiary's first name, last name and address
Next Expected Repayment Date	Date upon which the next payment is due
Number of Days the Participant Has Been on Recordkeeping System (as of Report Run Date)	Represents the number of days that a participant has been partially enrolled on the recordkeeping system as of the reporting period end date
Original Loan Amount	Original loan amount at the date of issue
Participant 50 or Older in Current Year	Indicates if the participant's age is or will be 50 years old in the current year (Yes/No)
Participant Date of Birth	The date associated with a participant's birth

Action Required Reports

Participant Name	Indicates participant's first , middle & last name
Participant Status	Indicates the participant's status as of the reporting period (Active, Terminated, etc.)
Pay Period End Date	The end date related to the payroll period for a specific financial transaction
Pending Default Date	Date upon which a loan will default if no more payments are received
Plan Name	Legal name of a particular plan
Plan Number / Plan ID	Unique identification number associated with a particular plan
Plan Source Name	Specific source within the plan or participant's account that is impacted by the transaction
Plan Subplan Number	Unique identification number associated with a sub plan
Plan Year	The last day of the plan year (mm/dd format)
Reason	Identifies why a loan has been classified as delinquent. (missed payment, partial payment, etc.)
Reductions	Identifies, by source, the dollar amount deducted against the forfeiture account
Repayment Frequency	Identifies the recurrence for which loan payments are due (biweekly, weekly, etc.)
Repayment Type	Indicates how the participant loan repayments will be submitted
Report Action Required	Describes the actions needed by the plan sponsor after reviewing the report
Report Description	Summary of the contents of the report
Report Period	Date range used for the report
Report Run Date	Date that the report was generated
Scheduled Loan Repayment Amount	The loan repayment amount expected based on the amortization schedule
Source	Specific source in the plan or participant's account that is impacted by the transaction
SSN	The Social Security Number of the participant and/or beneficiary
State	The state name associated with a given participant's address. In cases where there is a foreign address, the state field may be populated with foreign country name.
Sub Plan ID	Unique identification number associated with a sub plan
Suspension End Date	Date when a period of hardship suspension ends
Suspension Months	Number of months that a participant is suspended due to hardship withdrawal
Termination Date	Date upon which a participant's employment terminates
Total	The total amount of activity for the reporting period

Action Required Reports

Total Amount	The total amount of activity for the reporting period
Total for Participant	The total amount of activity within the account by participant
Total of Accounts for Plan	The total number of participants in the plan that are missing enrollment information
Total of Accounts for Sub Plan	The total number of participants in each sub plan that are missing enrollment information
Total Contribution Amount for Pay Period End Date	The total dollar amount of additional contributions distributed to terminated participants for the selected pay period end date
Total Contribution Amount for Report Period	The total dollar amount of additional contributions distributed to terminated participants for the requested reporting period
Total of Contribution Balances for Plan	Total dollar amount of contributions for participants with missing enrollment information
Total of Contributions Balances for Sub Plan	Total dollar amount of contributions for participants in each sub plan with missing enrollment information
Trade Date	This date represents the actual date in which the financial transaction was executed.
YTD PreTax Contributions	Sum of a participant's elective deferrals made to date (including Roth contributions, if applicable) based on the reporting period selected
Zip	A numeric value representing the residential areas used in the United States for participant mailings and geographical association

Prudential
Bring Your Challenges

Section C

Prudential Templates

SPONSOR CENTER REPORTS GUIDE FOR DEFINED CONTRIBUTION PLANS

Prudential Templates

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Prudential Templates

What are Prudential Templates?

Prudential Templates offer a variety of reporting options to assist you with the daily administration of your company's retirement plan.

There are currently 21 templates. Some summarize the data on a plan level, while others itemize the data by participant.

Samples of each template are also available for you to preview prior to generating a template. Definitions of every data field featured in the templates can be found in the Data Glossary located at the end of this document.

All of the Prudential Templates are available in Standard format. Many of the templates can also be customized to suit your reporting needs. Customization offers the ability to:

- Add optional fields
- Apply data filters
- Select specific Sub Plan IDs to include (vs. including all)

Customization options vary by template. Any template which is customized will only be available in Excel format. In the next section, we will review each of the 21 Prudential Templates.

Authorized Sponsor Center Users

Purpose: Identify employees that have access to the Sponsor Center and their user roles
Customization: Not available
Formats Available: .pdf or Excel
Reporting Period: As of current date (Date is systematically applied; user not required to enter date information)
Recur Report Option: Not available

Standard data fields (listed in alphabetical order) *Note: There are no optional fields available for this template.*
Email Address
First Name
Last Name
MI (Middle Initial)
Security Role
Sub Plan ID

Additional Template Details	
Sort Order (in tiers)	All sorting tiers are systematically coded for this template: Tier 1: Sub Plan ID Tier 2 Last Name Tier 3 Security Role

Prudential Templates

Balances

Purpose: View participant investments by source and dollar amounts

Customization: Available (May add optional data fields, apply filters and select specific Sub Plan IDs)

Formats Available: Excel only

Reporting Period: Defaults to prior month's end date (As of date). User may customize date to suit reporting needs. Dates available are from January 1st of 2 years prior through most recent close of business date. (For custom dates, please select the year first, then the month, from the calendar icons provided)

Recur Report Option: Available for monthly or quarterly reporting periods. Not available for custom reporting periods.

STANDARD data fields: (listed in alphabetical order)	OPTIONAL data fields: (listed in alphabetical order)
Account Balance (Including Loans) First Name Last Name MI (Middle Initial) Participant Status Source (1 column per source) SSN (Social Security Number) Sub Plan ID	Address Age Birth Date Div Sub ID Employee ID Extended Participant Status Generation Hire Date Investment Participant Type Plan Entry Date Rehire Date Termination Date Units / Shares *(if choosing, also select Investment)*

Additional Template Details	
Filters available (Custom) (Items in blue are optional fields)	Account Balance (Including Loans) Investment Last Name Participant Status Source SSN
Participant Status	The Standard template includes any participant status categorized as *Active & Eligible* and *Suspended Due to Hardship*. The Custom template enables the user to decide which participant statuses to include via the Participant Status filter. (The Participant Status filter defaults to *Active & Eligible* and *Suspended Due to Hardship*).
Sort Order (in tiers): (Items in blue are optional fields)	Tier 1 (Built in logic): Sub Plan ID Tier 2 (User Selects): SSN (Full or masked) or Last Name Tier 3 (Built in Logic): Investment (An SSN may have multiple investments. If so, Tier 3 displays the participant's investments in alphabetical order)

Beneficiary

Purpose: View participant beneficiary elections being maintained by Prudential Retirement

Customization: Available (May add optional data fields, apply filters and select specific Sub Plan IDs)

Formats Available: .pdf & Excel (If customizing the template, only Excel is available)

Reporting Period: Defaults to prior month's end date (As of date). User may customize date to suit reporting needs. Dates available are from January 1st of 2 years prior through most recent close of business date. (For custom dates, please select the year first, then the month, from the calendar icons provided)

Recur Report Option: Available for monthly or quarterly reporting periods. Not available for custom reporting periods.

STANDARD data fields: (listed in alphabetical order)	OPTIONAL data fields: (listed in alphabetical order)
Beneficiary Election Date	Account Balance (Excluding Loans)
Beneficiary Name	Address
Beneficiary Percentage	Age
Beneficiary Relationship	Birth Date
Beneficiary Type	Direct Service Option Indicator
First Name	Div Sub ID
Last Name	Employee ID
MI (Middle Initial)	Extended Participant Status
Participant Status	Generation
Participant Type	Hire Date
SSN (Social Security Number)	Plan Entry Date
Sub Plan ID	Rehire Date
	Termination Date

Additional Template Details	
Filters available (Custom)	Last Name Participant Status SSN
Participant Status	The Standard template includes all participant statuses. The Custom template enables the user to decide which participant statuses to include via the Participant Status filter. (The Participant Status filter default is all participant statuses.)
Sort Order (in tiers):	Tier 1 (Built in logic): Sub Plan ID Tier 2 (User Selects): SSN (Full or masked) or Last Name Tier 3 (Built in logic): Beneficiary Type (primary, secondary) Tier 4 (Built in logic): Beneficiary Relationship Tier 5 (Built in logic): Beneficiary First Name

Prudential Templates

Census

Purpose: View participant demographics and indicative data

Customization: Available (May add optional data fields, apply filters and select specific Sub Plan IDs)

Formats Available: .pdf & Excel (If customizing the template, only Excel is available)

Reporting Period: Defaults to prior month's end date (As of date). User may customize date to suit reporting needs. Dates available are from January 1st of 2 years prior through most recent close of business date. (For custom dates, please select the year first, then the month, from the calendar icons provided)

Recur Report Option: Available for monthly or quarterly reporting periods. Not available for custom reporting periods.

STANDARD data fields: (listed in alphabetical order)	OPTIONAL data fields: (listed in alphabetical order)	
Account Balance (Including Loans)	5% Owner	*(continued)*
Account Balance (Excluding Loans)	Alternate Tax State	HCE Indicator
Address	Alternate Vesting Date	IncomeFlex Select Allocations
Age	Auto Enrollment Date	IncomeFlex Select Balance
Birth Date	Auto Enrollment Decline Date	IncomeFlex Target Allocations
First Name	Auto Enrollment Indicator	IncomeFlex Target Balance
Hire Date	Contribution Accelerator Indicator	Invalid Email Address
Last Name	Date of Death	Marital Status
Loan Balance (Principal + Accrued Interest)	Default Investor	Partial GoalMaker Percent
MI (Middle Initial)	Direct Service Option Indicator	Participant Payroll Frequency
Rehire Date	Div Sub ID	Participant Statement Preference Format
Participant Status	Employee ID	Plan Year YTD Hours of Service
Participant Type	Employee Type	Preferred Email Address
Plan Entry Date	Extended Participant Status	Received Invalid Email Address
SSN (Social Security Number)	Forced Action Date	Termination Reason
Sub Plan ID	Gender	Work Email Address
Termination Date	Generation	Years of Service
Vested Account Balance	GoalMaker Enrolled Indicator	

Additional Template Details	
Filters available (Custom)	Account Balance (Excluding Loans) Age Last Name Participant Type Participant Status SSN
Participant Status	The Standard template includes any participant status categorized as *Active & Eligible* and *Suspended Due to Hardship*. Note that for this template, the *Active & Eligible* participant status will include all employees who are eligible to participate, regardless of whether or not they ever participated in the plan. The Custom template enables the user to decide which participant statuses to include via the Participant Status filter. (The Participant Status filter defaults to *Active & Eligible* and *Suspended Due to Hardship*.)
Sort Order (in tiers):	Tier 1 (User Selects): SSN (Full or masked) or Last Name

Contribution Deductions

Purpose: Identify participants that are eligible to participate or currently participating, along with their deferral rates or dollar amounts maintained on the recordkeeping system. (Note: This template will only be available if Prudential is tracking the deferral rates/amounts for a plan.

Customization: Available (May add optional data fields, apply filters and select specific Sub Plan IDs)

Formats Available: .pdf & Excel (If customizing the template, only Excel is available)

Reporting Period: Defaults to prior month's end date (As of date). User may customize date to suit reporting needs. Dates available are from January 1st of 2 years prior through most recent close of business date. (For custom dates, please select the year first, then the month, from the calendar icons provided)

Recur Report Option: Available for monthly or quarterly reporting periods. Not available for custom reporting periods.

STANDARD data fields: (listed in alphabetical order)	OPTIONAL data fields: (listed in alphabetical order)
Contribution Rate ($) Contribution Rate (%) Contribution Type First Name Last Change Date Last Name MI (Middle Initial) Participant Status Source SSN (Social Security Number) Sub Plan ID	Address Age Birth Date Div Sub ID Employee ID Extended Participant Status Generation Hire Date Participant Type Plan Entry Date Rehire Date Termination Date

Additional Template Details	
Filters available (Custom) (Items in blue are optional fields)	Age Contribution Rate ($) or Contribution (%) Contribution Type Last Name Participant Status Source SSN
Participant Status	The Standard template includes any participant status categorized as *Active & Eligible* and *Suspended Due to Hardship*. Note that for this template, the *Active & Eligible* status will include all employees who are eligible to participate, regardless of whether or not they ever participated in the plan. The Custom template enables the user to decide which participant statuses to include via the Participant Status filter. (The Participant Status filter defaults to *Active & Eligible* and *Suspended Due to Hardship*.)
Sort Order (in tiers):	Tier 1 (Built in logic): Sub Plan ID Tier 2 (User Selects): SSN (Full or masked) or Last Name Tier 3 (Built in logic): Source Name Tier 4 (Built in logic): Contribution Type

Prudential Templates

Contributions (Participant)

Purpose: View participant contribution activity by trade date

Customization: Available (May add optional data fields, apply filters and select specific Sub Plan IDs)

Formats Available: .pdf & Excel (If customizing the template, only Excel is available)

Reporting Period: Defaults to start / end dates of prior month's end. User may customize date to suit reporting needs. Dates available are from January 1st of 2 years prior through most recent close of business date. (For custom dates, please select the year first, then the month, from the calendar icons provided)

Recur Report Option: Available for monthly or quarterly reporting periods. Not available for custom reporting periods.

STANDARD data fields: (listed in alphabetical order)	OPTIONAL data fields: (listed in alphabetical order)	
Contribution Amount	Address	*(continued)*
First Name	Age	Loan Repayment Amount
Last Name	Birth Date	Participant Type
MI (Middle Initial)	Check Date	Pay Period End Date
Participant Status	Div Sub ID	Plan Entry Date
SSN (Social Security Number)	Employee ID	Rehire Date
Sub Plan ID	Extended Participant Status	Source
Trade Date	Generation	Termination Date
	Hire Date	Total Amount

**If you select Check Date and/or Pay Period End Date as optional fields, you will not see any loan data returned on the report because check date and pay period end date are not tied to loan repayments.*

Additional Template Details	
Filters available (Custom) (Items in blue are optional fields)	Check Date Last Name Source SSN Trade Date
Participant Status	For the Standard and Custom templates, all participant statuses are included. (There is no Participant Status filter available for this template.)
Sort Order (in tiers): (Items in blue represent optional fields)	Tier 1 (Built in logic): Sub Plan ID Tier 2 (User Selects): SSN(Full or masked) or Last Name Tier 3 (Built in logic): Trade Date Tier 4 (Built in logic): Pay Period End Date Tier 5 (Built in logic): Check Date Tier 6 (Built in logic): Source

Contributions (Plan)

Purpose: View a plan's contribution activity by trade date, investment and/or source

Customization: Available (May add optional data fields, apply filters and select specific Sub Plan IDs)

Formats Available: .pdf & Excel (If customizing the template, only Excel is available)

Reporting Period: Defaults to start / end dates of prior month's end. User may customize date to suit reporting needs. Dates available are from January 1st of 2 years prior through most recent close of business date. (For custom dates, please select the year first, then the month, from the calendar icons provided)

Recur Report Option: Available for monthly or quarterly reporting periods. Not available for custom reporting periods.

STANDARD data fields: (listed in alphabetical order)	OPTIONAL data fields: (listed in alphabetical order)
Contribution Amount Loan Repayment Amount Sub Plan ID Trade Date Total Amount	Check Date* Div Sub ID Investment Pay Period End Date* Source Units / Shares Purchased
**If you select Check Date and/or Pay Period End Date as optional fields, you will not see any loan data returned on the report because check date and pay period end date are not tied to loan repayments.*	

Additional Template Details	
Filters available (Custom) (Items in blue are optional fields)	Check Date Source Trade Date
Participant Status	For the Standard and Custom templates, all participant statuses are included. (There is no Participant Status filter available for this template.)
Sort Order (in tiers): (Items in blue are optional fields)	Tier 1 (Built in logic): Sub Plan ID Tier 2 (Built in logic): Trade Date Tier 3 (Built in logic): Pay Period Tier 4 (Built in logic): Check Date Tier 5 (Built in logic): Investment Tier 6 (Built in logic): Source

ruden tial Templates

stribut ions

Purpose:	View details relating to participant distributions
Custom ization:	Available (May add optional data fields, apply filters and select specific Sub Plan IDs)
ormats Available:	.pdf & Excel (If customizing the template, only Excel is available)
Reporting Period:	Defaults to start / end dates of prior month's end. User may customize date to suit reporting needs. Dates available are from January 1st of 2 years prior through most recent close of business date. (For custom dates, please select the year first, then the month, from the calendar icons provided)
ur Report Option:	Available for monthly or quarterly reporting periods. Not available for custom reporting periods.

ANDARD data fields: (listed in alphabetical order)		OPTIONAL data fields: (listed in alphabetical order)
tribution Date	*(continued)*	Address
tribution Fees / Redemption Fees	Non-Taxable Amount	Age
tribution Reason	Participant Status	Birth Date
tribution Type	Participant Type	Div Sub ID
deral Tax Withheld	Payable To Institution	Employee ID
st Name	Taxable Amount	Extended Participant Status
ss Distributions	Small Balance Cashout Indicator (at this time, field shows blank)	Generation
st Name	SSN (Social Security Number)	Hire Date
al Tax Withheld	State Tax Withheld	Plan Entry Date
an Deemed / Defaulted / Offset	Sub Plan ID	Rehire Date
(Middle Initial)		Termination Date
t Distributions		

ditional Template Details	
ers available (Custom)	Gross Distributions Last Name SSN
rticipant Status	For the Standard and Custom templates, all participant statuses are included. (There is no Participant Status filter available for this template.)
t Order (in tiers):	Tier 1 (Built in logic): Sub Plan ID Tier 2 (Built in logic): Distribution Date Tier 3 (User Selects): SSN (Full or masked) or Last Name

Exchange Transactions

Purpose:	View details relating to participant exchange transactions
Customization:	Available (May add optional data fields, apply filters and select specific Sub Plan IDs)
Formats Available:	.pdf & Excel (If customizing the template, only Excel is available)
Reporting Period:	Defaults to start / end dates of prior month's end. User may customize date to suit reporting needs. Dates available are from January 1st of 2 years prior through most recent close of business date. (For custom dates, please select the year first, then the month, from the calendar icons provided)
Recur Report Option:	Available for monthly or quarterly reporting periods. Not available for custom reporting periods.

STANDARD data fields: (listed in alphabetical order)	OPTIONAL data fields: (listed in alphabetical order)
Exchange Amount Exchange Type First Name Investment Last Name MI (Middle Initial) Participant Status SSN (Social Security Number) Sub Plan ID Trade Date Units / Shares	Age Address Birth Date Div Sub ID Employee ID Extended Participant Status Generation Hire Date Participant Type Plan Entry Date Rehire Date Termination Date

Additional Template Details	
Filters available (Custom)	Exchange Type Last Name Investment SSN
Participant Status	For the Standard and Custom templates, any participant status associated with an exchange transaction processed on the recordkeeping system during the reporting period specified will be included. (There is no Participant Status filter available for this template.)
Sort Order (in tiers):	Tier 1 (Built in logic): Sub Plan ID Tier 2 (Built in logic): Process Date Tier 3 (User Selects): SSN (Full or masked) or Last Name

Financial Activity (Participant)

Purpose:	View participant financial activity
Customization:	Available (May add optional data fields, apply filters and select specific Sub Plan IDs)
Formats Available:	Excel only
Reporting Period:	Defaults to start / end dates of prior month's end. User may customize date to suit reporting needs. Dates available are from January 1st of 2 years prior through most recent close of business date. (For custom dates, please select the year first, then the month, from the calendar icons provided)
Recur Report Option:	Available for monthly or quarterly reporting periods. Not available for custom reporting periods.

STANDARD data fields: (listed in alphabetical order)		OPTIONAL data fields: (listed in alphabetical order)
Annual Account Charge	*(continued)*	Address
Beginning Account Balance (Excluding Loans)	Loan Repayment(s) Applied to Interest During Reporting Period	Age
Capital Gains	Loan Repayment(s) Applied to Principal During Reporting Period	Birth Date
Contributions	Loans Initiated	Div Sub ID
Dividends / Interest	MI (Middle Initial)	Employee ID
Ending Account Balance (Excluding Loans)	Miscellaneous	Extended Participant Status
Fees	Participant Status	Generation
First Name	Redemption Fees	Hire Date
Forfeitures	Rollover Contributions	Investment
Forfeitures Reallocated	Rollover Distributions	Participant Type
Gross Distributions	SSN (Social Security Number)	Plan Entry Date
Insurance Premiums	Sub Plan ID	Rehire Date
Interfund Transfers	Transfer In	Source
Investment Results	Transfer Out	Termination Date
Last Name		
Loans Deemed / Default / Offset		

Additional Template Details	
Filters available (Custom) (Items in blue are optional fields)	Investment Last Name Participant Status Participant Type Source SSN
Participant Status	The Standard template includes any participant status that had financial activity processed on the recordkeeping system during the time period specified. The Custom template enables the user to decide which participant statuses to include via the Participant Status filter. (The Participant Status filter defaults to all statuses.)
Sort Order (in tiers): (Items in blue are optional fields)	Tier 1 (Built in logic): Sub Plan ID Tier 2 (User Selects): SSN (Full or masked) or Last Name Tier 3 (Built in logic): Investment Tier 4 (Built in logic): Source

Financial Activity (Plan)

Purpose: View a plan's financial activity by investment and/or source

Customization: Available (May add optional data fields, apply filters and select specific Sub Plan IDs)

Formats Available: .pdf & Excel (If customizing the template, only Excel is available)

Reporting Period: Defaults to start / end dates of prior month's end. User may customize date to suit reporting needs. Dates available are from January 1st of 2 years prior through most recent close of business date. (For custom dates, please select the year first, then the month, from the calendar icons provided)

Recur Report Option: Available for monthly or quarterly reporting periods. Not available for custom reporting periods.

STANDARD data fields: (listed in alphabetical order)		OPTIONAL data fields: (listed in alphabetical order)
Annual Account Charge Beginning Account Balance (Including Loans) Capital Gains Contributions Dividends / Interest Ending Account Balance (Including Loans) Fees Forfeitures Forfeitures Reallocated Gross Distributions Insurance Premiums Interfund Transfers Investment Results Loans Deemed / Defaulted / Offset	*(continued)* Loan Repayment(s) Applied to Interest During Reporting Period Loan Repayment(s) Applied to Principal During Reporting Period Loans Initiated Miscellaneous Participant Forfeiture Activity Redemption Fees Rollover Contributions Rollover Distributions Sub Plan ID Transfer In Transfer Out	Beginning Units / Shares *(field is linked with Investment)* Ending Units / Shares *(field is linked with Investment)* Investment *(field is linked with Units / Shares)* Source

Additional Template Details	
Filters available (Custom) (Items in blue are optional fields)	Investment Source
Participant Status	For the Standard and Custom templates, all participant statuses are included. (There is no Participant Status filter available for this template.)
Sort Order (in tiers): (Items in blue are optional fields)	Tier 1 (Built in logic): Sub Plan ID Tier 2 (Built in logic): Investment Tier 3 (Built in logic): Source

Forfeiture Activity (Participant)

Purpose: View participant forfeiture activity associated with the following 7 transactions: 1) Forfeitures From Participants, 2) Forfeitures Restored to Participants, 3) Forfeitures Reallocated to Participants, 4) Forfeitures Used to Offset Expenses, 5) Forfeitures Used for Contributions, 6) Miscellaneous Forfeitures (Credit) and 7) Miscellaneous Forfeitures (Debit).

Customization: Available (May add optional data fields, apply filters and select specific Sub Plan IDs)

Formats Available: .pdf & Excel (If customizing the template, only Excel is available)

Reporting Period: Defaults to start / end dates of prior month's end. User may customize date to suit reporting needs. Data for this template is only available from October 12, 2012 through most recent close of business date. (For custom dates, please select the year first, then the month, from the calendar icons provided) Note that for the 'Forfeitures Restored to Participants' activity type, the participant's SSN will only display if the transaction occurred on November 16, 2012 or later.

Recur Report Option: Available for monthly or quarterly reporting periods. Not available for custom reporting periods.

STANDARD data fields: (listed in alphabetical order)	OPTIONAL data fields: (listed in alphabetical order)
First Name	Address
Hire Date	Age
Last Name	Birth Date
MI (Middle Initial)	Div Sub ID
Participant Forfeiture Activity ($)	Employee ID
Participant Forfeiture Activity Description	Extended Participant Status
Participant Status	Generation
Source	Participant Type
SSN (Social Security Number)	Plan Entry Date
Sub Plan ID	Rehire Date
Termination Date	
Trade Date	
Years of Service	

Additional Template Details	
Filters available (Custom)	Last Name Source SSN
Participant Status	For the Standard and Custom templates, all participant statuses are included. (There is no Participant Status filter available for this template.)
Sort Order (in tiers):	Tier 1 (Built in logic): Sub Plan ID Tier 2 (Built in logic): Trade Date Tier 3 (Built in logic): Source Tier 4 (Built in logic): Activity Type Tier 5 (User Selects): SSN or Last Name

Forfeiture Activity (Plan)

Purpose: View plan level forfeiture activity

Customization: Not available

Formats Available: .pdf & Excel

Reporting Period: Defaults to start / end dates of prior month's end. Dates available are from January 1st of 2 years prior through most recent close of business date. (For custom dates, please select the year first, then the month, from the calendar icons provided)

Recur Report Option: Available for monthly or quarterly reporting periods. Not available for custom reporting periods.

STANDARD data fields (listed in alphabetical order) *Note: There are no optional fields available for this template.*
Additions
Beginning Forfeiture Balance
Beginning Units / Shares
Dividends / Capital Gains
Ending Forfeiture Balance
Ending Shares / Units
Investment
Investment Results
Reductions
Source

Additional Template Details	
Participant Status	All participant statuses are included.

Prudential Templates

Investment Allocations

Purpose:	View participant investments and the deferral percentages allocated to each of those investment
Customization:	Available (May add optional data fields, apply filters and select specific Sub Plan IDs)
Formats Available:	.pdf & Excel (If customizing the template, only Excel is available)
Reporting Period:	Defaults to prior month's end date (As of date). User may customize date to suit reporting needs. Dates available are from January 1st of 2 years prior through most recent close of business date. (For custom dates, please select the year first, then the month, from the calendar icons provided)
Recur Report Option:	Available for monthly or quarterly reporting periods. Not available for custom reporting periods.

STANDARD data fields: (listed in alphabetical order)	OPTIONAL data fields: (listed in alphabetical order)
Allocation Date	Address
Allocation Percentage	Age
First Name	Birth Date
Investment	Div Sub ID
Last Name	Employee ID
MI (Middle Initial)	Extended Participant Status
Participant Status	Generation
Source	Hire Date
SSN (Social Security Number)	Participant Type
Sub Plan ID	Plan Entry Date
	Rehire Date
	Termination Date

Additional Template Details	
Filters available (Custom)	Investment Last Name Participant Status Source SSN
Participant Status	The Standard template includes only those participant statuses categorized as *Active & Eligible* and *Suspended Due to Hardship*. The Custom template enables the user to decide which participant statuses to include via the Participant Status filter. (The Participant Status filter defaults to *Active & Eligible* and *Suspended Due to Hardship*.)
Sort Order (in tiers):	Tier 1 (Built in logic): Sub Plan ID Tier 2 (User Selects): SSN (Full or masked) or Last Name Tier 3 (Built in logic): Investment Tier 4 (Built in logic): Source (An SSN may have multiple sources, with multiple investments per source. Tier 3 displays a participant's sources in alphabetical order, followed by the investments per source in alphabetical order)

Loans

Purpose: View details related to outstanding participant loans. (Note: This template will only be displayed if the plan allows loans.)

Customization: Available (May add optional data fields, apply filters and select specific Sub Plan IDs)

Formats Available: Excel only

Reporting Period: Defaults to start / end dates of prior month's end. User may customize date to suit reporting needs. Dates available are from January 1st of 2 years prior through most recent close of business date. (For custom dates, please select the year first, then the month, from the calendar icons provided)

Recur Report Option: Available for monthly or quarterly reporting periods. Not available for custom reporting periods.

STANDARD data fields: (listed in alphabetical order)		OPTIONAL data fields: (listed in alphabetical order)
Accrued Loan Interest	*(continued)*	Address
Beginning Loan Principal Balance	Loan Status Date	Age
Ending Loan Principal Balance	Loan Type	Birth Date
First Name	MI (Middle Initial)	Div Sub ID
Last Name	Original Goal Amount	Employee ID
Loan Initiation Date	Original Loan Amount	Extended Participant Status
Loan Interest Rate	Original Total Interest	Generation
Loan Number	Participant Status	Hire Date
Loan Repayment Frequency	Scheduled Loan Repayment Amount	Loan Repayment Type
Loan Repayment(s) Applied to Interest During Reporting Period	SSN (Social Security Number)	Participant Type
Loan Repayment(s) Applied to Principal During Reporting Period	Sub Plan ID	Plan Entry Date
Loan Repayments Remaining	Previous Loan Repayment Processed Date	Rehire Date
Loans Initiated	Projected Payoff Date	Termination Date
Loans Deemed / Defaulted / Offset	Total Loan Interest Paid to Date	
Loan Status	Total Loan Repayment(s) Received During Reporting Period	
	Transfer In	
	Transfer Out	

Additional Template Details	
Filters available (Custom) (Items in blue are optional fields)	Last Name Loan Repayment Type Loan Status SSN
Participant Status	For the Standard and Custom templates, all participant statuses are included. (There is no Participant Status filter available for this template.)
Sort Order (in tiers):	Tier 1 (Built in logic): Sub Plan ID Tier 2 (User Selects): SSN (Full or masked) or Last Name Tier 3 (Built in logic): Loan Number

Miscellaneous Transactions

Purpose:	View participant transactions that are coded as "miscellaneous" and appear in the "Net Misc" column of the Financial Activity (Plan) & (Participant) Templates
Customization:	Not available
Formats Available:	.pdf & Excel
Reporting Period:	Defaults to start / end dates of prior month's end. User may customize date to suit reporting needs. Dates available are from January 1st of 2 years prior through most recent close of business date. (For custom dates, please select the year first, then the month, from the calendar icons provided)
Recur Report Option:	Available for monthly or quarterly reporting periods. Not available for custom reporting periods.

STANDARD data fields (listed in alphabetical order) *Note: There are no optional fields available for this template.*
Amount
Div Sub ID
First Name
Investment
Last Name
MI (Middle Initial)
Participant Status
SSN (Social Security Number)
Sub Plan ID
Trade Date
Transaction Type
Units / Shares

Additional Template Details	
Participant Status	All participant statuses are included.
Sort Order (in tiers):	Tier 1 (Built in logic): Sub Plan ID Tier 2 (Built in logic): Trade Date Tier 3 (User Selects): SSN (Full or masked) or Last Name

Product Adoption / Utilization (Participant)

Purpose: View a variety of product adoption and utilization data at a participant level. (Note: only those products that a plan has adopted will be available as optional field selections.)

Customization: Available (May add optional data fields, apply filters and select specific Sub Plan IDs)

Formats Available: Excel only

Reporting Period: Defaults to prior month's end date (As of date). Note: if the prior month's product data is not yet available, the month prior to that month will display. User may customize date to suit reporting needs. (For custom dates, please select the year first, then the month, from the calendar icons provided)

Recur Report Option: Available for monthly or quarterly reporting periods. Not available for custom reporting periods.

STANDARD data fields: (listed in alphabetical order)	OPTIONAL data fields: (listed in alphabetical order)	
Account Balance (Excluding Loans)	Address	eEnrollment Received Boarding Pass
Electronic Confirmation / Letter Election Indicator	Age	eEnrollment Affirmation End Date
Electronic Statement Election Indicator	Auto Enrollment Current Contribution Rate (%)	Employee ID
Electronic Tax Forms Election Indicator	Auto Enrollment Current Contribution Rate ($)	Extended Participant Status
First Name	Auto Enrollment Decline Date	Gender
Last Name	Auto Enrollment Date	Generation
MI (Middle Initial)	Auto Enrollment Indicator	GoalMaker Age Adjustment Indicator
Participant Status	Auto Enrollment Status Change Date	GoalMaker Auto Rebalance Indicator
SSN (Social Security Number)	Birth Date	GoalMaker Enrolled Date
Sub Plan ID	Contribution Accelerator Beginning Contribution Rate (%)	GoalMaker Enrolled Indicator
	Contribution Accelerator Beginning Contribution Amount ($)	GoalMaker Portfolio
	Contribution Accelerator Increase Source	HCE Indicator
	Contribution Accelerator Increase Date	Hire Date
	Contribution Accelerator Number of Times Accelerated	IncomeFlex Select Allocations
	Contribution Accelerator Opt Out Indicator	IncomeFlex Select Balance
	Contribution Accelerator Opt Out Date	IncomeFlex Target Allocations
	Contribution Accelerator Participant Entry Date	IncomeFlex Target Balance
	Contribution Accelerator Status Description	Partial GoalMaker Percent
	Contribution Accelerator Yearly Increase Amount	Participant Type
	Contribution Accelerator Yearly Increase Rate	Plan Entry Date
	Default Investor	Rehire Date
	Div Sub ID	Termination Date
	eEnrollment Received Annual Notice Indicator	

Additional Template Details	
Filters available (Custom)	Last Name SSN Participant Status
Participant Status	For the Standard and Custom templates, all participant statuses are included.
Sort Order (in tiers):	Tier 1 (Built in logic): Sub Plan ID Tier 2 (User Selects): SSN (Full or masked) or Last Name
The Overall Row	Rows labeled Overall will summarize the data in every Sub Plan ID, not only those Sub Plan IDs filtered upon.

Product Adoption / Utilization (Plan)

Purpose: View a variety of product adoption and utilization data at a plan level

Customization: Available (May select specific Sub Plan IDs. Optional fields and data filters not available.)

Formats Available: Excel only

Reporting Period: Defaults to prior month's end date. (If that month's data is not yet available, the month prior to that month will display). Custom reporting periods are not available. (Note: Data for eEnrollment, Electronic delivery, GoalMaker and IncomeFlex will be available from October 2013 and forward. This also applies to 2 new Contribution Accelerator fields (Participants defaulting into Contribution Accelerator and Participants opting into Contribution Accelerator). Any end date entered that is prior to November 30, 2013 will result in these data fields displaying as blank. (Use this template (Participant level) to retrieve this information prior to November 2013.)

Recur Report Option: Not available

STANDARD data fields (listed in the order they appear on report) Note: *There are no optional fields available for this template.*
Each section will feature a distinct row for every Sub Plan ID selected. Only those products adopted will display on the report.

Auto Enrollment
Participants in Auto Enrollment status
Participants that were Auto Enrolled
Participants that actively enrolled
Participants that increased their contribution rate after being Auto Enrolled
Participants that decreased their contribution rate after being Auto Enrolled
Participants that declined Auto Enrollment
Participants with a contribution rate of 0 after being Auto Enrolled

Contribution Accelerator
Participants in Contribution Accelerator
Participants whose rate was accelerated
Average contribution rate (%)
Average contribution rate ($)
Average contribution rate (%) for participants in Contribution Accelerator
Average contribution rate ($) for participants in Contribution Accelerator
HCEs in Contribution Accelerator
Non-HCEs in Contribution Accelerator
Percentage of participants in Contribution Accelerator
Participants that enrolled in Contribution Accelerator
Participants that defaulted into Contribution Accelerator
Participants that opted into Contribution Accelerator
Participants that opted out of Contribution Accelerator

Auto Enrollment & Contribution Accelerator
Participants in both Auto Enrollment and Contribution Accelerator

GoalMaker
GoalMaker participants with a balance
Total plan assets for participants in GoalMaker
Percentage of plan assets for GoalMaker participants
GoalMaker utilization rate

GoalMaker using Age Adjustment
GoalMaker participants using Age Adjustment
Percentage of GoalMaker participants using Age Adjustment

Partial GoalMaker
GoalMaker participants using Partial GoalMaker

GoalMaker using IncomeFlex
Participants allocating to IncomeFlex through GoalMaker
Participants on the path to IncomeFlex through GoalMaker

Electronic delivery
Percentage of participants electing electronic delivery of statements
Percentage of participants electing electronic delivery of confirmations/ letters
Percentage of participants electing electronic delivery of tax forms

Income Flex Select
Participants age 50 and over
Participants enrolled in IncomeFlex Select
Percentage of participants enrolled in IncomeFlex Select
Plan assets in IncomeFlex Select
Participants allocating to IFX Select
Percentage of participants allocating to IFX Select

Income Flex Target
Participants age 50 and over
Participants enrolled in IncomeFlex Target
Percentage of participants enrolled in IncomeFlex Target
Plan assets in IncomeFlex Target
Participants allocating to IFX Target
Percentage of participants allocating to IFX Target

eEnrollment
Employees receiving eEnrollment boarding pass electronically
Employees receiving eEnrollment boarding pass in paper form
Employees receiving annual notice

Product Adoption / Utilization (Plan) (continued)

Additional Template Details	
Participant Statuses available (Standard)	For the Standard and Custom templates, all participant statuses are included. (There is no Participant Status filter available for this template.)
Sort Order (in tiers):	The layout of this template is predetermined; sort options not available.

Redemption Fees

Purpose: View participant level redemption fees by transaction

Customization: Available (May add optional data fields, apply filters and select specific Sub Plan IDs)

Formats Available: .pdf & Excel (If customizing the template, only Excel is available)

Reporting Period: Defaults to start / end dates of prior month's end. User may customize date to suit reporting needs. Dates available are from January 1st of 2 years prior through most recent close of business date. (For custom dates, please select the year first, then the month, from the calendar icons provided)

Recur Report Option: Available for monthly or quarterly reporting periods. Not available for custom reporting periods.

STANDARD data fields: (listed in alphabetical order)	OPTIONAL data fields: (listed in alphabetical order)
First Name Investment Last Name MI (Middle Initial) Investment Participant Status Redemption Fee Transaction Redemption Fees Source SSN (Social Security Number) Sub Plan ID Trade Date Units / Shares	Address Age Birth Date Div Sub ID Employee ID Extended Participant Status Generation Hire Date Participant Type Plan Entry Date Rehire Date Termination Date

Additional Template Details	
Filters available (Custom)	Investment Last Name SSN
Participant Status	For the Standard and Custom templates, all participant statuses are included. (There is no Participant Status filter available for this template.)
Sort Order (in tiers):	Tier 1: (Built in logic): Sub Plan ID Tier 2: (User Selects): SSN (Full or masked) or Last Name Tier 3: (Built in logic): Trade Date Tier 4: (Built in logic): Source Tier 5: (Built in logic): Redemption Fee Transaction Tier 6: (Built in logic): Investment

Required Minimum Distribution

Purpose: Identify participants age 70 ½ or older with a balance.

Customization: Available (May add optional data fields and select specific Sub Plan IDs. Filters not available.)

Formats Available: .pdf & Excel (If customizing the template, only Excel is available)

Reporting Period: Reflects current date (Date is systematically applied; user not required to enter date information)

Recur Report Option: Not available

STANDARD data fields: (listed in alphabetical order)	OPTIONAL data fields: (listed in alphabetical order)
5% Owner 12/31 Balance (Including Loans) Address Birth Date First Name Last Name MI (Middle Initial) Participant Status SSN (Social Security Number) Sub Plan ID Termination Date	Age Div Sub ID Employee ID Extended Participant Status Hire Date Participant Type Plan Entry Date Rehire Date

Additional Template Details	
Participant Status	For the Standard and Custom templates, all participant statuses are included. (There is no Participant Status filter available for this template.)
Sort Order (in tiers): (Items in blue are optional fields)	Tier 1 (Built in logic): Sub Plan ID Tier 2 (Built in logic): Div Sub ID Tier 3 (Built in logic): SSN

Vesting

Purpose: View participant vesting information by source

Customization: Available (May add optional data fields, apply filters and select specific Sub Plan IDs)

Formats Available: Excel only

Reporting Period: Defaults to prior month's end date (As of date). User may customize date to suit reporting needs. Dates available are from January 1st of 2 years prior through most recent close of business date. (For custom dates, please select the year first, then the month, from the calendar icons provided)

Recur Report Option: Available for monthly or quarterly reporting periods. Not available for custom reporting periods.

STANDARD data fields: (listed in alphabetical order)		OPTIONAL data fields: (listed in alphabetical order)
Account Balance (Excluding Loans)	*(continued)*	Address
Account Balance (Including Loans)	Participant Status	Age
Alternate Vesting Date	Rehire Date	Birth Date
Break in Service Date	Source	Div Sub ID
First Name	SSN (Social Security Number)	Employee ID
Hire Date	Sub Plan ID	Extended Participant Status
Hours	Termination Date	Generation
Last Name	Vested Account Balance	Participant Type
Loan Balance(Principal + Accrued Interest)	Vested Percent	Plan Entry Date
MI (Middle Initial)	Years of Service	

Additional Template Details	
Filters available (Custom)	Account Balance (Excluding Loans) Last Name Participant Status Source SSN Termination Date
Participant Status	The Standard template includes those participant statuses categorized as *Active & Eligible* and *Suspended Due to Hardship*. The Custom template enables the user to decide which statuses to include via the Participant Status filter. (The Participant Status filter defaults to *Active & Eligible* and *Suspended Due to Hardship*.)
Sort Order (in tiers):	Tier 1 (Built in logic): Sub Plan ID Tier 2 (User Selects): SSN (Full or masked) or Last Name Tier 3 (Built in logic): Source (An SSN may have multiple sources. If so, Tier 3 displays the participant's sources in alpha order)

Now that you have been introduced to the templates, our next section lists the steps to create a report using a Prudential Template.

Creating a report using a Prudential Template

1) In the Reports section, go to the Prudential Templates tab
2) Click the arrow to the left of the template name desired. (In this example, we will use the Census Template)
3) The Schedule / Run screen will display

4) You may choose to 'View Sample', 'Customize' the template or 'Run' the template in Standard format.

4a) To view a sample of the template you have selected, click 'View Sample'. An Excel illustration will display, featuring all of the standard fields (in black font), plus any optional fields (in blue font) that are available for that template. The Sample displays the fields in the exact order they will appear on report.

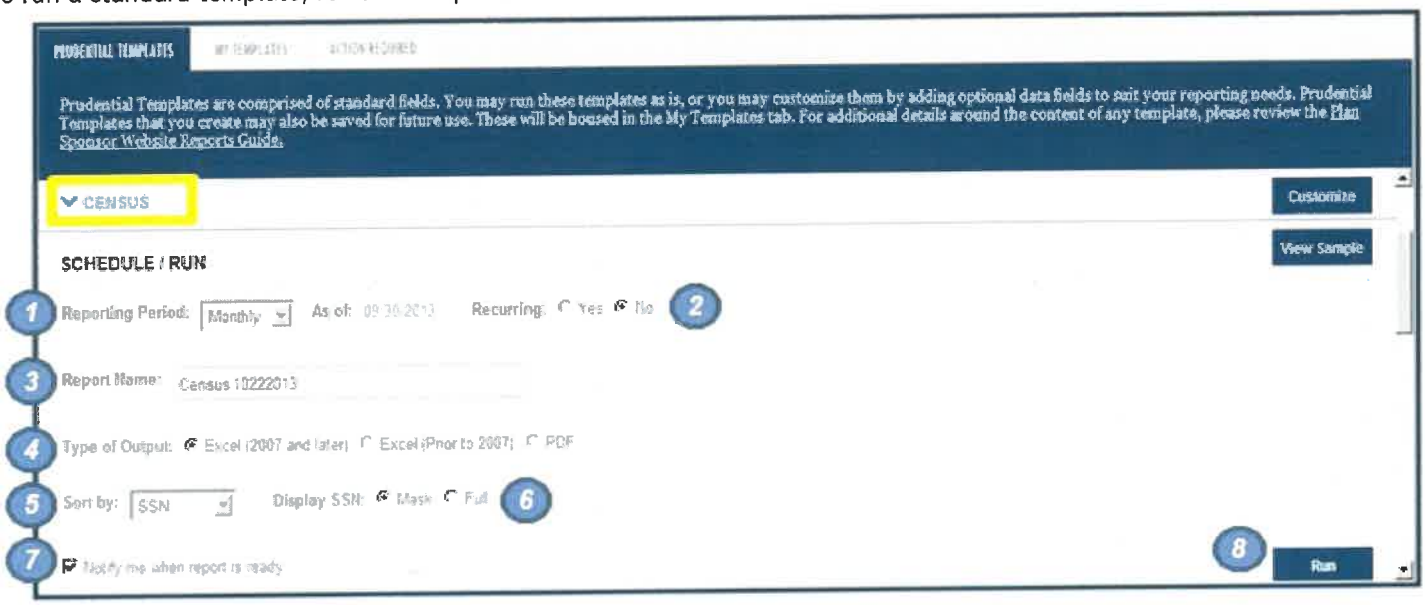
4b) To run the template that will include optional fields, data filters or allow you to select specific Sub Plan IDs, click 'Customize' and proceed to the Customized Template Process on page C-27.

4c) To run the template in its standard format, proceed to Standard Template Process on the next page.

Prudential Templates

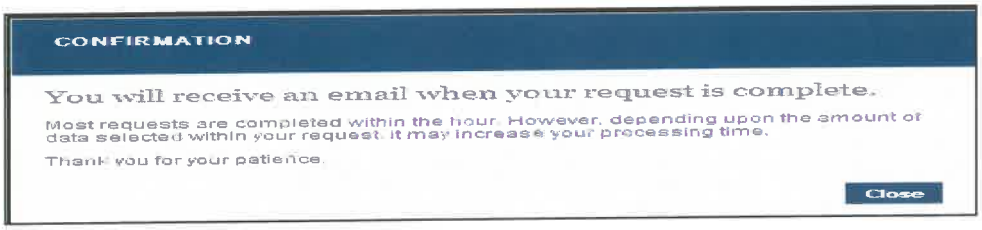
Standard Template Process

To run a standard template, review /complete the 8 fields on the Schedule / Run screen as described below.



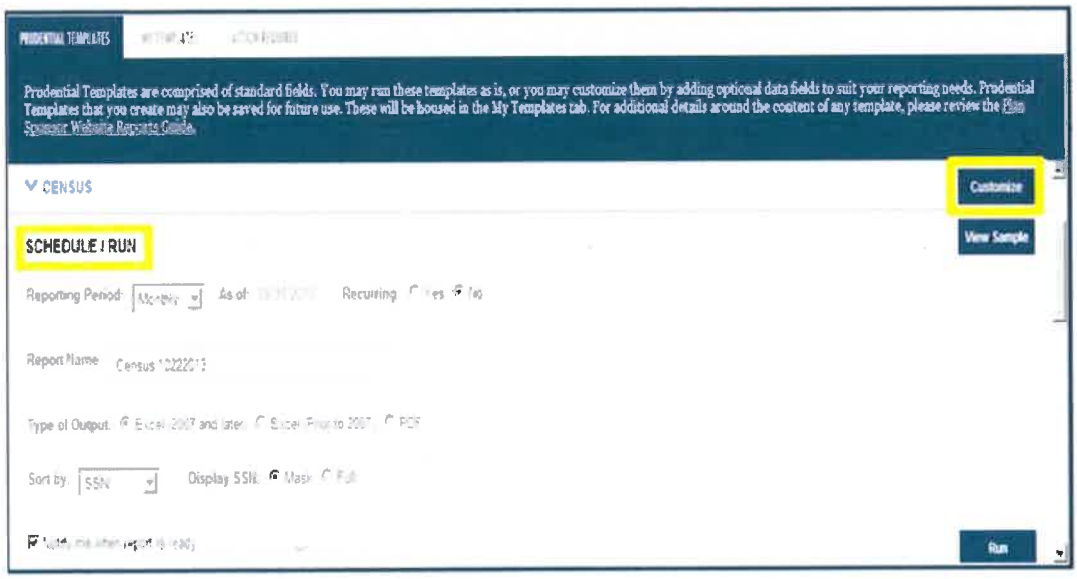
1. Reporting Period	Select a choice from the drop down box. Options may include Monthly, Quarterly and/or Custom. To alter the date(s) displayed, select Custom (if applicable).
2. Recurring	Select recurrence frequency, if desired. Any standard template that is set to recur will automatically be saved in the My Template section for future use. (Refer to My Templates section on page C-31). Note that the recurring option is not available for templates run using custom reporting periods.
3. Report Name	Update the Report Name field, if desired. (The report name will default to the template name and current date.) If you have set the report to recur, we recommend that you name the report accordingly for easy identification in the My Templates section (Example: Census Recurring)
4. Type of Output	Select desired type of output (options will vary by template). Excel (2007 and later) produces .xlxs files while Excel (Prior to 2007) produces .xls files.
5. Sort by:	Select sort choice (by SSN or by Last Name) (Participant-level templates only)
4. Display SSN:	Select type of SSN display (the full SSN or a masked version of the SSN, such as xxxxx6789. This field will only display for participant-level templates)
6. Notify me when report is ready	Request an email notification when a report is complete (default is yes) (see image below)
7. Run	CLICK 'Run'. You will receive a confirmation. Please proceed to Page C-30.

After you have clicked 'Run', you will receive a confirmation. The message in the confirmation will vary depending on whether you ran a Standard or a Custom template and if you selected to be notified by email upon its completion.

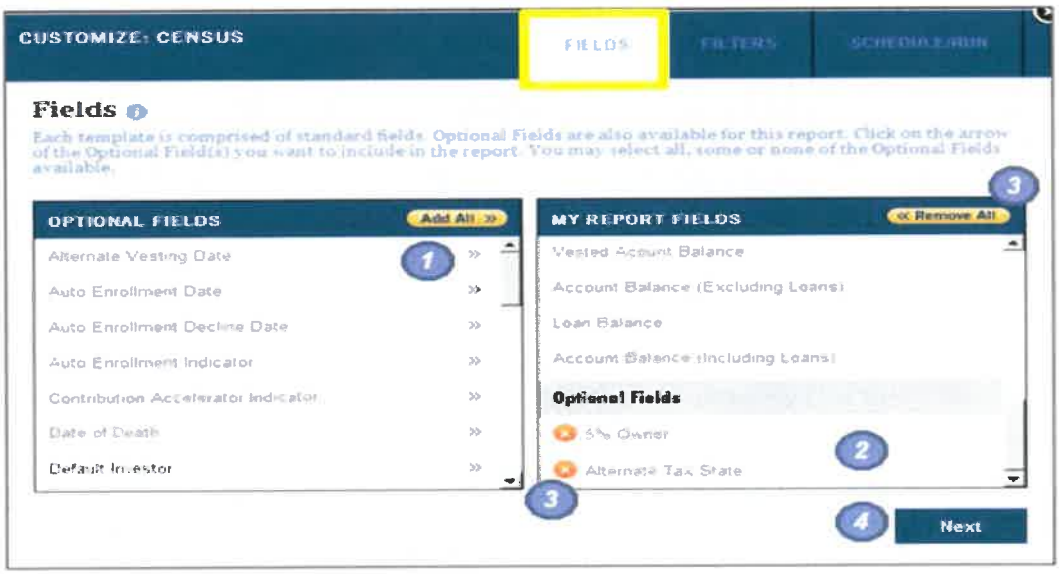


Customized Template Process

To customize a template, select the template and click 'Customize' on the Schedule / Run screen.

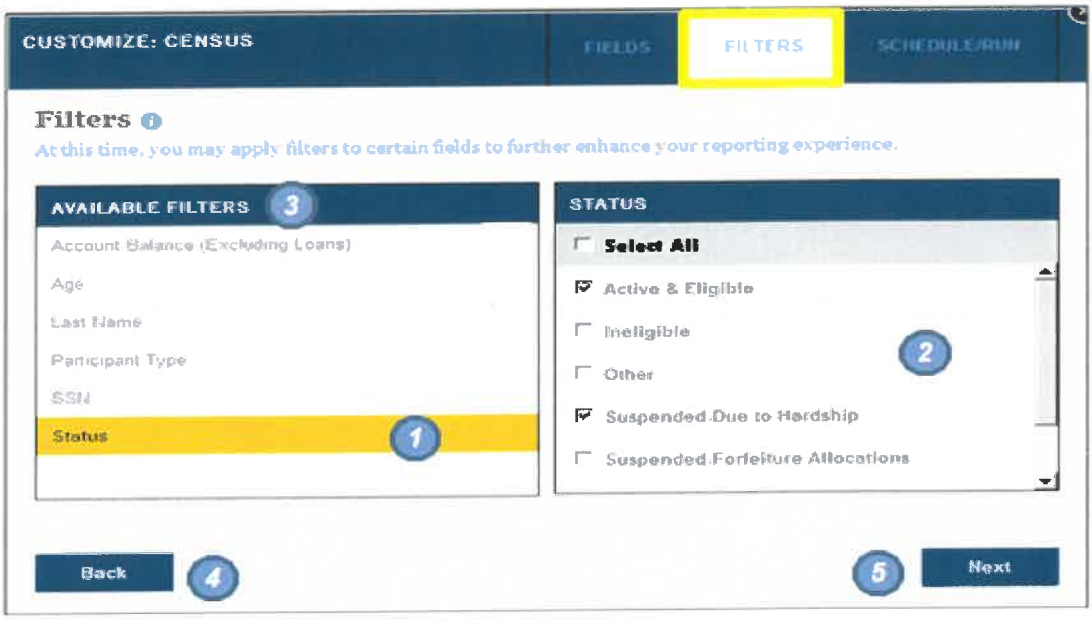


The Fields screen will display.



1. Select any optional fields desired from the Optional Fields box by clicking on the arrows to the right of the optional field(s) desired. (To select all the optional fields, click 'Add All'.)
2. Once selected, an optional field(s) will move from the Optional Fields box into the 'My Reports Fields' box on the right.
3. To remove an optional field from the 'My Reports Fields' box, click the orange 'X' to the left of the field (see image above) (To remove all of the optional fields selected, click 'Remove All'.)
4. When finished (or if no optional fields are available for the template), click 'Next'.

The Filters screen will display. (If filters are not available for the template you selected, the Schedule / Run screen will display so you may complete your customized request.)



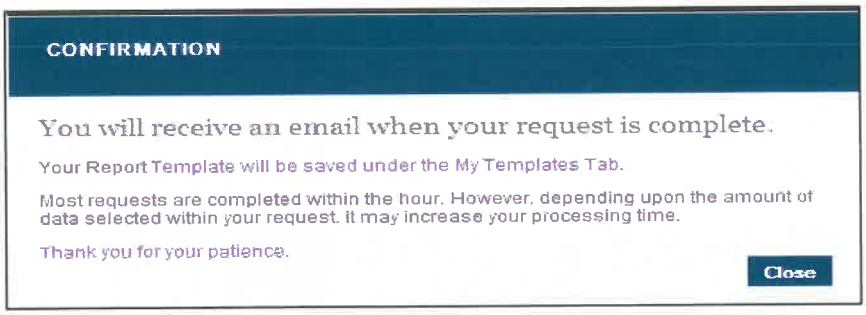
1. To apply filters to any of the data in the Available Filters box, click on the desired field.
2. The filter criteria available for the data selected will display in the box to the right.
3. Apply as many filters as desired. Any field you apply a filter to will display this icon
4. To return to the Fields screen, click 'Back'
5. When finished, click 'Next'

The Schedule / Run will display. To finish the customized template, review /complete the 9 fields as described below.

Prudential Templates

1. Reporting Period	Select a choice from the drop down box. Options may include Monthly, Quarterly and/or Custom. To alter the date(s) displayed, select Custom (if applicable).
2. Recurring	Select recurrence frequency, if desired. Any standard template that is set to recur will automatically be saved in the My Template section for future use. (Refer to My Templates section on page XX). Note that the recurring option is not available for templates run using custom reporting periods.
3. Report Name	Update the Report Name field, if desired (The report name will default to the template name and current date.) Since any customized template will be saved in the My Templates section, we recommend that you name the report accordingly for easy identification in the My Templates section (Example: Census with Balances over 5K)
5. Type of Output	Select desired type of output (options will vary by template). Select desired type of output (options will vary by template). Excel (2007 and later) produces .xlxs files while Excel (Prior to 2007) produces .xls files.
6. Sort by:	Select sort choice (by SSN or by Last Name) (Participant-level templates only)
7. Display SSN:	Select type of SSN display (the full SSN or a masked version of the SSN, such as xxxxx6789. This field will only display for participant-level templates)
8. Notify me when report is ready	Request an email notification when a report is complete (default is yes) (see image below)
9. Select Sub Plan ID(s)	Select All or specific Sub Plan ID(s)
8. Run	Click 'Run'

After you have clicked 'Run', you will receive a confirmation. The message in the confirmation will vary depending on whether you ran a Standard or a Custom template and if you selected to be notified by email upon its completion.



If you opted to be notified when your report is complete, you will receive an email, similar to the one below:

From: PrudentialRetirementReports@prudential.com
To: john.doe@abccompany.com
Date: 10/02/2013 03:52 PM
Subject: Prudential Plan Sponsor Website Report is Complete

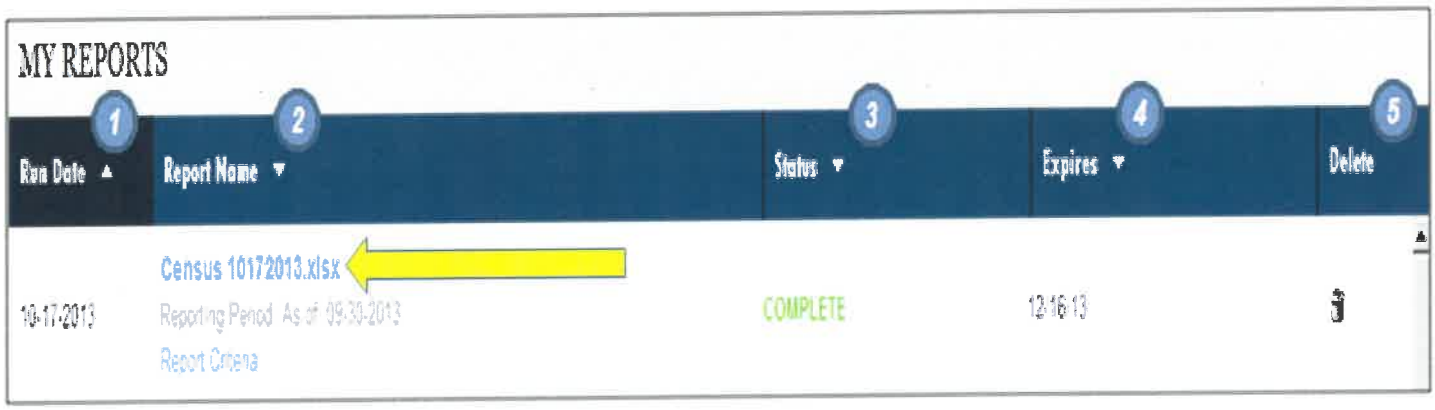
The report named "Beneficiary 10022013.xlsx" has successfully completed. Please log on to the Online Retirement Center for Plan Sponsors at http://www.prudential.com/sponsor. Go to the Reports section under "My Reports" to retrieve your report.

My Reports (Report Retrieval)

(For those familiar with our former Reporting section, this My Reports section replaces the former My Reports section.)

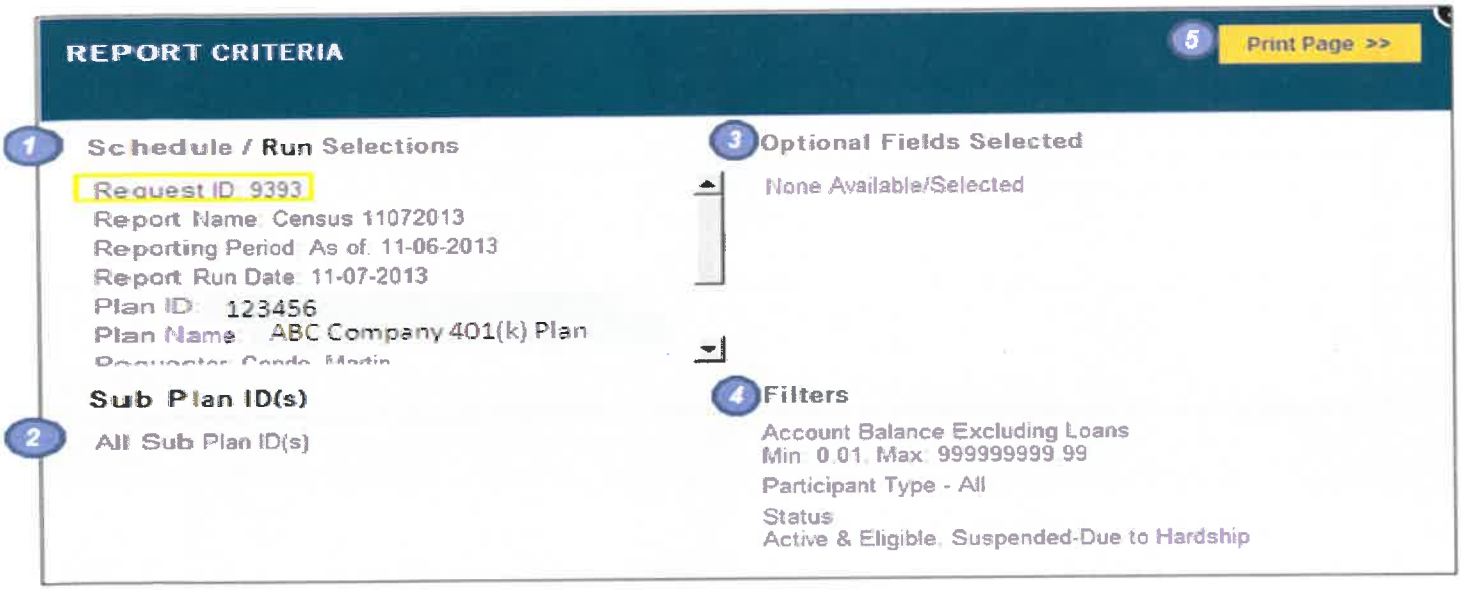
To retrieve your reports, go to 'My Reports' located at the bottom of each screen within the Reports section. Descriptions of fields in the My Reports section are displayed below.

To view your report once it is complete, click on the report's name. Depending upon your system's configurations, the report may automatically open – or – you may need to download it. Please follow prompts as necessary.



1. Run Date	Displays the date a report was executed. You may display these dates in ascending or descending order. Note: Any report run up to 11:59pm EST or prior on a particular date, will be have a run date stamped with that same date.
2. Report Name	Features 3 lines of information. The first line displays the report name that was entered on the Schedule/Run screen. The second line displays the reporting period selected. The third line is a link called Report Criteria, which outlines the specifics selected for the report (See image on the following page below).
3. Status (Report Status)	There are 5 possible statuses. The first status will be Executing. Click 'Refresh' on your browser periodically to advance to the next status. The next status will be Complete, Failed or Unavailable. (If your report receives a status of Failed or Unavailable, you will automatically receive an email.) Reports remain in the My Reports section for 60 days after the run date, unless the user opts to delete them. When a report has aged 53 days, the Expiring status will display to alert the user than in 7 days this report will be removed from the website.
4. Expires	Displays the date that a report will expire off the website. Should you need to retrieve a report that has expired off the website, please contact your Prudential Representative.
5. Delete	Click on the Trash can next to a specific report to delete it.

Prudential Templates



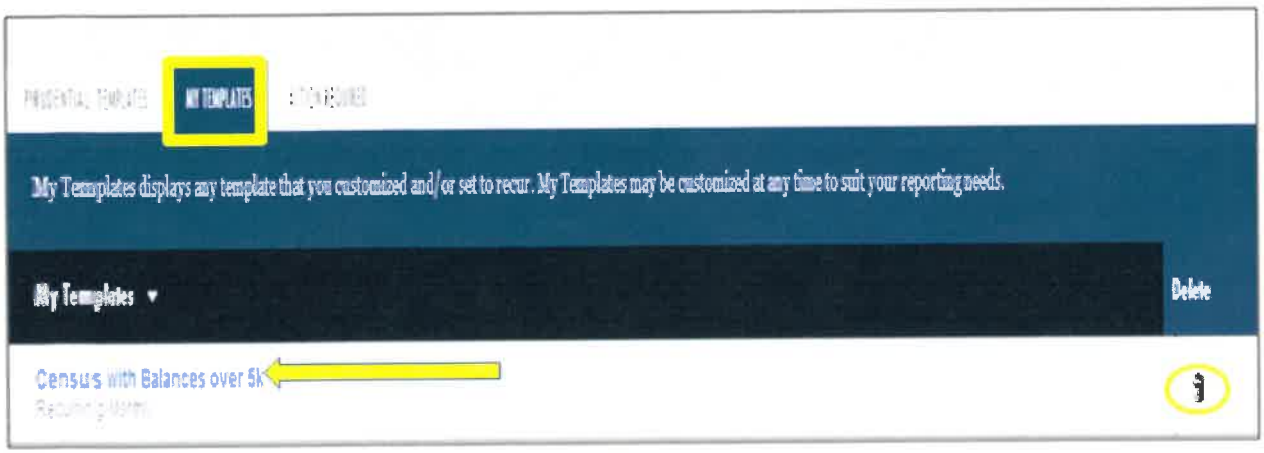
1. Schedule / Run Selection	Displays the criteria entered on the Schedule / Run screen. Note that the 'Request ID' field displays a unique number that a sponsor or Prudential Representative can refer to in the event that the report returns a FAILED or UNAVAILABLE status
2. Sub Plan ID(s)	Displays the Sub Plan ID(s) that were selected for the report (if applicable)
3. Optional Fields Selected	Displays any Optional Fields that were selected for the report (if applicable)
4. Filters	Displays any filters that were applied (if applicable)
5. Print Page	Allows the user to print the Report Criteria screen, if desired

My Templates (Recurring and Customized templates)

(For those familiar with our former Reporting section, this My Templates section replaces the former My Templates section.)

A "My Template" is created whenever a template is either customized or is set to recur (monthly or quarterly). This enables the user to run a previously established report without having to reselect all of the report's criteria again.

Within Reports Home, select 'My Templates'



Prudential Templates

To rerun a template displayed under 'My Templates', click on the report's name.

If the *My Template* was established from a standard recurring template, the Schedule / Run will display. You may change the format, the Sort By, the Display and the email notification only. Follow the prompts accordingly.

If the *My Template* was established from a customized template, the Fields screen will display. If you originally applied a data filter to a field, that field will display with a yellow pencil icon to alert you that a filter was established. Make any updates and click 'Next'. The Filters screen will display. Make any updates and click 'Next'. The Schedule / Run screen will display. You may change the Sort By, the Display, the email notification and the Sub Plan IDs. Follow the prompts accordingly.

Note: if you saved a *My Template* but did not originally set it to run on a recurring basis, you cannot edit it to run on a recurring basis. You would need to create a new template in order to do this.

There is no limit to the number of *My Template* that can display. *My Templates* do not expire off the Sponsor Center unless manually deleted. To delete a *My Template* click on the trash can to the right of the template's name.

Oversized reports

Some reports, although displaying a status of UNAVAILABLE, may have exceeded the allowable size. (100,000KB; 12,500 pages in either excel or .pdf)

If this situation occurs, the report will display an UNAVAILABLE status, however when you try to download the report, you will receive the following message: "Please contact your Prudential Representative to obtain a copy of this report." Your Prudential Representative can obtain a copy of this report for you or work with you to run a scaled down version of this same report.

Data Glossary for Prudential Templates

Data Field	Definition
5% Owner	An individual or participant who owns 5% or more of a company
12/31 Account Balance (Including Loans)	Value of participant's account (including outstanding loans) on December 31 of the calendar year prior to the report run date.
Account Balance (Including Loans)	Dollar amount of a participant's account, including any non-vested balance and any outstanding loan balance
Account Balance (Excluding Loans)	Dollar amount of a participant's account, including any non-vested balance, but excluding any outstanding loan balances.
Accrued Loan Interest	Dollar amount of interest that has accrued on a participant loan as a result of a late loan payment
Additions	Dollar amount added to forfeiture account
Address Line 1	The first line of a participant's mailing address
Address Line 2	The second line of a participant's mailing address
Age	Length of time (in years) that a person has lived
Allocation Date	Date when participant last updated their investment allocation
Allocation Percentage	Participant's investment allocation instructions for incoming contributions to their participant or plan level
Alternate Tax State	Displays a state abbreviation which, for the purpose of calculating and withholding state tax, overrides the state abbreviation in the participant's primary address
Alternate Vesting Date	Date used to offer participants credit for prior service when the plan uses elapsed time for vesting
Amount	Dollar amount of the transaction
Annual Account Charge	Dollar amount of fees charged to each participant's account on a yearly basis
Average contribution rate (%)	Sum of all participant deferral percentage rates, divided by the number of participants
Average contribution rate ($)	Sum of all participant deferral dollar amounts divided by the number of participants
Average contribution rate (%) for participants in Contribution Accelerator	Percentage rate of the average increase in all participants' contributions that have been deferred; once the participants have elected to participate in a contribution escalation program; over a period of time
Average contribution rate ($) for participants in Contribution Accelerator	Dollar value of the average increase in all participants' contributions that have been deferred; once the participants have elected to participate in a contribution escalation program; over a period of time
Auto Enrollment Current Contribution Rate (%)	Percentage value of the current portion of participant's compensation which is being deferred into an account by pay period
Auto Enrollment Current Contribution Rate ($)	Dollar amount of the current portion of participant's compensation which is being deferred into an account per pay period
Auto Enrollment Date	Date of participant's enrollment in an automatic enrollment program
Auto Enrollment Decline Date	Date a participant declined to participate in an automatic enrollment program or the date that a participant's enrollment in an automatic enrollment program was

	declined
Auto Enrollment Indicator	Denotes the current status of a participant in an auto enrollment program. The following transactions remove a participant from an auto-enrolled status: 1. Participant initiated deferral rate change (Note: A deferral rate change associated with a hardship withdrawal will not unset the auto enrollment indicator) 2. An auto enrollment 90-day refund 3. Participant initiated contribution acceleration increase, decrease, decline or affirmation (Note: The yearly automatic contribution increase will not unset the auto enrollment indicator) 4. An auto enrollment declination
Auto Enrollment Status Change Date	Date that the current status of a participant in an auto enrollment program changed
Beginning Account Balance (Including Loans)	Dollar amount of the assets in a plan's or a participant's account (including any outstanding loans) at the start of a reporting period
Beginning Account Balance (Excluding Loans)	Dollar amount of the assets in a plan's or a participant's account, (excluding any outstanding loans) at the start of a reporting period
Beginning Forfeiture Balance	Dollar amount of a forfeiture account at the start of a reporting period
Beginning Loan Principal Balance	Outstanding amount of principal on a loan at the start of a reporting period
Beginning Units / Shares	Initial number of units or shares at the start of a reporting period
Beneficiary Election Date	Date that a participant elected a beneficiary
Beneficiary Name	First and last name of beneficiary used for the purpose of account identification.
Beneficiary Percentage	Percentage of the participant's benefit that a participant's beneficiary has been designated to receive
Beneficiary Relationship	Indicates the relationship that the designated beneficiary has with the participant
Beneficiary Type	Identifies a beneficiary as primary or secondary (if established)
Break in Service Date	Date that unvested participant dollars are forfeited to the plan
Birth Date	Date associated with a participant's birth
Capital Gains	Dollar amount of profits resulting from sale of investments
Check Date	Date associated with a given employee's payroll cycle
City	The city name associated with a given participant's mailing address
Contribution Accelerator Beginning Contribution Rate (%)	Participant's initial deferral percentage upon enrollment in the Contribution Accelerator program
Contribution Accelerator Beginning Contribution Amount ($)	Participant's initial deferral dollar amount upon enrollment in the Contribution Accelerator program
Contribution Accelerator Increase Date	Effective date of a participant's contribution rate / amount increase, resulting from enrollment into the Contribution Accelerator program
Contribution Accelerator Increase Source	The deferral source (pretax, Roth) that the automatic increases are applied to
Contribution Accelerator Indicator	Indicates if a participant is enrolled in Contribution Accelerator program

Contribution Accelerator Number of Times Accelerated	Number of times a participant contribution amount has been escalated as part of the Contribution Accelerator program
Contribution Accelerator Opt Out Date	Date that a participant elects to discontinue enrollment in the Contribution Accelerator program
Contribution Accelerator Opt Out Indicator	Indicates (Y/N) if the participant elects to discontinue enrollment in the Contribution Accelerator program. Will display as blank if the participant has not made an election
Contribution Accelerator Participant Entry Date	Date a participant elected to join or defaulted into the Contribution Accelerator program
Contribution Accelerator Status Description	Details the participant's status relative to the Contribution Accelerator program. Choices for this field are: Participant Elected to Participate, Participating By Default (Opt Out Plan), Participant Declined Contribution Accelerator, Not Participating in Contribution Accelerator, Can Never Participate in Contribution Accelerator
Contribution Accelerator Yearly Increase Amount	Amount that a participant or plan has elected to escalate participant's deferral in a plan year or a calendar year
Contribution Accelerator Yearly Increase Rate	Percentage that a participant or plan has elected to escalate participant's deferral in a plan year or a calendar year
Contribution Amount	Dollar amount of funds that have been contributed to the participant's account on behalf of the participant
Contribution Rate ($)	Dollar amount of a participant's compensation that is being deferred into an account per pay period
Contribution Rate (%)	Percentage of a participant's compensation that is being deferred into an account per pay period
Contribution Type	Describes the participant contribution (i.e. regular contribution deferral, catch-up, etc.)
Contributions	Dollar amount of employee and/or employer funds that have been contributed to the participant's account on the participant's behalf
Date of Death	Date associated with a participant's death
Default Investor	Designation given to participants who fail to make an investment election decision. A set of pre-selected investment choices are made for these participants by the plan
Defaulted Loan Amount	Dollar amount of a loan that has either defaulted (failure to make payments) or has been offset (written off)
Direct Service Option Indicator	Identifies if a participant is / is not using the Direct Service Option (DSO) feature.
Distribution Date	Date a distribution transaction was processed on the recordkeeping system
Distribution Fees / Redemption Fees	Charges incurred when selling or redeeming an investment
Distribution Reason	Detail associated with the Distribution Reason field; this field provides further detail relating to a distribution from a participant's account (Examples: Withdrawal, 401(k) Hardship Withdrawal, QDRO, Installment Payment)
Distribution Type	The form of payment to a participant. Distributions can be made in equal installments at regular intervals over a period of years or by way of a single one-time lump sum payment (Examples: Post Term, In-Service Withdrawal, Hardship, Trailing Contribution Payment, Inter-Participant-Transfer, Return of Excess)
Div Sub ID	A code used to distinguish grouping of participants for administrative and reporting purposes
Dividends / Capital Gains	Dollar amount of earnings divided among shareholders; Dollar amount resulting from the sale of investments

Dividends / Interest	Dollar amount of earnings divided among shareholders; Dollar amount earned from interest bearing accounts
eEnrollment Affirmation End Date	The last day that a participant can elect (online) to receive eEnrollment information via the web or in paper form
eEnrollment Received Annual Notice Indicator	Identifies participants that are receiving an annual notice online (via the participant website), sent by Prudential, as part of their eEnrollment materials
eEnrollment Received Boarding Pass	Denotes "Electronically" if participant received the Boarding Pass in an automated fashion and "paper" if participant is receiving a hard copy Boarding Pass. *Background: eEnrollment is an enhanced Auto Enrollment experience where Prudential is on point to electronically deliver regulatory notices (attributed to the Auto Enrollment program) on behalf of the plan sponsor. Plan sponsors who do not opt for eEnrollment are on point to provide these regulatory notices to their newly eligible employees.*
Electronic Confirmation / Letter Election Indicator	Displays "Y" if confirmations / letters are distributed to the participant in an automated fashion and "N" if they are delivered in hard copy form.
Electronic Statement Election Indicator	Displays "Y" if statements are distributed to the participant in an automated fashion and "N" if they are delivered in hard copy form.
Electronic Tax Forms Election Indicator	Displays "Y" if tax forms are distributed to the participant in an automated fashion and "N" if they are delivered in hard copy form.
Email Address *(specific to the Authorized Plan Sponsor User Template)*	Email address of an individual with access to Prudential's Sponsor Center
Employee ID	Unique identification number used by the employer to identify the employee
Employee Type	Term used to further categorize or classify an employee's status for an employer. (Seasonal, Leased, Union, Inactive, etc.)
Employees receiving annual notice	Number of employees receiving an Annual Notice that is delivered via the eEnrollment process (Prudential sends out vs. the sponsor)
Employees receiving eEnrollment boarding pass electronically	Identifies employees who have affirmed receipt of the eEnrollment Boarding Pass online (via the participant website). *Background: A Boarding Pass is a collection of materials (regulatory notices, plan highlights and fund fact sheets) sent to eligible employees within plans using the Auto Enrollment program.*
Employees receiving eEnrollment boarding pass in paper form	Identifies employees who did not affirm receipt of the eEnrollment boarding pass online (via the participant website) within a certain period of time, so Prudential has mailed paper copies to them. Boarding Passes which are mailed must be delivered to participants 30 days in advance of their upcoming Auto Enrollment date. *Background: A Boarding Pass is a collection of materials (regulatory notices, plan highlights and fund fact sheets) sent to eligible employees within plans using the Auto Enrollment program.*
Ending Account Balance (Including Loans)	Dollar amount of the assets in a plan's or a participant's account (including any outstanding loans) at the end of a reporting period
Ending Account Balance (Excluding Loans)	Dollar amount of the assets in a plan's or a participant's account (excluding any outstanding loans) at the end of a reporting period
Ending Forfeiture Balance	Dollar amount of a forfeiture account at the end of a reporting period
Ending Loan Principal Balance	Outstanding amount of principal on a loan at the end of a reporting period. Calculation is as follows: Beginning Loan Principal Balance minus Loan Repayments Applied to Principal During Reporting Period equals Ending Loan

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	Principal Balance
Ending Units / Shares	Number of units or shares at the end of a reporting period
Exchange Amount	Dollar amount of the exchange transaction
Exchange Type	Indicates exchanges into the fund and exchanges out of the fund
Extended Participant Status	The description associated with the participant's extended status code. (Examples of an Extended Status include Disability, Military Leave and Seasonal Layoff)
Federal Tax Withheld	Dollar amount in United states dollars (USD) of federal tax withheld from the cash proceeds of a distribution
Fees	Charges incurred for services and/or specific transactions
First Name	First name of the employee / participant used for the purpose of account identification.
First Name *(specific to the Authorized Plan Sponsor User Template)*	First Name assigned to an individual with access to Prudential's Sponsor Center
Forced Action Date	Date upon which a distribution will be forced out of a plan for a participant with an account balance of $5000.00 or less if the participant takes no action. The distribution may or may not be forced into an IRA
Forfeitures	The non-vested dollar amount forfeited by the participant
Forfeitures Reallocated	Unvested employer money from plan's forfeiture account reallocated to eligible participants as additional employer contributions
Gender	The gender of the employee/participant
Generation	Classification that aggregates a group of employees / participants, based upon year of birth. Silent Generation: 1925-1945, Baby Boomer: 1946-1964, Generation X: 1965-1979, Generation Y: 1980-2000. Please note: any birth year not meeting criteria above will populate as "unknown".
GoalMaker Age Adjustment Indicator	This field identifies if a participant is utilizing the GoalMaker Age Adjustment feature. *Background: Part of the GoalMaker Allocation program, Age Adjustment is an automatic feature to transition the participant between the GoalMaker age bands. A participant's Future Allocations transition to the new portfolio on the night of their milestone birthday. The milestones are 15, 10, 5 years away from their desired retirement age. Their Existing Balance will align with the Future Allocations on the Plan's rebalance date immediately succeeding the milestone birthday.)*
GoalMaker Auto Rebalance Indicator	Identifies if a plan's GoalMaker participants will have their accounts rebalanced according to a specific frequency selected by the plan. The purpose of rebalancing is to ensure that the asset mix within the account is consistent with the investment objectives of the account.
GoalMaker Enrolled Date	Date that a participant enrolled in GoalMaker
GoalMaker Enrolled Indicator	Identifies if a participant is utilizing the GoalMaker feature
GoalMaker participants with a balance	Number of participants (by Sub Plan ID) that have an account balance as of the "report end date", and are enrolled in GoalMaker

GoalMaker participants using Age Adjustment	Number of participants (by Sub Plan ID) that have an account balance as of the report end date and are using GoalMaker Age Adjustment
GoalMaker participants using Partial GoalMaker	Number of participants (by Sub Plan ID) that have an account balance as of the report end date and are using Partial Goal Maker
GoalMaker Portfolio	Part of the GoalMaker Allocation program, these are the recommended funds and allocation percents that are assigned to the corresponding Risk Tolerance and Age Bands (which is determined by the participant's age less their elected retirement age). There are 12 GoalMaker Portfolios, comprised of 3 Risk Tolerance's (Conservative, Moderate, & Aggressive) with 4 Age Bands for every risk tolerance ((15+), (15-10), (10-5), (5-0)).
GoalMaker utilization rate	Number of participants (by Sub Plan ID) that have an account balance >$0.00 as of the report end date that are enrolled in GoalMaker -divided by - the Total # of participants as of the "report end date" for that Sub Plan ID
Gross Distributions	Gross dollar amount of the amount to be distributed from the account; prior to applicable deductions
Highly Compensated Employee (HCE) Indicator	Indicates if participant is a highly compensated employee (HCE) (Please note: this data is extracted from information that is downloaded from payroll files to our recordkeeping system; it is not extracted from our compliance testing database)
HCEs in Contribution Accelerator	Number of highly compensated employees (HCEs) that enrolled into contribution accelerator as of the report period end date
Hire Date	Date when an employee was hired or originally hired
Hours	Number of vesting hours of a participant
IncomeFlex Select Allocations	Identifies if a participant has allocations in IncomeFlex Select
IncomeFlex Select Balance	Indicates if a participant has a balance in IncomeFlex Select
IncomeFlex Target Allocations	Identifies if a participant has allocations in IncomeFlex Target
IncomeFlex Target Balance	Indicates if a participant has a balance in IncomeFlex Target
Insurance Premiums	Dollar amount deducted to pay insurance premiums for participants
Interfund Transfers	Total dollar amount that transferred between funds minus applicable fees for the reporting period
Invalid Email Date	A date time stamp depicting if a participants home or work email address is invalid.
Investment	Title or description which identifies one fund from another by name
Investment Results	Dollar amount of the gains or losses on investments from participant or plan accounts.
Last Change Date *(Specific to Contribution Deductions Template)*	Date that a participant's deferral rate information was last updated
Last Name	Surname of employee / participant used for the purpose of account identification
Last Name *(specific to the Authorized Plan Sponsor User Template)*	Last Name assigned to an individual with access to Prudential's Sponsor Center
Loan Balance (Principal + Accrued Interest)	Dollar amount of the outstanding principal and accrued interest on a participant's loan at a particular point in time and will be the difference between the Account Balance (Including Loans) and the Account Balance (Excluding Loans) fields
Loan Deemed / Default / Offset	Dollar amount of a loan that has deemed / defaulted (failed to make payments) / or has been offset (written off)

Loans Initiated	Principal amount of a loan issued during the reporting period
Loan Initiation Date	Date when a loan was issued to a participant
Loan Interest Rate	Percentage rate of interest charged/applied to a particular loan
Loan Number	Unique numerical identifier which corresponds to a specific loan record
Loan Repayment Amount	Total dollar amount of activity associated with a particular Loan within participant's account
Loan Repayment Frequency	Identifies the frequency at which a loan payment is due
Loan Repayment Type	Indicates how loan repayment(s) will be remitted
Loan Repayment(s) Applied to Principal During Reporting Period	Dollar amount of the payment applied to the principal of a particular loan
Loan Repayment(s) Applied to Interest During Reporting Period	Dollar amount of the payment applied to interest on a particular loan
Loan Repayments Remaining	Number of payments outstanding on a participant's loan
Loan Status	Indicates the status of a participant's loan
Loan Status Date	Date associated with the status of a particular loan within participant's account Could represent: 1) the date that the Loan's status changed from Active to Deemed Distributed or Deemed Distributed to Offset, or 2) the date that a loan from a prior recordkeeper was posted on OMNI at Prudential via a Loan Conversion Transaction, even if the status of the loan remains unchanged. 3) the date that loans transferred from DC Facts to OMNI during the Cigna Retirement/Prudential Retirement merger in 2005 (11/19/2005).
Loan Type	Indicates whether or not the loan is a participant loan or a plan level loan
Local Tax Withheld	Dollar amount of amount of local income tax which is withheld from the cash proceeds of a distribution
Marital Status	Indicates if the participant has a married or single status
MI (Middle Initial)	Middle initial associated with the employee / participant's name
MI (Middle Initial) *(specific to the Authorized Plan Sponsor User Template)*	Middle initial associated with an individual with access to Prudential's Sponsor Center
Miscellaneous	Dollar amount of uncategorized transactions
Net Distributions	Gross distribution amount minus taxes and fees
Net Miscellaneous (Net Misc.)	Dollar amount, minus applicable fees, resulting from uncategorized transactions
Net Transfer / Merge	Dollar amount, minus applicable fees, resulting from the combination of financial activity of two or more accounts into a single account for the same participant under the same plan
Non-Highly Compensated Employees (Non-HCEs) in Contribution Accelerator	Number of non-highly compensated employees (Non-HCEs) that enrolled into contribution accelerator as of the report period end date
Non-Taxable Amount	Total amount of the employee after-tax contributions for federal tax purposes, that are returned in a distribution
Original Goal Amount	Sum of original principal loan amount and original total interest amount

Original Loan Amount	Loan amount on the date of issue
Original Total Interest	Total cash amount expected to be paid in interest for the loan
Overall plan participation rate as of the report end date	Sum of all participants enrolled in the plan divided by the number of employees eligible to participate in the plan
Partial GoalMaker Percent	The percentage a participant chooses to allocate to the GoalMaker portfolio model. *Background: Partial GoalMaker is a Non-Traditional feature that allows GoalMaker participants the ability to allocate up to 49% of their Future Allocations outside of GoalMaker. The participant is limited using that allocation to no more than 7 additional funds.)*
Participant Forfeiture Activity ($)	Dollar amount resulting from non vested employer sources or adjustments added or debited to the plan's forfeiture account
Participant Forfeiture Activity Description	Description of transaction that created the financial activity
Participant Forfeitures	Amount added/subtracted to a particular fund or fund/source combination, resulting from a participant forfeiture from unvested employer sources
Participant Payroll Frequency	Identifies how often the payroll occurs
Participant Statement Preference Format	Level of information the participant elects to include on an account statement (ex: summary, detailed)
Participant Status	Indicates the participant's status as of the reporting period (Active, Terminated, etc.)
Participant Type	Type of participant account as determined by transactional events (Participant, Beneficiary, Qualified Domestic Relations Order/QDRO, or identifiers for the Forfeiture "slash" accounts: "/AA" (Annual Addition, Return of Excess), "/EF" (Aggregate Contribution, Return of Excess), "/RM" (Related Match, Return of Excess)
Participants age 50 and over (IncomeFlex)	Number of participants in the plan whose age is greater than or equal to 50 (as of the Report To Date) and whose account balance is greater than 0
Participants allocating to IncomeFlex Select	Number of participants who have % or $ allocations in IncomeFlex Select
Participants allocating to IncomeFlex Target	Number of participants who have % or $ allocations in IncomeFlex Target
Participants allocating to IncomeFlex through GoalMaker	Number of participants (by Sub Plan ID) that have an account balance as of the report end date, and are using GoalMaker with IFX
Participants enrolled in IncomeFlex Select	Number of participants (by Sub Plan ID) that are enrolled in IncomeFlex Select as of the report period end date
Participants enrolled in IncomeFlex Target	Number of participants (by Sub Plan ID) that are enrolled in IncomeFlex Target as of the report period end date
Participants in Auto Enrolled Status	Number of participants in Auto Enrollment status as of the report period end date
Participants in both Auto Enrollment and Contribution Accelerator	Number of participants that are auto enrolled and participating in contribution accelerator as of the report period end date
Participants in Contribution Accelerator	Number of participants in Auto Enrollment status as of the report period end date
Participants on the path to IncomeFlex through GoalMaker	"On the path" is a term given to any participant under the age of 55, once they elect to incorporate Guaranteed Retirement Income with their GoalMaker allocation strategy. The GoalMaker allocation glide path will not introduce the allocation to IncomeFlex until they reach age 55.

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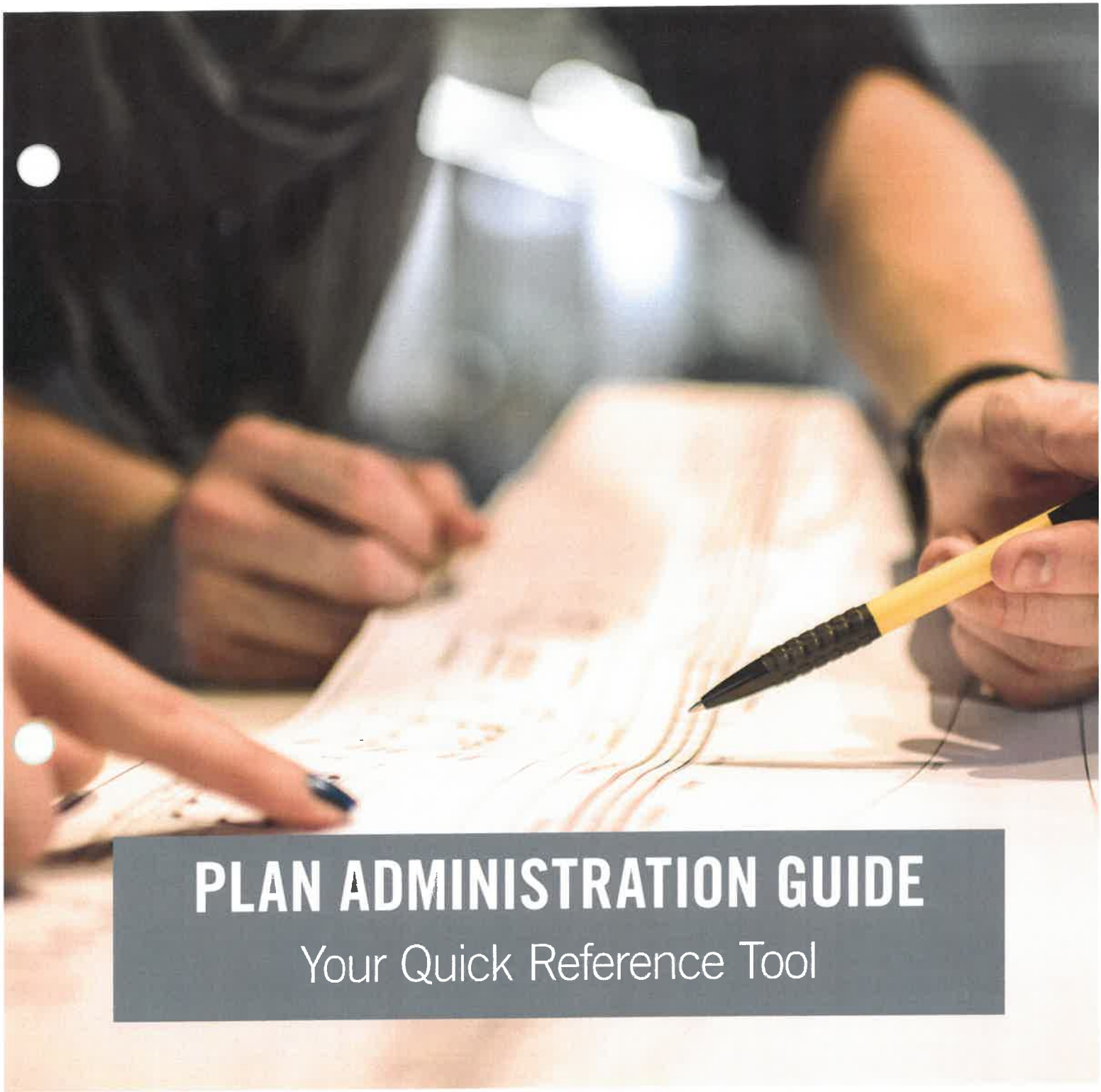
Participants that actively enrolled	Number of participants that actively enrolled (in the Auto Enrollment program) for the report period
Participants that enrolled in Contribution Accelerator	Number of participants that defaulted or voluntarily enrolled into the Contribution Accelerator program during the report period
Participants with a contribution rate of 0 after being Auto Enrolled	Number of participants that have a 0 deferral percent or dollar amount after being auto enrolled as of the report period end date
Participants that declined Auto Enrollment	Number of participants that declined the Auto Enrollment program during the report period
Participants that decreased their contribution rate after being Auto Enrolled	Number of auto enrolled participants that decreased their deferral percentage or dollar amount from the plan's chosen Auto Enrollment rate during the report period but are still participating.
Participants that defaulted into Contribution Accelerator	Participants that are automatically added to the Contribution Accelerator program based on plan defaults
Participants that increased their contribution rate after being Auto Enrolled	Number of auto enrolled participants that increased their deferral percentage or dollar amount from the plan's chosen Auto Enrollment rate during the report period.
Participants that opted into Contribution Accelerator	Number of participants that elected to participate in the Contribution Accelerator program during the report period
Participants that opted out of Contribution Accelerator	Number of participants that declined to participate in the Contribution Accelerator program during the report period
Participants that were Auto Enrolled	Number of participants auto enrolled for the report period
Participants with a balance in IncomeFlex Target	Number of participants (by Sub Plan ID) that have an account balance >$0.00 as of the "report end date" – and – are enrolled in IncomeFlex Target. *Background: Prudential IncomeFlex Select®, offered by the Prudential Retirement Insurance and Annuity Company, is a retirement planning innovation for defined contribution retirement plans. It helps participants accumulate assets and convert those assets into guaranteed lifetime income.)*
Participants whose rate was accelerated	Number of participants in Contribution Accelerator that had a yearly increase during the report period
Pay Period End Date	Date related to the end of the payroll period for a specific financial transaction
Payable To Institution	Financial entity receiving the distribution
Percentage of GoalMaker participants using Age Adjustment	Number of participants (with an account balance as of report to date, regardless of status) that are using GoalMaker Age Adjustment for a specific Sub Plan ID – *divided by* – the total number of participants (same definition as above) in GoalMaker for the same Sub Plan ID
Percentage of participants allocating to IFX Select	Number of participants with allocations in IncomeFlex Select divided by the total number of participants
Percentage of participants allocating to IFX Target	Number of participants with allocations in IncomeFlex Target divided by the total number of participants
Percentage of participants electing electronic delivery of confirmations/ letters	Number of participants (with a balance, regardless of status) where the Confirmation / Letter delivery type code is E for "electronic" as of the report request "To Date" for the Sub Plan ID - *divided by* – the total number of participants (same as above) as of the report request "To Date" for the same Sub Plan ID
Percentage of participants electing electronic delivery of statements	Number of participants (with a balance, regardless of status) where the Statement delivery type code is E for "electronic" as of the report request "To Date" for the Sub Plan ID - *divided by* – the total number of participants (same as above) as of the report request "To Date" for the same Sub Plan ID

Percentage of participants electing electronic delivery of tax forms	Number of participants (with a balance, regardless of status) where the Tax Form delivery type code is E for "electronic" as of the report request "To Date" for the Sub Plan ID - *divided by* – the total number of participants (same as above) as of the report request "To Date" for the same Sub Plan ID
Percentage of participants in Contribution Accelerator	Number of participants in the Contribution Accelerator program - *divided by* - the sum of the total active & eligible population in the plan
Percentage of participants with a balance in IncomeFlex Select	Number of participants with a balance in IncomeFlex Select (as of a given month end) for a specific Sub Plan ID - *divided by* - the total number of participants (with a balance>0 regardless of status) for the same Sub Plan ID,
Percentage of participants with a balance in IncomeFlex Target	Number of participants with a balance in IncomeFlex Target (as of a given month end) for a specific Sub Plan ID - *divided by* - the total number of participants (with a balance>0 regardless of status) for the same Sub Plan ID,
Percentage of plan assets for GoalMaker participants	Dollar value of plan assets invested in Goal maker Funds for the Included Sub Plan(s) - *divided by* – total assets (excluding Loans) for the Included Sub Plan(s) as of the report to date
Plan assets in IncomeFlex Select	Total value of IncomeFlex Select assets as of the report to date
Plan assets in IncomeFlex Target	Total value of IncomeFlex Target assets as of the report to date
Plan Entry Date	Date when an employee signed up to take part in an investment plan; or the date when an employee enrolled into a benefit
Plan ID	Unique identification number associated with a particular plan
Plan Name	Legal name of a particular plan
Plan Year YTD Hours of Service	Number of vesting hours of a participant (Year to date hours of service a participant has accumulated in a given plan year)
Preferred Email Address	Indicates the participant's first preference to receive email communication (work, home)
Previous Loan Repayment Processed Date	The last loan repayment which satisfied the amortization schedule
Process Date	Date a specific transaction was processed on the recordkeeping system
Projected Payoff Date	Date upon which participant's loan is expected to be fully paid as per the amortization schedule
Received Invalid Email Address	A work/home indicator depicting if a participant's home or work email address is invalid.
Redemption Fee Transaction	Indicates the specific fee type (Withdrawal Fee, Exchange Fee)
Redemption Fees	Charges incurred when redeeming a particular investment
Reductions	Identifies, by source, the dollar amount deducted against the forfeiture account
Rehire Date	Date that a former employee resumes employment at the same company
Report Name	Name assigned to a template's output by the user; field is located in the header section
Report Run Date	Date that the report was generated
Reporting Period	Date range used for the report
Rollover Contributions	Dollar amount added to a particular fund(s), resulting from a participant initiated rollover as well as any conversion assets deposited into the plan or account

Rollover Distributions	Dollar amount subtracted from a particular fund(s), resulting from a rollover out of the plan or account
Scheduled Loan Repayment Amount	Loan repayment amount expected based on the amortization schedule
Security Role *(specific to the Authorized Plan Sponsor User Template)*	Level of access an individual has on the Sponsor Center
Small Balance Cashout Indicator	(As of December 2013, this field will pull in "blank"). Identifies if the distribution was the result of the participant's balance being less than the balance required to retain the assets in the account
Source	Specific source within the plan or participant's account that is impacted by the transaction
SSN (Social Security Number)	Social security number of a participant
State	The state name associated with a given participant's address. In cases where there is a foreign address, the state field may be populated with foreign country name.
State Tax Withheld	Dollar amount of the amount of state income tax which is withheld
Sub Plan ID	Unique identification number associated with a sub plan
Sub Plan ID *(specific to Authorized Plan Sponsor User Template)*	Unique identification number associated with a sub plan
Taxable Amount	Portion of the distribution amount that is subject to taxes
Termination Date	Date upon which a participant's employment terminates
Termination Reason	Reason for termination of employment
Total Amount	Dollar amount of activity for the reporting period (Specific to the Contribution (Participant) and (Plan) templates)
Total Loan Interest Paid to Date	Dollar amount of interest paid to date for a loan
Total Loan Repayment(s) Received During Reporting Period	Sum of the following two fields on the Loan Template: Loan Repayment(s) Applied to Principal During Reporting Period and the Loan Repayment(s) Applied to Interest During Reporting Period
Total plan assets for participants in GoalMaker	Total assets (by Sub Plan ID) invested in GoalMaker funds/portfolios
Trade Date	Actual date in which a financial transaction was executed
Transaction Type	Identifies the transaction (example: adjustment) (featured on the Miscellaneous Transactions Template)
Transfer In	Identifies money being added to one Sub Plan ID and/or SSN, resulting from a Sub Plan Transfer/Merger or an SSN Merger/Correction
Transfer Out	Identifies money being subtracted from one Sub Plan ID and/or SSN, resulting from a Sub Plan Transfer/Merger or an SSN Merger/Correction
Units / Shares	Quantity of funds or investments
Units / Shares Purchased	Quantity of funds or investments purchased
Vested Account Balance	Balance amount which is vested as of the process date, based on plan rules
Vested Percent	Vested percentage for active participants and the last vested percentage on record for participants with a terminated status

Work Email Address	Identification relating to a participant's work email address
Years of Service	Number of years of service (continuous) that have been credited towards the plan's vesting schedule
Zip	Value representing the residential areas used in the United States for participant mailings and geographical association



PLAN ADMINISTRATION GUIDE

Your Quick Reference Tool

Revised 07/2016

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Bring Your Challenges®

WELCOME TO PRUDENTIAL RETIREMENT

We appreciate your business and take very seriously the trust you have placed in us.

Prudential has been helping companies and organizations of all sizes overcome their plan challenges for more than 85 years. Our talented relationship management team and other organizational partners are ready and eager to work with you as we help shift the idea of retirement planning—and plan management—from:

...complexity to simplicity...

...volatility to security...

...and uncertainty to confidence.

This guide was developed with you in mind

This Plan Administration Guide is designed to help you understand Prudential Retirement®'s products and services and navigate the service experience. It includes services that you may not have today, but that you may want to consider adding in the future, as well as the operational components of day-to-day recordkeeping and plan administration.

As your valued retirement service provider, we will provide you with solutions and expertise that can help you:

- Fulfill your fiduciary obligations
- Interpret and communicate government regulations and legislation
- Increase participation and savings levels by educating and empowering your participants

We look forward to partnering with you to help you—and your participants—overcome any challenges you may face on the way to reaching Day One of retirement with confidence.

Sincerely,

Your Relationship Management Team

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Please refer to your Services Agreement for the services applicable to your plan. For any services below not selected by your plan, you may consult with your Relationship Manager.

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ENROLLMENT

ELIGIBILITY TRACKING

Prudential Retirement can track the eligibility of your employees and can provide reporting to alert you to participants approaching eligibility. This service can help you meet your fiduciary obligations of distributing any required participant notices.

What You, as the Plan Sponsor, Need to Do

- Provide Prudential Retirement with all required data to properly track eligibility via payroll file.
- Identify timing to make accounts available to participants in advance of becoming eligible.
- Review eligibility data provided by Prudential Retirement confirming that eligibility is being tracked properly and that data is being sent on a regular basis.

What Prudential Retirement Will Do

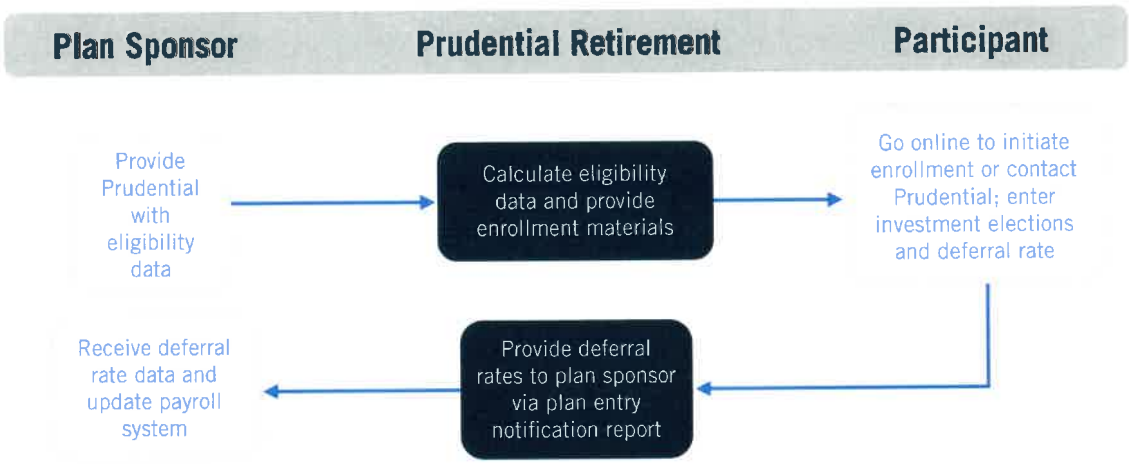
- Using the employee information provided on the payroll file, apply the plan provisions to determine the employees' eligibility.
- Distribute enrollment materials.

The Payroll Data Elements Required

- Plan ID, Subplan (if applicable)
- Social Security number
- Pay Period End Date
- Check Date
- Last Name, First Name
- Full Address (including City, State and ZIP)
- Date of Birth
- Marital Status
- Date of Hire
- Current Pay Period Hours (if applicable)
- Participant Status

In order to effectively provide you with this service, it is important that the data we have requested is received. Your Relationship Manager will work with you on what is required.

How Eligibility Tracking Works



ENROLLMENT MATERIALS

Enrollment materials are used to educate your employees about the retirement plan benefits. Prudential Retirement can help newly eligible participants be more confident in the enrollment process.

What You, as the Plan Sponsor, Need to Do

- Select a preferred method of delivery for ongoing Prudential-mailed enrollment materials:
  - Home mailing—optimal if eligibility is 30 or more days from date of hire
  - Bulk shipment to plan sponsor—appropriate for immediate eligibility
- Provide Prudential with all required new employee and/or rehire data.

What Prudential Retirement Will Do

- Capture employee information to determine eligibility for home mailings.
- Mail enrollment materials to eligible participants' homes at the designated time and by the predetermined method as instructed by you.
- Bulk ship enrollment materials to you upon request.

What Your Employees/Participants Need to Do

- Review the enrollment materials to understand the benefits of enrolling into the plan.
- Enroll via our Online Retirement Center at **prudential.com/online/retirement**, call our toll-free number at **877-PRU-2100** (877-778-2100) to enroll or work with a participant service representative.

The Payroll Data Elements Required

- Plan ID, Subplan (if applicable)
- Social Security number
- Pay Period End Date
- Check Date
- Last Name, First Name
- Full Address (including City, State and ZIP)
- Date of Birth
- Date of Hire
- Date of Rehire (if applicable)
- Participant Status
- Annualized Salary[1]

[1]Required only if personalized projections within the enrollment material are desired.

ELECTRONIC (PAPERLESS) ENROLLMENT

Electronic enrollment allows your participants to enroll into your plan via the Online Retirement Center, through our automated phone system, or by talking with a participant service representative. Electronic enrollment has multiple benefits, including saving time, paper and effort.

What you, as the Plan Sponsor, Need to Do

- Provide Prudential with new employee data to track eligibility.

What Prudential Retirement Will Do

- Create web accounts for eligible employees to use in the enrollment process.
- Calculate eligibility date and provide enrollment materials.
- Provide participant welcome letter, including contribution rate and investment elections.
- Provide new elective contribution rates and changes to plan sponsor electronically or on Sponsor Center.

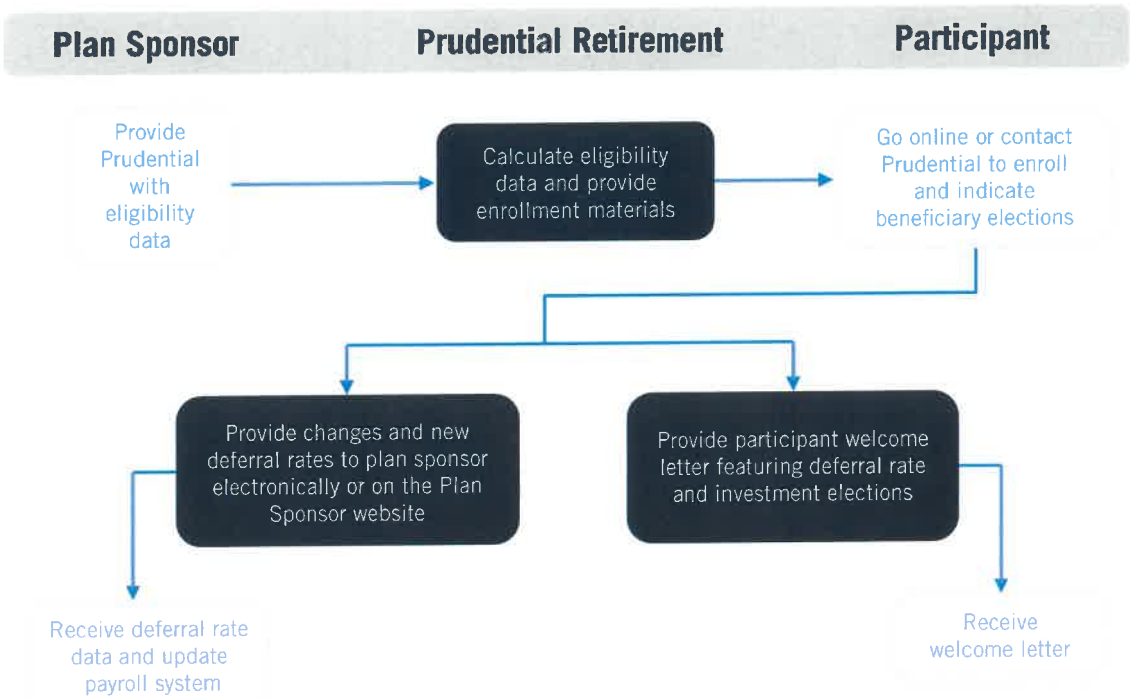
What Your Employees/Participants Need to Do

- Review enrollment materials to learn more about your plan.
- Go online at **prudential.com/online/retirement**, or call the toll-free phone number **877-PRU-2100**. Work with a participant service representative to enroll, indicate beneficiary elections or initiate change(s).

The Payroll Data Elements Required

- Plan ID, Subplan (if applicable)
- Social Security number
- Pay Period End Date
- Check Date
- Last Name, First Name
- Full Address (including City, State and ZIP)
- Date of Birth
- Marital Status
- Date of Hire
- Current Pay Period Hours (if applicable)
- Participant Status

How Electronic (Paperless) Enrollment Works



AUTOMATIC ENROLLMENT

The choices you make regarding automatic enrollment as a component of plan design are important to both the health of your plan and your participants' futures. Automatic enrollment is a program designed to increase plan participation by enrolling all eligible participants at a minimum deferral rate unless the participant affirmatively elects otherwise. The IRS allows employers to automatically deduct a fixed percentage from an employee's wages for a qualified plan unless the employee chooses to contribute nothing or a different amount.

Effectively implemented, automatic enrollment can increase both participation and contribution rates.

What you, as the Plan Sponsor, Need to Do

- Offer electronic (paperless) enrollment.
- Provide Prudential with the following information:
  - Default deferral rate
  - A declination period for both new hire and rehire automatic enrollment
  - Default investment election
  - The population of impacted employees

What Prudential Retirement Will Do

- Send enrollment materials.
- Partner with you to ensure required participant notices are available.
- Provide changes and deferral rates to the plan sponsor electronically or on Sponsor Center.

Automatic Enrollment Can also Include

- Qualified Automatic Contribution Arrangements (QACA)
- Eligible Automatic Contribution Arrangements (EACA)
- Contribution Baselining (one-time or annual)
- Annual automatic enrollment

The Payroll Data Elements Required

- Plan ID, Subplan (if applicable)
- Social Security number
- Pay Period End Date
- Check Date
- Last Name, First Name
- Full Address (including City, State and ZIP)
- Date of Birth
- Marital Status
- Date of Hire
- Date of Rehire (if applicable)
- Participant Status

In order to effectively provide you with this service, it is important that the data we have requested is received. Your Relationship Manager will work with you on what is required.

ELECTRONIC AUTOMATIC ENROLLMENT

Our eEnrollment process provides participants with a timely and efficient method of enrollment, and plan sponsors with an effortless means of delivering important legal notices.

What You, as the Plan Sponsor, Need to Do

- Offer auto-enrollment.
- Submit required files to Prudential. Allow sufficient time (ideally 60 days between date of hire and auto-enrollment date) for delivery of materials to participant.

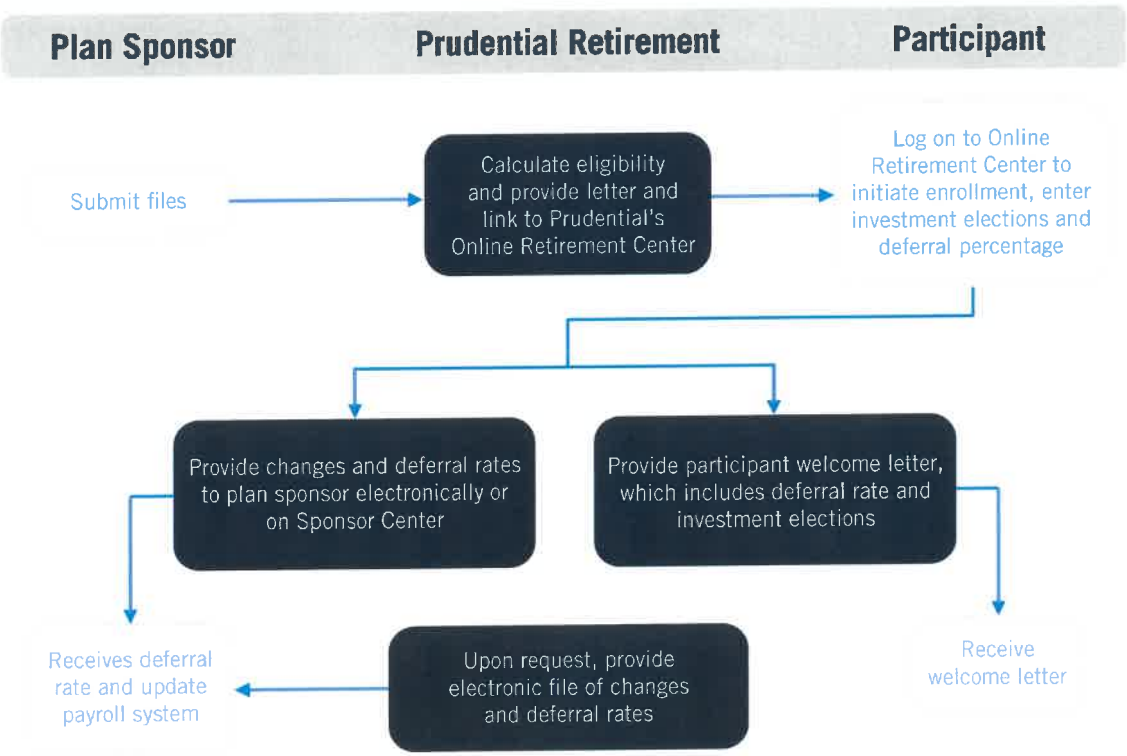
What Prudential Retirement Will Do

- Calculate participant eligibility and provide participants a letter and a link to Prudential's Online Retirement Center.
- Electronically distribute welcome letter to participants, which includes deferral rate and investment elections.
- Deliver enrollment materials, including any initial notices.
- Provide changes and deferral rates to the plan sponsor electronically or on Sponsor Center.

What Your Employees/Participants Need to Do

- Log on to the Online Retirement Center to initiate enrollment, choose a deferral percentage and make investment elections.

How Electronic Automatic Enrollment Works



BENEFICIARY DESIGNATION

The election, change and maintenance of beneficiary designations can be a time-consuming task. Prudential helps you offload the administrative burden through our online process.

What You, as the Plan Sponsor, Need to Do

- Advise participants to initiate change(s) online at prudential.com/online/retirement or to call our toll-free telephone number at 877-PRU-2100 (877-778-2100) to speak with a participant service representative if they have any questions or want to make a change to their beneficiary on file.
- Obtain beneficiary reporting via the Sponsor Center.
- Provide beneficiary information to Prudential if none on file.

What Prudential Retirement Will Do

- Mail the Spousal Consent form to participants, as required.
- Provide you with reports of all beneficiary information on file.
- Display beneficiary information on the Online Retirement Center and participant statement.

What Your Employees/Participants Need to Do

- Initiate change(s) online at prudential.com/online/retirement or call our toll-free telephone number at 877-PRU-2100 to speak with a participant service representative if they have any questions or want to make a change to their beneficiary on file.
- If spousal consent is required, a form will be provided.
- If naming a Trust, a Trust Certification Form will be provided.
- Review participant statement or the Online Retirement Center to ensure that the information provided is accurate.

CONTRIBUTIONS

ACH DEBIT

Spend less time handling the administrative tasks associated with funding contribution files by authorizing Prudential to automatically debit your account to fund your plan contribution files.

What You, as a Plan Sponsor, Need to Do

- Select one of the following ACH options that best suits your funding needs:
  - Auto ACH—Prudential will initiate the debit of this account as of a current date for all files received in good order by 3:30 p.m. ET.
  - Check Date ACH—Prudential will debit this account on the Check Date noted in your funding summary.
  - Pay Period End Date ACH—Prudential will debit this account on the Pay Period End Date noted in your funding summary.
- Plan Sponsor Directed ACH—Prudential will initiate the debit of this account on the date selected by the plan sponsor or authorized representative of the employer on Prudential's website. Senior Sponsor access or Payroll Processing-Payroll Funding Update access is required for this option.
- Authorize Prudential to debit your firm's account to fund contribution files by completing an "ACH Debit Authorization Form," and selecting the appropriate ACH option.
- Regularly review file totals to ensure accuracy.
- Notify Prudential immediately if a discrepancy is noticed or a change is needed.

What Prudential Retirement Will Do

- If notified by plan sponsor of incorrect file totals before 3 p.m. ET, Prudential will delete the file and stop the ACH debiting process.
- Provide a "Funding Summary" to you through our secure messaging center.
- Initiate the debit based on your prior authorization from plan sponsor on the date/time specified with the option selected on the form.

ROLLOVERS IN

Prudential can assist your participants with moving their money from a previous eligible retirement plan into your plan. This allows participants to consolidate their retirement savings, resulting in higher account values.

What You, as the Plan Sponsor, Need to Do

- Advise your participant to download rollover forms from our Online Retirement Center at prudential.com/online/retirement, or to call our Participant Service Center at 877-PRU-2100 and say "Rollover In" to speak with a retirement counselor and request the forms.

What Prudential Retirement Will Do

- Provide rollover forms to participants upon request and offer assistance to answer any questions.
- Receive rollover forms, supporting documentation and a check from employee/employer. Verify that forms are signed by the participant, and documents meet your criteria to confirm that assets are from qualified sources.
- If any additional information is required, communicate directly with the participant and/or with you, as the plan sponsor.
- Provide rollover confirmation to the participant.

What the Employee/Participant Needs to Do

- Download rollover forms from our Online Retirement Center at prudential.com/online/retirement, or call our Participant Service Center at 877-PRU-2100 and say "Rollover In" to speak with a retirement counselor and request the forms.
- Initiate distribution process with financial institution currently holding funds.
- Complete rollover forms and submit them with a check to the address indicated on the forms.

CATCH-UP CONTRIBUTIONS

Catch-up contributions are elective deferrals made to 401(k) plans by participants who are age 50 or older (or will reach age 50 by the end of the calendar year in which the catch-up contributions are made) that are in excess of the maximum elective deferral and annual additions limits, the actual deferral percentage (ADP) test limit or the plan limit (if any).

Catch-up contributions are allowed under a provision of the Economic Growth and Tax Relief Reconciliation Act of 2001 (EGTRRA) and were created to allow those nearing retirement to bolster their retirement savings. Internal Revenue Code (IRC) Section 414(v) imposes an indexed limit on the total amount of catch-up contributions that may be made each year.

What You, as the Plan Sponsor, Need to Do

- Advise participants to initiate elections online at prudential.com/online/retirement or call our toll-free number at 877-PRU-2100 to speak with a participant service representative if they have any questions or want to make a catch-up election.
- Receive deferral rate changes daily from Prudential through Sponsor Center and update accordingly.

What Prudential Retirement Will Do

- Monitor contribution limits according to plan document.
- Provide changes and catch-up deferral rates (if applicable) to plan sponsor electronically or on Sponsor Center.
- Calculate, upon request, participants' maximum allowable contributions under the provisions of IRC Sections 403(b), 415, 402(g) and 414(v).

What Your Participants Need to Do

- Access our Online Retirement Center at prudential.com/online/retirement or call our Participant Service Center at 877-PRU-2100 to choose a contribution amount.
- Additional information regarding catch-up contributions can be found in your Summary Plan Description or by visiting irs.gov.

ROTH CONTRIBUTIONS

Roth contributions provide you with the option to add the tax-free distribution features of a Roth IRA to the savings and investment features of your plan. Unlike a Roth IRA, however, there are no income limit restrictions with Roth contributions when you incorporate them into your plan.

Your plan may allow your participants to designate future elective contributions as pre-tax contributions, Roth contributions or a combination of both. For many participants—especially those who anticipate a higher tax rate at retirement—making Roth contributions today to maximize their retirement income and potentially reduce their future tax liability may be an appealing option.

How This Can Benefit Your Participants

- Automatic 100% vesting—Your participants are always fully vested in their Roth contributions.
- Tax-free retirement income—Roth contributions today generally can provide tax-free income at retirement.
- Hedge against future tax rates—Depending on a participant's tax bracket in retirement and future tax rates, making after-tax Roth contributions today and taking tax-free Roth distributions in retirement can hedge against uncertainty.
- Tax-free earnings for beneficiaries—When Roth balances are rolled into a Roth IRA and bequeathed to a beneficiary in the event of a participant's death, the beneficiary may receive tax-free earnings on that money.
- Tax-deductible matching contributions—For certain employees, if you currently match their pre-tax contributions, you can also choose to match ongoing Roth contributions using a similar formula.

Important Considerations for Plan Sponsors

- While a Roth feature can add overall value to your plan by providing participants with greater flexibility regarding the taxation of their savings, there are administrative steps and associated risks that need to be understood when considering adding this feature:
  - Potential added fiduciary responsibility
  - Will require a board resolution
  - Necessitates modifications to plan document and plan design
  - Requires changes to payroll processing
  - Requires added plan recordkeeping
  - Additional participant communication and education
- An optional "In-Plan Roth Rollover" feature allows for the conversion of distributable non-Roth balances to Roth without leaving the plan. But you should carefully consider the option, as there may be tax consequences for participants and the decision to proceed with this type of transaction is irrevocable.

CONTRIBUTION ACCELERATOR

Contribution Accelerator will gradually increase a participant's deferral contribution level in manageable amounts (usually by 1–2% per year) up to a maximum percentage that you, as plan sponsor, determine. This feature can assist participants in increasing their contribution rates.

What You, as the Plan Sponsor, Need to Do

- Provide Prudential with the following information:
  - Annual deferral contribution increase amount
  - Contribution Accelerator maximum percentage
  - Date when annual increases will take effect
- Determine opt-out or opt-in strategy.
- Receive Contribution Accelerator deferral rate changes and update payroll accordingly.

What Prudential Retirement Will Do

- Support updating of necessary service agreements and plan documents (if applicable).
- Provide plan sponsor with new deferral rates electronically or on the Sponsor Center.
- Notify participants of Contribution Accelerator implementation and enrollment, and issue confirmations when deferral accelerations occur, including ongoing online messaging.

What Your Employees/Participants Need to Do

- Review Contribution Accelerator information received via the enrollment materials and through the web.
- Visit the Online Retirement Center at **prudential.com/online/retirement** or call our toll-free number at **877-PRU-2100** to:
  - Consider a percentage other than the default percentage (for both opt-in and opt-out programs)
  - Consider a different increase date
  - Opt in or opt out of Contribution Accelerator depending on program type[1]

[1]For opt-out programs, no action by participants results in automatic enrollment in Contribution Accelerator.

The Payroll Data Elements Required

- Plan ID, Subplan (if applicable)
- Social Security number
- Pay Period End Date
- Check Date
- Last Name, First Name
- Full Address (including City, State and ZIP)
- Date of Birth
- Date of Hire
- Current Pay Period Hours (if applicable)
- Participant Status
- Highly Compensated Employee Information

In order to effectively provide you with this service, it is important that the data we have requested is received. Your Relationship Manager will work with you on what is required.

NEGATIVE CONTRIBUTIONS

Prudential Retirement, as directed recordkeeper, processes negative contributions in accordance with the direction the plan sponsor provides Prudential Retirement via its electronic files. Prudential Retirement is not responsible for determining whether a plan violation under the Internal Revenue Code or ERISA may occur with the processing of negative contribution. The plan sponsor should, prior to providing such direction, review with plan counsel the impact of the negative contribution on the qualified status of the plan and on previously processed participant transactions and consider whether any of the IRS's prescribed correction methods and programs for plan errors may apply. The plan sponsor may request in writing that Prudential Retirement assist the plan sponsor in identifying the impact of a proposed negative contribution to a participant's account, including previously processed participant transactions. Prudential Retirement may charge a fee for this service.

LOANS

GENERAL PURPOSE LOANS

Prudential can support the loan administration for your plan and provide paperless loan services. Every step of the way, Prudential will administer loans in accordance with IRS regulations and your plan limitations.

What You, as the Plan Sponsor, Need to Do

- Provide Prudential with your loan policy provisions to ensure plan compliance.
- Direct participants who wish to initiate a general purpose loan to access our Online Retirement Center at prudential.com/online/retirement or call our Participant Service Center at 877-PRU-2100.
- Obtain and monitor the loan reports provided by Prudential electronically or in the Payroll Alerts section on Sponsor Center.
- Update loan information in the payroll system.
- Submit loan repayments to Prudential via payroll submission.
- Review the weekly "Loans Risking Default" report on Sponsor Center to confirm/monitor that loans remain current.

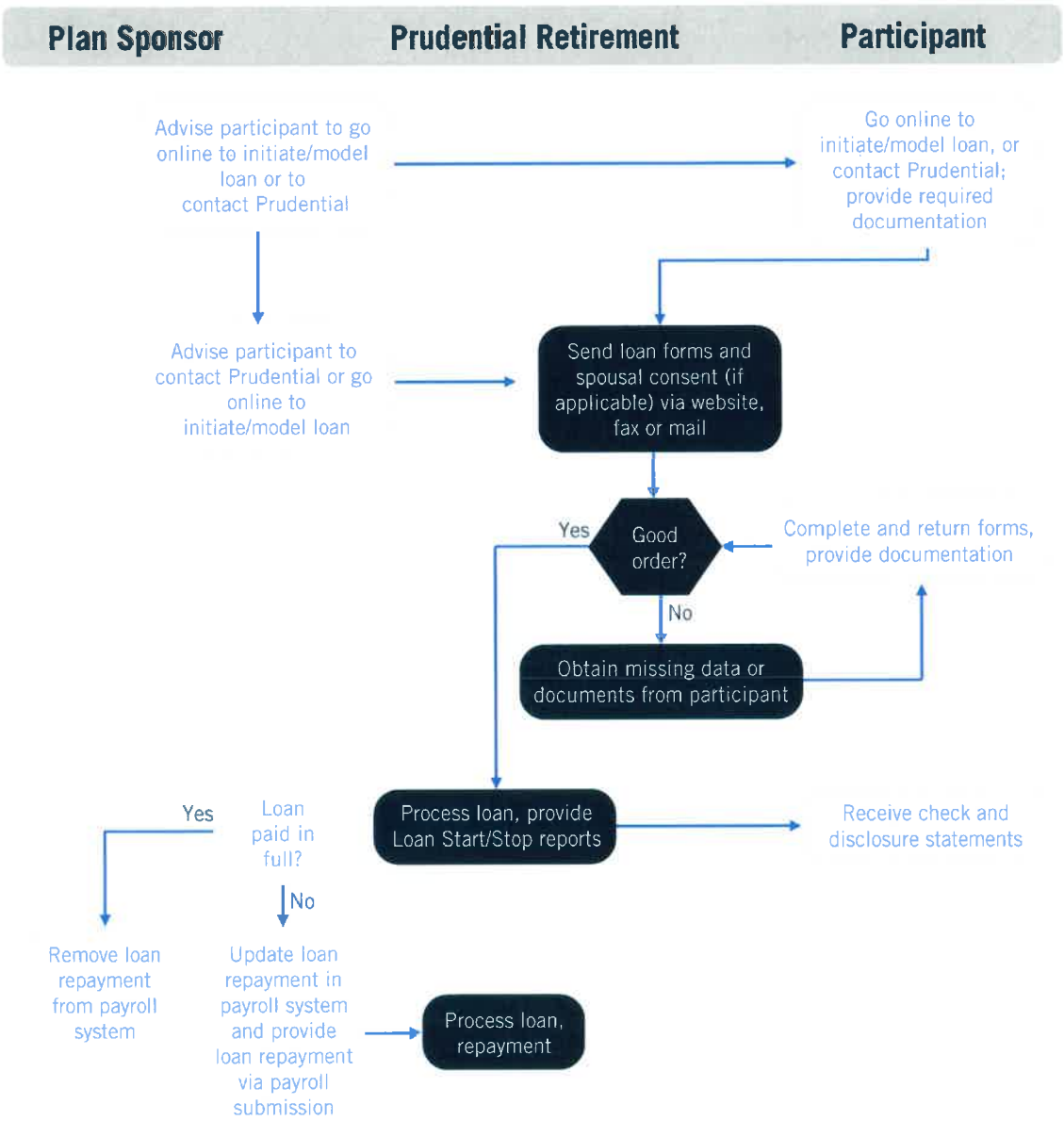
What Prudential Retirement Will Do

- Allow participants to initiate loan requests based upon your plan provisions and IRS limitations.
- Contact participants to obtain any missing documents or data.
- Mail loan checks and disclosure statements to participants.
- Provide you with loan reports electronically or in the Payroll Alerts section on Sponsor Center.

What Your Participants Need to Do

- Access our Online Retirement Center at prudential.com/online/retirement or call our Participant Service Center at 877-PRU-2100 to initiate a loan.
- Provide required documentation and forms.
- Periodically review pay stubs to verify that loan payments are being withheld, and notify you, as the plan sponsor, of any discrepancies.
- Wait a minimum of seven days (may be longer based on plan provisions) after paying off one loan before requesting a new loan.

How The General Purpose Loan Process Works



PRIMARY RESIDENCE LOANS

Prudential can support the availability of loans on your plan, coding our recordkeeping system with your loan policy provisions to ensure plan compliance. We can support paperless loan requests, as well as submit loan starts and stops to your payroll provider to accurately deduct loan repayments.

What You, as the Plan Sponsor, Need to Do

- Provide Prudential with your loan policy provisions, including criteria required for this type of loan.
- Direct participants who wish to initiate a primary residence loan to access our Online Retirement Center at **prudential.com/online/retirement** or call our Participant Service Center at **877-PRU-2100**.
- Obtain and monitor the loan reports provided by Prudential electronically or in the Payroll Alerts section on Sponsor Center.
- Update loan information in the payroll system.
- Submit loan repayments to Prudential via payroll submission.
- Review the weekly "Loans Risking Default" report on Sponsor Center website to confirm/monitor that loans remain current.

What Prudential Retirement Will Do

- Allow participants to initiate loan requests based upon your plan provisions and IRS limitations.
- Contact participants to obtain any missing documents or data.
- Mail loan checks and disclosure statements to participants.
- Provide you with loan reports electronically or in the Payroll Alerts section on Sponsor Center.

What Your Participants Need to Do

- Access our Online Retirement Center at **prudential.com/online/retirement** or call our Participant Service Center at **877-PRU-2100**.
- Provide required documentation and forms.
- Periodically review pay stubs to verify that loan payments are being withheld, and notify plan sponsor of any discrepancies.
- Wait a minimum of seven days (may be longer based on plan provisions) after paying off one loan before requesting a new loan.

LOAN INTEREST RATE MONITORING

ERISA requires that plan loans must bear "a reasonable rate of interest." The method the plan sponsor uses to determine a loan's interest rate is generally identified in the Loan Policy. Prudential will monitor and adjust the prime rate to ensure the interest rate applied to a participant's loan is consistent with plan terms (e.g., Prime + 2%).

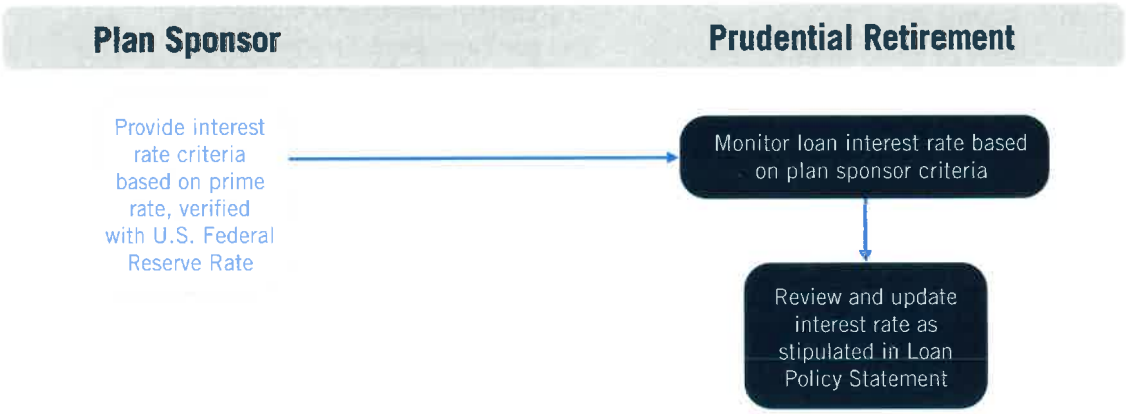
What You, as the Plan Sponsor, Need to Do

- Provide Prudential with your plan's criteria for determining the loan interest rate based on the Prime Rate (e.g., Prime + 2%).

What Prudential Retirement Will Do

- Monitor your plan's loan interest rate based on the criteria established in the Loan Policy Statement including:
  - Frequency of loan interest rate monitoring (weekly, monthly, quarterly, semiannually or annually)
  - How the rate should be calculated (e.g., Prime, Prime +1%, etc.)
- Review and update the interest rate on the last business day of the monitoring period, as indicated by the Loan Policy Statement.

How Loan Interest Rate Monitoring Works



DISTRIBUTIONS

IN-SERVICE WITHDRAWALS

IRS rules and regulations generally allow for participants age 59½ or older to take withdrawals from the plan. Prudential, in accordance with your plan document, can simplify the process and alleviate much of the administrative burden.

What You, as the Plan Sponsor, Need to Do

- Provide Prudential with accurate data to ensure that transactions can be calculated properly.
- Direct participants who wish to initiate a withdrawal to access our Online Retirement Center at **prudential.com/online/retirement** or call our Participant Service Center at **877-PRU-2100**.

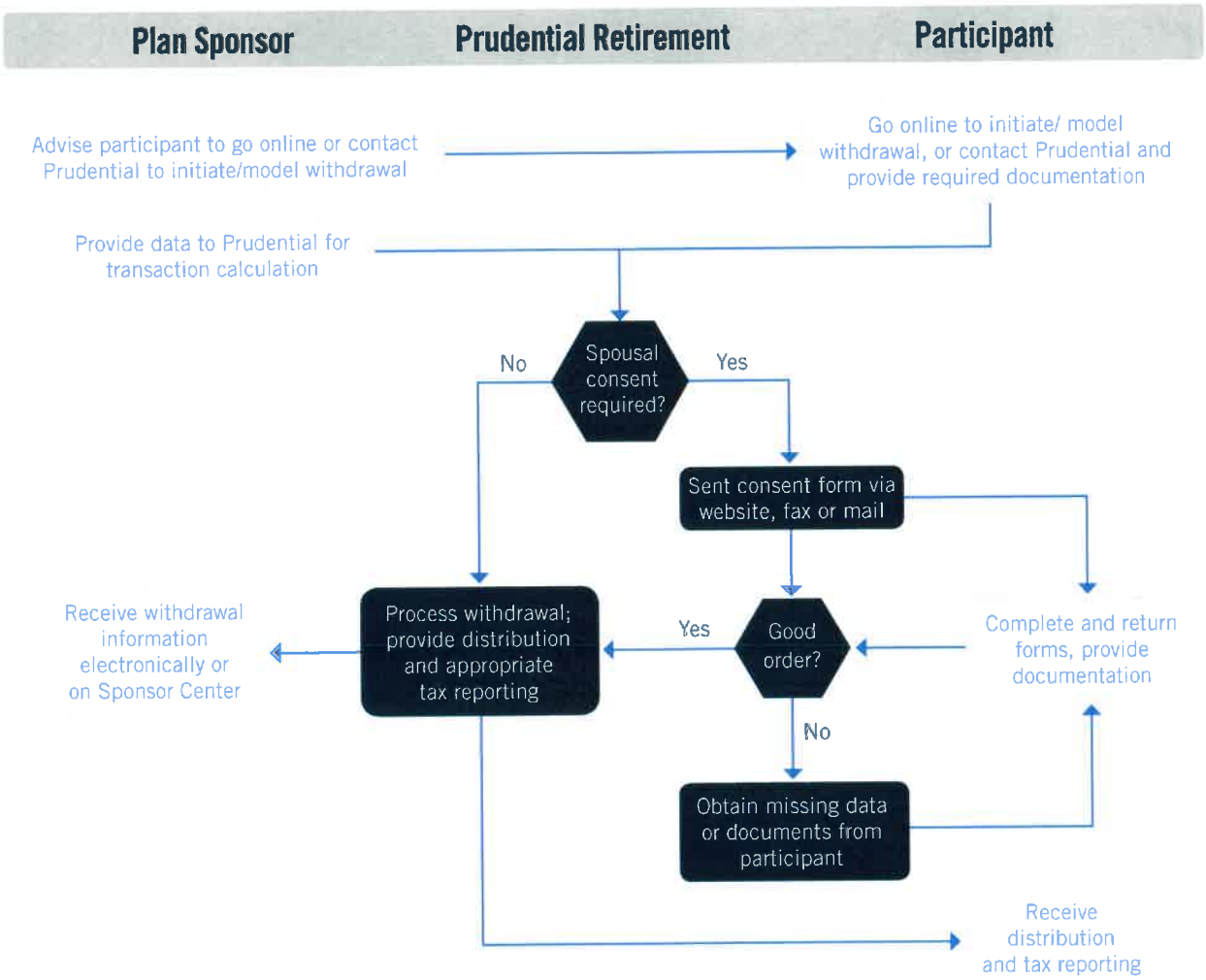
What Prudential Retirement Will Do

- Review requests and work directly with participants to resolve questions based on plan sponsor prior authorization.
- Approve/decline requests based upon the provisions of your plan, and contact you for any additional information as needed.
- Provide distribution and appropriate tax reporting.
- Provide you with daily updated withdrawal information electronically or on the Sponsor Center.

What Your Participants Need to Do

- Access our Online Retirement Center at **prudential.com/online/retirement** or call our Participant Service Center at **877-PRU-2100** to initiate transaction.
- If married, provide their spouse with the QJSA notice and waiver information provided by Prudential (if required) and obtain their spouse's consent for the distribution.

How the In-Service Withdrawal Process Works



HARDSHIP WITHDRAWALS

Unexpected financial hardships may arise for your employees. In some instances, participants may be able to request hardship withdrawals. Prudential, in accordance with your plan provisions, can help simplify the process and alleviate much of the administrative burden.

What You, as the Plan Sponsor, Need to Do

- Direct participants who wish to initiate a hardship withdrawal to call our Participant Service Center at 877-PRU-2100, or access our Online Retirement Center at prudential.com/online/retirement.
- Suspend contributions based on plan provisions upon notification from Prudential via the Payroll Alerts section on Sponsor Center.
- Resume contributions once suspension is lifted.

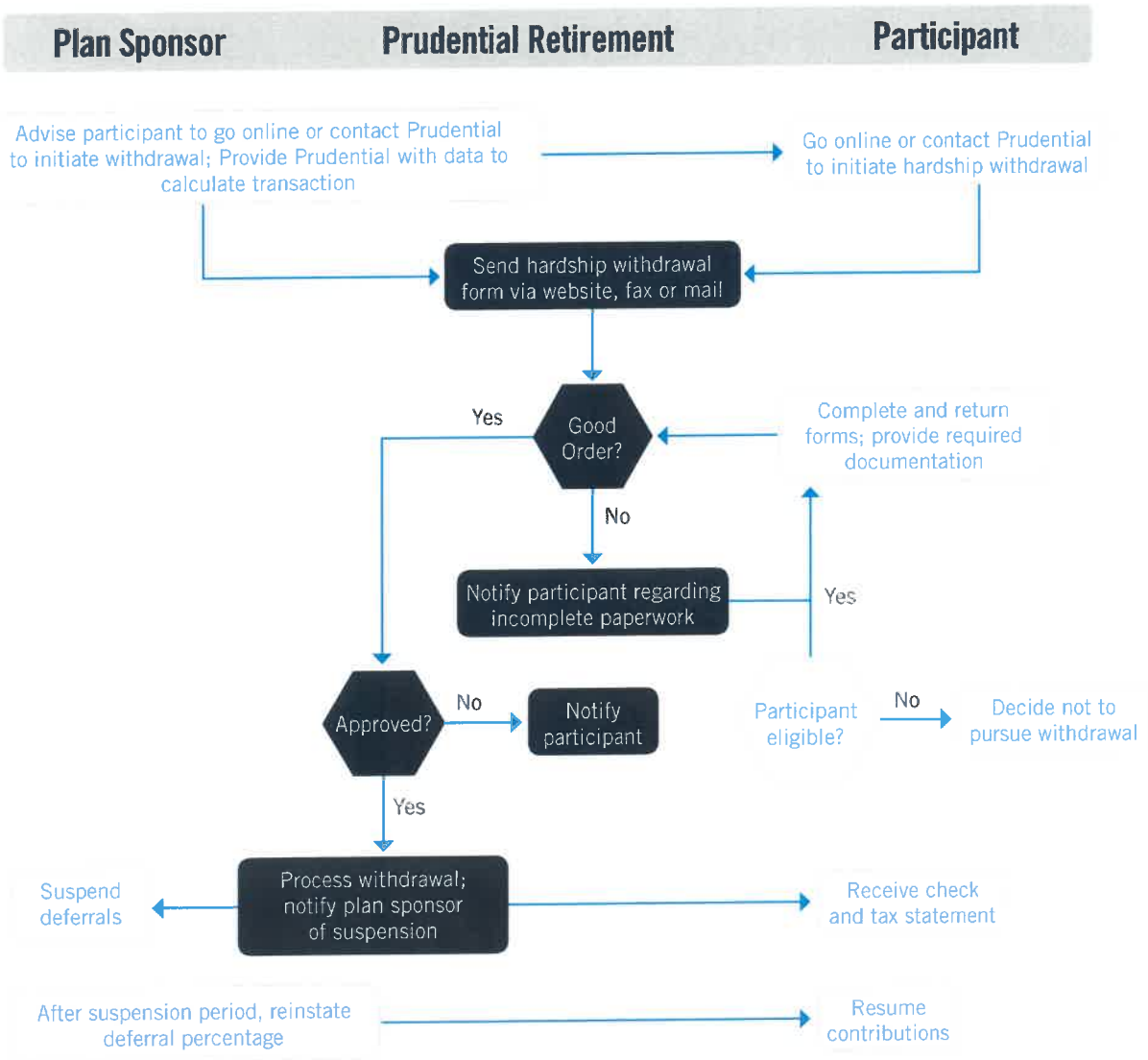
What Prudential Retirement Will Do

- Approve/decline requests based on plan provisions and in compliance with IRS regulations. In the event it is unclear whether the hardship documentation meets the plan's criteria, Prudential will consult the plan sponsor.
- Notify participants of non-compliant requests or missing paperwork, and work with them to resolve.
- Update participant's deferral percent to zero to initiate suspension of contributions when required by the plan document.
- Provide you with a weekly report of suspension information electronically and via the Payroll Alerts section on Sponsor Center.
- Provide distribution and appropriate tax reporting.
- Reinstate elective deferral percentage after suspension period has passed, and notify client electronically or via Payroll Alerts section on Sponsor Center.

What Your Participants Need to Do

- Access our Online Retirement Center at **prudential.com/online/retirement**, or call our Participant Service Center at **877-PRU-2100**, to initiate the withdrawal and request paperwork.
- Complete forms, attach required supporting documentation and return to address indicated on form, or fax directly to Prudential.

How The Hardship Withdrawal Process Works



REQUIRED MINIMUM DISTRIBUTIONS

As a plan sponsor, failing to distribute required minimum distributions (RMDs) to eligible participants could jeopardize the tax-qualified status of your plan. Calculating and distributing RMDs can be a time-consuming endeavor. Prudential, in accordance with your plan provisions, can help alleviate much of the administrative burden.

What You, as the Plan Sponsor, Need to Do

- Provide Prudential with accurate data (e.g., date of birth, termination date) to ensure that RMDs can be calculated properly.
- Review annual RMD report provided by Prudential to validate data and communicate any necessary changes or updates to participant data listed on the report.

What Prudential Retirement Will Do

- Provide initial participant notification to eligible RMD participants.
- Communicate directly with participants regarding incomplete paperwork or to answer related questions.
- Calculate each participant's RMD in accordance with the plan's terms using IRS prescribed life expectancy and distribution tables.
- Process RMDs prior to IRS deadlines. (Note: If participants don't submit forms, Prudential will initiate payment based on Uniform Lifetime Table; 10% federal and applicable state withholding, as communicated to plan sponsor.)
- Provide distribution and appropriate tax reporting.

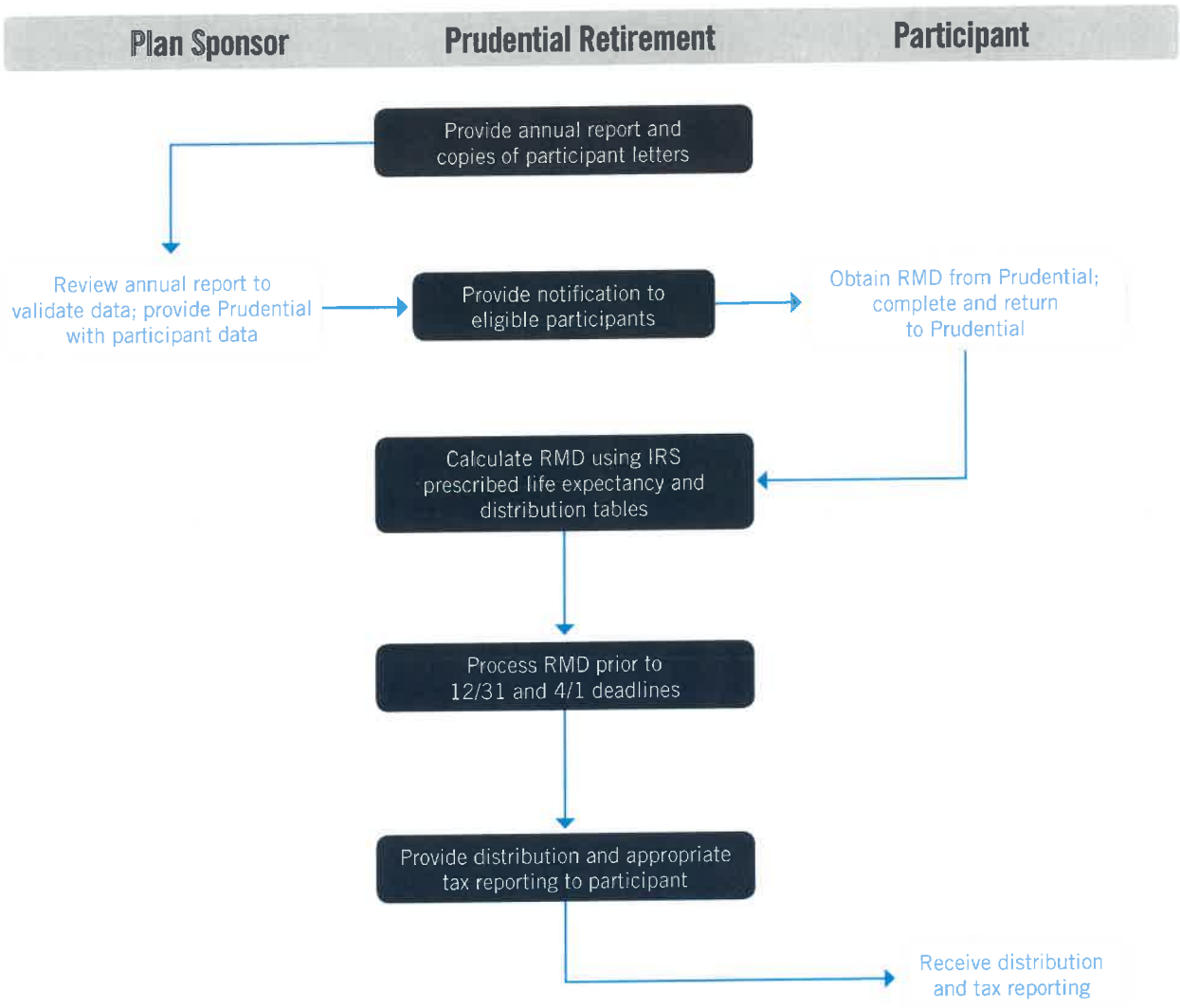
What Your Participants Need to Do

- If RMDs are required, call our Participant Service Center at 877-PRU-2100 to request paperwork and provide required data to accurately calculate the RMD.
- Complete paperwork and return to Prudential.
- If changing initial elections, participants may call our Participant Service Center or submit new RMD paperwork.

The Payroll Data Elements Required

- Last Name, First Name
- Date of Birth
- Marital Status
- Date of Termination
- Participant Employment Status
- 5% Owner Indicator

How the RMD Process Works



RETIREMENT, PERMANENT DISABILITY AND TERMINATION DISTRIBUTIONS

Whether due to retirement, permanent disability or termination, managing distributions from your plan is an ongoing effort that can consume significant manpower. Prudential can help to automate and simplify much of your plan's distribution process.

What You, as the Plan Sponsor, Need to Do

- Provide Prudential with accurate data to determine vesting.
- Provide Prudential with participant termination, retirement or disability dates.
- Adjust payroll deductions as needed.
- Advise participants to call our Participant Service Center at **877-PRU-2100**, to speak with a participant service representative about distribution options available.

What Prudential Retirement Will Do

- Upon receipt of participant termination, retirement or disability dates, Prudential will mail notification letters to your participants, informing them of the distribution options available under the plan, as previously approved by plan sponsor.
- Process transactions and distribute funds as directed by participants.
- For plans offering Direct Service Option, consult directly with participants electing to defer payment, as well as assist them on future inquiries. In the calendar year following the distribution, distribute appropriate tax forms to participants.

What Your Participants Need to Do

- Access our Online Retirement Center at **prudential.com/online/retirement** or call our Participant Service Center at **877-PRU-2100** to initiate the withdrawal.

ANNUITIES

Annuities are guaranteed, systematic payments that can provide your plan participants with a steady stream of income for life. Because an annuity is effectively an insurance guarantee, it is subject to costs that may not pertain to other forms of payment that are not covered by insurance guarantees.

How it works

- When a participant elects payment in the form of an annuity, the vested portion of his account is liquidated, and the proceeds are used to purchase the annuity.
- An annuity is an annual payment that is made for the life of an individual and, if applicable, for the life of the individual's surviving spouse, contingent annuitant or beneficiary.
- A plan sponsor can design the plan to allow—or even to require—distributable events (termination, retirement, complete disability, death) to be paid in the form of an annuity. If a plan is designed to require payment in the form of a Qualified Joint and Survivor Annuity (QJSA), the participant must get written approval from his or her spouse, as applicable, to receive payment in any form other than the QJSA.
- A participant can typically choose from a variety of annuity types and forms, with variations for payment start date (immediate or deferred), payment duration (for a fixed number of years or for life), and coverage (the life of the individual alone or the lives of the individual and his/her spouse, contingent annuitant, or beneficiary).
- Guarantees are based on the claims-paying ability of the insurance company that issues the annuity, and are subject to certain limitations, terms and conditions. Withdrawals or transfers out of the program generally are not allowed.

What You, as the Plan Sponsor, Need to Do

- Discuss with your Prudential representative the pros and cons of adding an annuity feature to your plan.
- If you decide to add annuities as an optional or required form of payment, work with your Prudential representative to identify the forms of annuity you want to make available to your participants.
- Ensure that all benefits, features and costs are communicated clearly to all eligible employees.

What Prudential Retirement Will Do

- Include annuities as an available form of payment for your participants who incur a distributable event.
- Retirement counselors will consult with your participant and explain the various forms of annuities available and their unique features.
- Provide the applicable forms (sent via mail or email) to the participant.
- Initiate the stream of payments.

What Your Participants (or their Beneficiaries) Need to Do

- Experience a distributable event (termination, retirement, complete disability, or death).
- Discuss distribution options with a Prudential retirement counselor, and indicate the desire to receive payment in the form of an annuity.
- Determine which type and form of annuity to select based on the available options.
- Obtain spousal consent, if applicable for the form of annuity selected.
- Complete and return the required form/application and return it to Prudential.

INSTALLMENT PAYMENTS

Installment payments are systematic payments that can provide your plan participants with a steady stream of income until the participant's account value is exhausted. Installment payments do not guarantee income for life; they end when the participant's vested balance is reduced to zero.

How it Works

- When a participant elects payment in the form of installment payments, the participant decides whether to receive a fixed amount (the number of payments is not known) or a fixed number of payments (the payment amount can vary throughout the stream of payments).
- The payment frequency can be monthly, quarterly or annually.
- Each payment reduces the participant's account balance by the amount of the payment. Payments continue each period until the participant's account balance is exhausted—at which point all payments cease.
- Until the participant's account balance is exhausted, it remains invested according to the participant's investment options, and is, therefore, subject to market volatility—gains and losses.
- If a participant chooses a fixed number of payments, the amount of each distribution is the participant's vested account balance divided by the number of payments remaining.
- There is no additional cost for adding the installment payment feature to your plan. Normal check processing fees would be assessed, if applicable.

What You, as the Plan Sponsor, Need to Do

- Discuss with your Prudential representative the pros and cons of adding installment payments as a distribution feature of your plan. Notify your Prudential representative if you decide to add installment payments as an option.
- Ensure that all benefits, features and costs are communicated clearly to all eligible employees.

What Prudential Retirement Will Do

- Include installment payments as an available form of payment for your participants who incur a distributable event.
- Retirement counselors will consult with your participant about the installment payment options available and their unique features.
- Provide the applicable forms (sent via mail or email) to the participant.
- Initiate the installment payments.

What Your Participants (or their Beneficiaries) Need to Do

- Experience a distributable event (termination, retirement, complete disability or death).
- Discuss distribution options with a Prudential retirement counselor, and indicate the desire to receive installment payments.
- Determine which installment payment features to select (fixed amount, fixed number of payments, payment duration, etc.) based on the available options.

MANDATORY DISTRIBUTIONS

Small account balances can become a problem when participants leave their employer—and their accounts—behind. Department of Labor regulations require that plan sponsors continue to communicate required plan information to participants, including active and former employees. If former employees move or fail to respond to mailings, if applicable, you must try to locate them.

Prudential can help you alleviate this potential liability by administering mandatory distributions of small account balances for terminated participants according to your plan provisions.

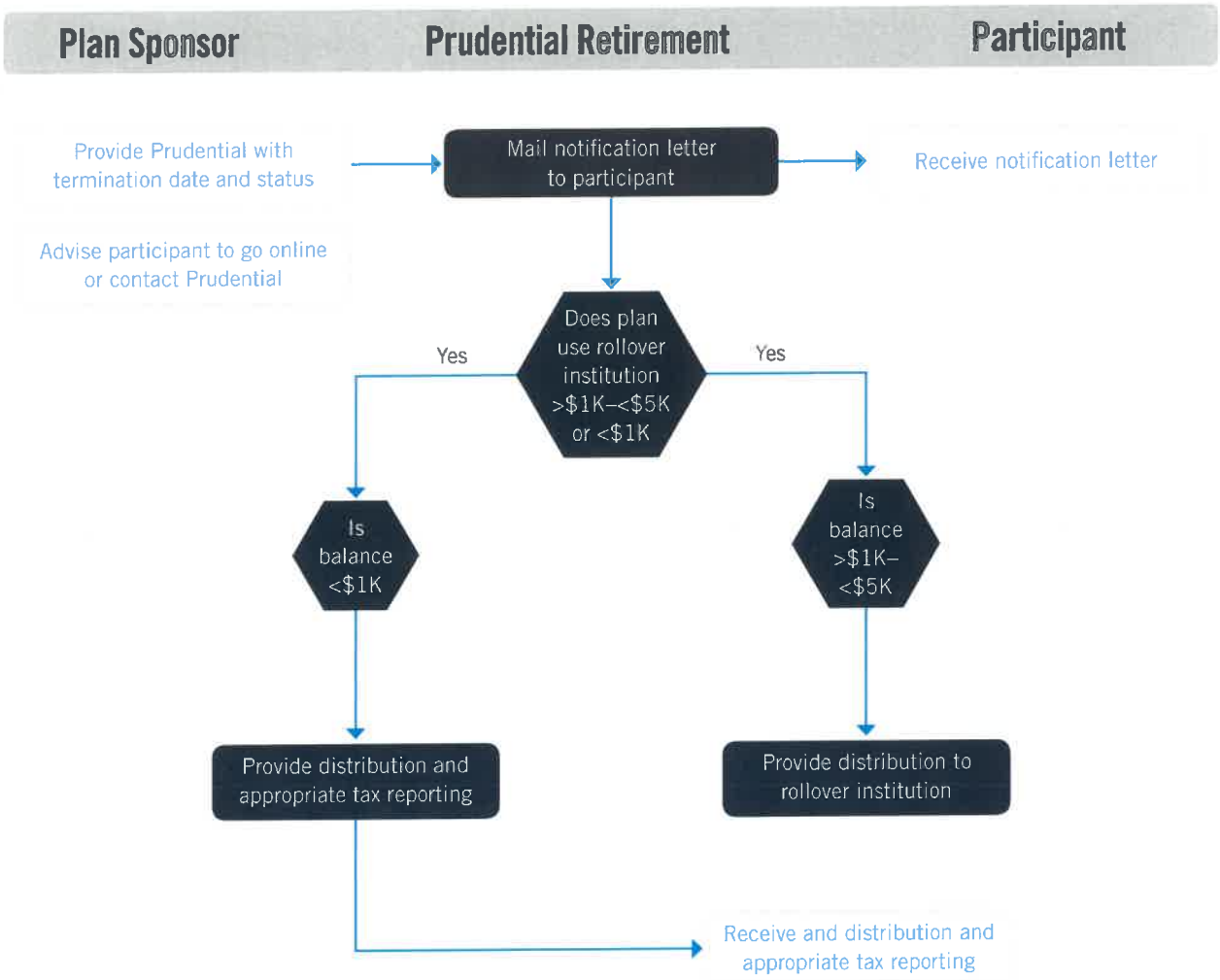
What You, as the Plan Sponsor, Need to Do

- Provide Prudential with accurate data (e.g., termination date) to ensure that transactions can be processed properly.
- Direct participants who wish to initiate a distribution to access our Online Retirement Center at prudential.com/online/retirement or call our Participant Service Center at 877-PRU-2100.

What Prudential Retirement Will Do

- Upon receipt of participant termination, retirement or disability dates, Prudential will mail notification letters to participants, informing them of the distribution options available under the plan.
- Inform participants of the distribution methods based on plan design.
- Our automated program looks daily for terminated participants who have reached their "forced action date," and processes a mandatory distribution according to plan provisions if there is no distribution election from the participant.
  - If the participant's vested account balance is between $1,000 and $5,000 [or the amount chosen by the plan (up to $5,000)], the funds will be rolled directly into a Prudential Automatic Rollover IRA.
  - If the participant's vested account balance is greater than $5,000 [or an amount chosen by the plan (up to $5,000)], the funds will remain in the plan until the participant makes an election.
- If a participant's account balance is above the cash-out threshold and he or she elects to defer payment, and your plan offers the Direct Service Option, Prudential will communicate directly with the participant on future inquiries based on the administrative services agreement.
- Provide distribution and appropriate tax reporting.

How Mandatory Distributions Work



AUTOMATIC ROLLOVER IRA

For plans that provide for mandatory "cash-out" distributions to terminated employees, federal regulations require that small mandatory distributions—generally, more than $1,000 but less than, or equal to, $5,000—be automatically rolled over to an Individual Retirement Account (IRA). The Prudential Automatic Rollover IRA gives participants a simple way to continue to grow their assets on a tax-deferred basis. They can contribute additional funds at any time, or choose to transfer funds to another one of Prudential Retirement's IRA products.

What You, as the Plan Sponsor, Need to Do

- Elect the automatic cash-out threshold for your plan and sign an Automatic Rollover Agreement.
- Notify Prudential of participant termination dates.

What Prudential Retirement Will Do

- Contact the participant to inform him or her of the available distribution options under the plan and the need to take action within the plan's notice period (or by the "forced action date").
- Look daily, via our automated program, for terminated participants who have reached the end of their notice period or forced action date.
- On the forced action date, if the participant has not made a distribution election, the following will occur:
  - If the participant's vested account balance is less than $1,000, the funds are distributed directly to the participant.
  - If the participant's vested account balance is between $1,000 and $5,000 [or the amount chosen by the plan (up to $5,000)], the funds will be rolled directly into a Prudential Automatic Rollover IRA.
  - If the participant's vested account balance is greater than $5,000 [or an amount chosen by the plan (up to $5,000)], the funds will remain in the plan until the participant makes an election.
- Once an Automatic Rollover IRA account is established, we will send a Welcome Kit alerting the participant that an IRA has been established on his or her behalf and provide contact information for any questions.
- Provide ongoing monitoring of terminated participant account balances, contacting participants and executing a cash-out or automatic rollover, when balances drop below the automatic cash-out threshold.

Please note: If the terms of the plan require mandatory cash-out distributions to be transferred to an IRA, Prudential will transfer the mandatory cash-out distribution to an IRA provider selected by the plan sponsor, if such a provider is an affiliate of Prudential. If the provider is not an affiliate of Prudential, Prudential will forward the mandatory cash-out distribution to the plan sponsor who accepts responsibility for transferring the funds to the appropriate IRA provider.

QUALIFIED DOMESTIC RELATIONS ORDER

The processes and procedures for proper QDRO administration in accordance with Department of Labor rules can be a complex and time-consuming undertaking. Whether and how to divide a participant's interest in your plan are increasingly common challenges in separation, divorce and other domestic relations proceedings. Prudential has processes to help simplify the administration of QDROs.

What You, as the Plan Sponsor, Need to Do

- Review and sign a QDRO Policy and Procedures Agreement to establish this service.
- Refer participant inquiries to Prudential's QDRO Center at 866-272-6303 (9 a.m. to 4 p.m. ET, Monday through Friday, excluding holidays); Fax number 727-866-5925.

What Prudential Retirement Will Do

- Provide the Domestic Relations Order (DRO) package and forms to participants, notify the participant/alternate payee when the DRO is received, and notify the participant with results of the qualification review.
- Restrict or lift restrictions on participant account(s) as needed.
- Once qualification is determined, set up an account for the alternate payee, and provide them with instructions to access their account.
- Confirm with you that distributions are allowable under the plan, and process distribution(s) upon receipt of completed forms. Provide distribution and appropriate tax reporting to the alternate payee.
- If an alternate payee elects to defer payment, Prudential will work directly with the alternate payee on future inquiries.

What Your Participants Need to Do

- Contact Prudential's QDRO Processing Center at 866-272-6303 (9 a.m. to 4 p.m. ET, Monday through Friday, excluding holidays); Fax number 727-866-5925.
- Return completed forms to: Prudential Retirement, QDRO Processing Center, P.O. Box 534277, St. Petersburg, FL 33747.

DISTRIBUTIONS AT DEATH

During difficult circumstances, such as a participant's death, you want to be able to handle distributions with minimal delay while ensuring that all plan provisions and regulations are met. Prudential can help to automate and expedite the distribution process in these cases, so beneficiaries have one less thing to worry about.

What You, as the Plan Sponsor, Need to Do

- Elect to use Prudential's Beneficiary Maintenance Service.
- Notify Prudential of the date of death.
- Ensure that all final Loan payments and Contributions have been remitted.
- Provide death certificate, if available.
- Provide beneficiary information in the event it is not on file with Prudential.
- Advise the beneficiary to call our Participant Service Center at 877-PRU-2100 to speak with a participant service representative to discuss distribution options.

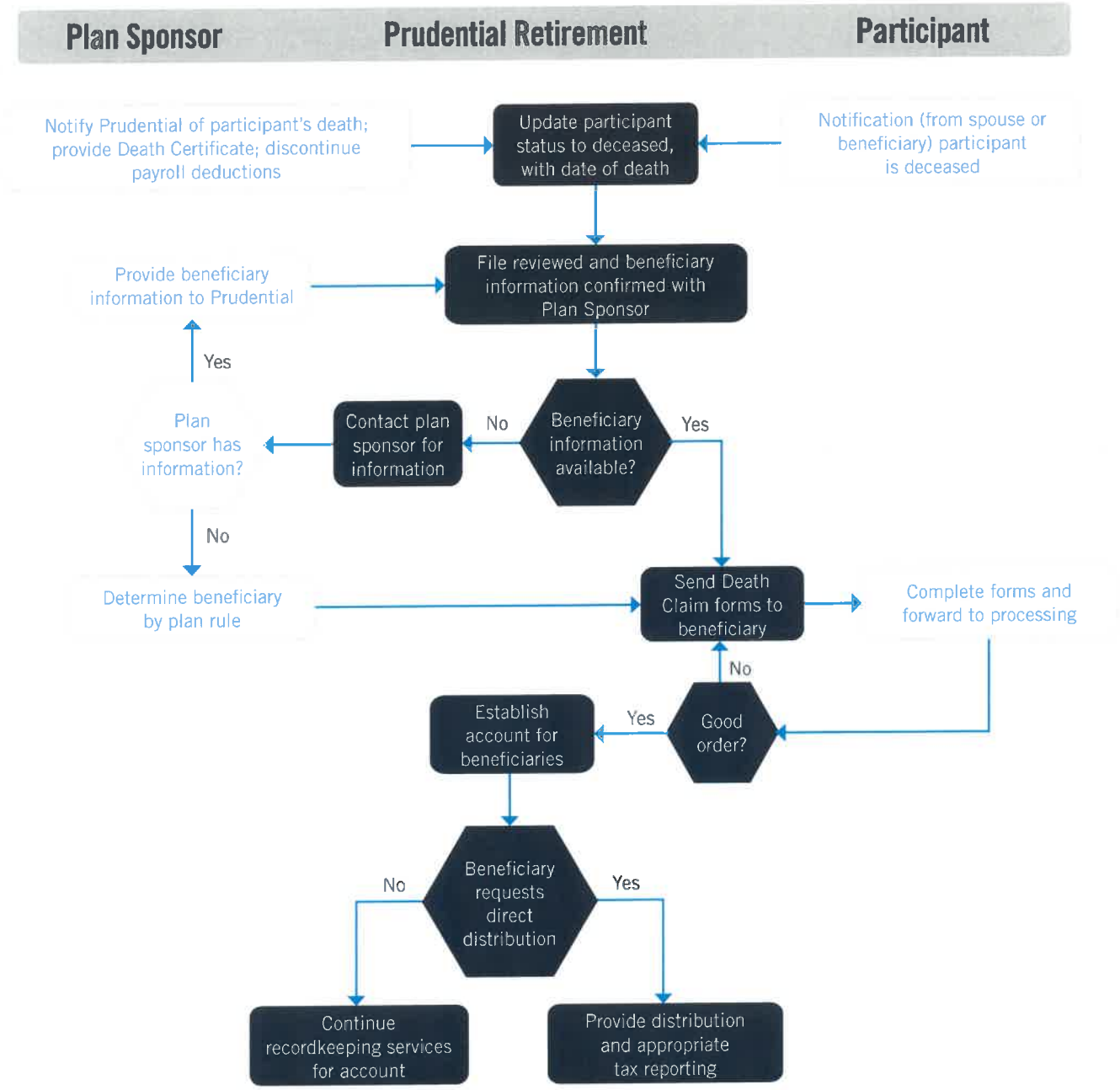
What Prudential Retirement Will Do

- Update participant status to deceased.
- Obtain beneficiary information, if not on file, from plan sponsor and death certificate from plan sponsor or beneficiary.
- Mail Prudential Death Claim form to beneficiary.
- Once the Prudential Death Claim forms are received back and in good order, Prudential will establish an account for the beneficiary and transfer the balance or portion of the balance from the decedent to the beneficiary.
- Process the distribution upon request and mail the check to the beneficiary.
- Work directly with beneficiaries who elect to defer payment, as well as assist them on future inquiries when the plan offers the Direct Service Option.
- Mail tax forms to the beneficiary.

What Your Participant's Beneficiary Needs to Do

- Call our Participant Service Center at 877-PRU-2100 to speak with a participant service representative and notify us of the participant's death—and also discuss distribution options.
- Provide death certificate and complete Prudential Death Claim form and return to the address indicated on the form.

How Distributions At Death Work



ROLLOVERS OUT

Participants eligible for an in-service withdrawal or a distribution upon separation of service, retirement or disability may choose to roll over their account to another qualified retirement plan or an IRA. Prudential's retirement counselors are available to assist your participants with facilitating a direct rollover from Prudential to another plan or IRA.

If your plan mandates "cash-out" distributions to terminated employees, Prudential offers the Prudential Automatic Rollover IRA to simplify the process of involuntary cash-outs for terminated employees.

How it Works

- Participants contact Prudential via the toll-free number at 877-PRU-2100 or the Online Retirement Center at prudential.com/online/retirement to request a withdrawal as permitted by the plan.
- Eligible rollover distributions are transferred directly to the new, qualified plan or IRA according to the new provider's instructions, which are furnished to Prudential by the participant.

How Can You Learn More

- Your Relationship Manager is available to assist you and will be happy to answer any questions you may have about this topic or other questions you may have about your plan.

GENERAL ADMINISTRATION

DEFERRAL RATE CHANGES

Prudential enables plan participants to change their deferral rates. We offer self-serve options to do so, such as our automated phone system and the Online Retirement Center. In addition, personal assistance is available from our participant service representatives.

What You, as the Plan Sponsor, Need to Do

- Direct participants to call our toll-free number at 877-PRU-2100 or access prudential.com/online/retirement.
- Receive deferral rate changes from Prudential electronically or on Sponsor Center.
- Contact your Relationship Manager with any questions you may have.
- Update payroll accordingly.

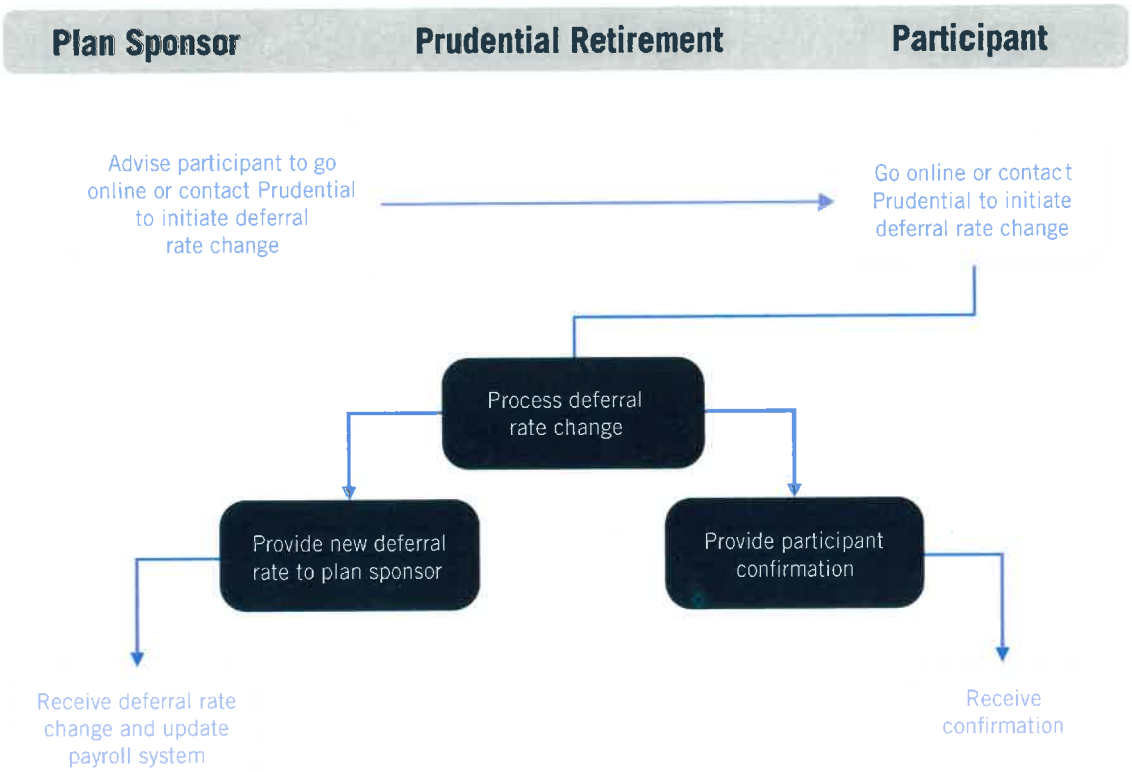
What Prudential Retirement Will Do

- Monitor participant deferral rate limits according to the plan document.
- Provide new elective deferral rates and changes to the plan sponsor electronically or on Sponsor Center to expedite payroll system updates.
- Distribute confirmation notifications to participants of deferral rate changes.

What Your Participants Need to Do

- Initiate a deferral rate change online at prudential.com/online/retirement, by calling our toll-free number at 877-PRU-2100, or by working with our participant service representatives from 8 a.m. to 9 p.m. ET, Monday through Friday, excluding holidays.

Deferral Rate Changes



ADDRESS CHANGES

Prudential can help eliminate the manual process involved in reporting address changes by allowing you to send them to Prudential electronically as part of your payroll file.

What You, as the Plan Sponsor, Need to Do

- Provide new addresses to Prudential via your payroll file.
- Advise terminated participants to call our Participant Service Center at 877-PRU-2100 to speak with a participant service representative.

What Prudential Retirement Will Do

- Upon receipt of the payroll file, Prudential will update the participant's address in Prudential's system.
- Send a letter to the participant's previous and new address notifying them that Prudential has been advised of the participant's address change.

What Your Participants Need to Do

- Active participants should notify your Human Resources office of an address change.
- Terminated participants should call our Participant Service Center at 877-PRU-2100 to speak with a participant service representative.

INVESTMENTS

INCOME IN RETIREMENT

There are various alternatives available for participants who want to have income in retirement, including:

- Annuities
- Installment Payments
- Withdrawals

Those alternatives are covered in the Distributions section of this guide. In addition to those options, Prudential Retirement offers an investment option through Prudential Retirement Insurance and Annuity Company that can provide your plan participants with a guaranteed minimum withdrawal benefit (GMWB) for life. This option has an additional fee (an insurance premium) for the participants who use it.

How it Works

- The program can be added to your plan and made available to any participant through Prudential's separate asset allocation program (known as GoalMaker®) or through certain target-date funds.
- Depending on the version of the program that a sponsor chooses, income guarantees are typically activated about 10 years before the participant's retirement age, at which point an additional fee of about 1% applies. The program does not guarantee market value (which fluctuates with market volatility).
- Participants decide to "lock-in" on a date of their choosing, at which point their Income Base is established. The Income Base is used to determine the amount that the participant can withdraw annually, which is known as the Lifetime Annual Withdrawal Amount.
- Participants can determine whether annual payments should be based on the participant's life alone, or on the participant and the participant's spouse.
- Guarantees are based on the claims-paying ability of the insurance company and are subject to certain limitations, terms and conditions. Withdrawals or transfers out of the program proportionately reduce guaranteed values prior to locking in. After Lock-In, withdrawals in excess of the Lifetime Annual Withdrawal Amount will reduce future guaranteed withdrawals proportionately and may even eliminate them.

How it Benefits You as the Plan Sponsor

- This option can help address multiple workforce challenges including recruiting and retention.
- It complements a plan's target-date strategy.
- It provides a unique guaranteed retirement income option that participants can extend to their spouses.
- This option positively impacts participants' perception of the plan and may help fuel participation rates.

How it Benefits Your Plan Participants

- It guarantees lifetime income backed by the claims-paying ability of the insurance company.
- It allows for ongoing investment growth potential.
- This option protects participant income from potential market downturns during the critical years leading up to retirement.
- Even though withdrawals out of the program may reduce or eliminate guaranteed values or future Lifetime Annual Withdrawal Amounts, the program offers the flexibility for participants to access their full account market value at any time.

How Prudential Helps Communicate the Benefits of the Retirement Income Program

- Multimedia participant education materials.
- Online education available through the Prepare with Pru website (**preparewithpru.com**).
- Participant service representatives are available when further assistance is needed.

How You Can Learn More

- For additional information about Prudential's Retirement Income Program, contact us toll free at **877-493-0778**, or visit **incomechallenges.com**.

ASSET ALLOCATION PROGRAM

Prudential Retirement offers an asset allocation program that helps keep a participant's account balance allocated in a manner that is consistent with two specific participant attributes: Years to retirement and investor style. The program (which is called GoalMaker) uses existing plan investments and is available at no additional cost to participants or to plan sponsors. Under the program, a participant's account is allocated to pre-defined investment portfolios, which are rebalanced and adjusted periodically.

How it Works

- You as the plan sponsor choose the existing plan investments to include in the program—with at least one investment for each of the asset classes that are included in the program.
- Based on portfolios developed by Morningstar Investment Management LLC, the program automatically rebalances a participant's portfolio periodically to ensure that their allocation strategy remains true.
- An Age Adjustment feature modifies the participant's allocations over time, becoming more conservative as they approach retirement.
- Participants can modify their portfolio or opt out of the program at any time.
- Participants can choose the asset allocation program or can be defaulted into it.

How it Benefits You as the Plan Sponsor

- The program provides your participants with asset allocation assistance at no additional cost.
- The program evolves with your plan's core investment lineup.
- The program can be used as the plan's Qualified Default Investment Alternative (QDIA).
- When asset allocation is simplified, it can result in increased participation.

How it Benefits Your Plan Participants

- The program simplifies the investment election and allocation process.
- Participants can join or leave the program at any time, with no surrender charges.
- Prudential provides a robust education platform dedicated to helping participants understand the program.

How Prudential Helps Communicate Goalmaker's Benefits

- Multimedia participant education materials.
- Online education available through the Prepare with Pru website (PreparewithPru.com).
- Knowledgeable participant service representatives are available when further assistance is needed.

How You Can Learn More

- If you have additional questions regarding GoalMaker, please call your Prudential representative.

INVESTMENT ADVICE SERVICES

Through Morningstar Investment Management LLC, Prudential Retirement offers a managed accounts and investment advice service to participants. The service—which is known as Retirement Manager—allows participants to choose the level of advice that they prefer:

- The "Managed by You" service is available at no cost. It provides participants with educational resources and advice from Morningstar investment professionals, but the participants maintain responsibility for executing investment transactions themselves.
- The "Managed by Morningstar" service provides participants with a personalized investment strategy that is actually executed by Morningstar within the participants' plan accounts. There are fees for participants who use this service.

How it works

The plan sponsor must first execute an agreement with Morningstar. Your Prudential representative will help. After the service is added, you can expect the following:

- Prudential will add links for both levels of service to Prudential's secure participant website, and will send relevant participant census information to Morningstar.
- You work with your Prudential representative to communicate the availability of the service to participants.
- The participant logs in to his account on the participant website and chooses the preferred level of service by clicking on the appropriate link.
- Participants link directly from Prudential's website to Morningstar's Retirement Manager website (through single sign on, "SSO") where they can enroll in Investment Advice or Managed Accounts and access educational material.

- Based on information that the participant provides online, Morningstar will provide the participant with a written asset allocation strategy.
  - For participants who choose to retain independent control over their investment transactions—through the no-cost "Managed by You" service—Morningstar will provide a point-in-time recommendation. If the participant accepts the recommendations, the associated investment changes will be automatically applied to the participant's Prudential account. Participants should revisit Morningstar's Retirement Manager website—and their asset allocation—periodically
  - For participants who choose the "Managed by Morningstar" service (at an additional cost), Morningstar sends participant-specific instructions to Prudential to physically reallocate the participant's balance and investment elections for future contributions to align with the asset allocation strategy. The participant can elect to receive email alerts of any account changes. Morningstar reviews the participant's asset allocation strategy quarterly, provides a written progress report, and rebalances the participant's investments through an automatic data feed to Prudential
- Prudential provides the participant with written confirmation of any investment changes.

How it Benefits You as the Plan Sponsor

- As part of an employer's overall benefits program, the investment advice services can help with employee recruitment and retention for individuals who value the services.
- The program provides an additional layer of fiduciary projection. Specifically, Morningstar serves as 3(21) Fiduciary for the "Managed by You" level of service, and Morningstar serves as 3(38) Fiduciary on the "Managed by Morningstar" level of service.
- The service can complement other existing asset allocation or lifetime income programs that may be in the plan.
- Morningstar partners with Prudential to deliver targeted communications campaigns to participants.

How it Benefits Your Plan Participants

- For either level of service, participants will get a personalized retirement strategy, consisting of:
  - Retirement goal and retirement income projections
  - Savings rate recommendation
  - Professional investment recommendations based on the funds available in the plan
  - Progress reports designed to help participants review and assess their strategy

How Prudential Helps Communicate Retirement Manager Benefits

- Multimedia participant education materials.
- Online education available through Morningstar's Retirement Manager website.
- Prudential participant service representatives are available to help as needed.

PLAN TECHNICAL SERVICES

COMPLIANCE TESTING

Nondiscrimination or "compliance" testing is one of the most critical aspects of plan administration. If your plan's nondiscrimination tests are not completed accurately and within the timeframes specified by federal regulations your plan may be subject to penalties, excise taxes and potential disqualification. The Compliance Testing services offered by Prudential, both interim and annual, can help you ensure that your plan meets established government regulations.

What You, as the Plan Sponsor, Need to Do

- Complete and submit a Compliance Testing Questionnaire (CTQ) and testing data/census file (if applicable) to Prudential by the date requested.
- See the Sponsor Center for file specifications detail (click on the 'Manage Plan' button, 'Plan Compliance' in the Administration column, and then click on the tab marked 'Compliance Testing').

What Prudential Retirement Will Do

- Provide a "Compliance Testing Guide" containing useful information, including a compliance testing timeline, compensation glossary, compliance testing definitions, testing data layout and the CTQ.
- Provide you with detailed results from performed compliance tests, identifying any required actions such as corrective distributions.
- Discuss information and updates with you to help drive improved future plan testing results.
- Provide appropriate tax reporting to both participants and the IRS if compliance tests fail and corrective distributions are made.

In order to effectively provide you with this service, it is important that the data we have requested is received. Your Prudential Representative will work with you on what is required.

FORM 5500 REPORTING

The Form 5500 is an important compliance and disclosure tool. The Form is a required tax document for all ERISA plans and helps to ensure that your retirement plan is operated and managed in accordance with all prescribed standards. Prudential will work closely with you to meet all of your filing deadlines.

What You, as the Plan Sponsor, Need to Do

- Ultimately, the plan sponsor is responsible for the accurate and timely filing of the Form 5500 and Form 8955-SSA.

What Prudential Retirement Will Do

- At no additional charge, we provide you with certified year-end plan-level, participant-level and Additional Year End reports (Self Directed Brokerage, Form 8955-SSA and Schedule C Reports).
- The signature-ready Form 5500 package includes the following:
  - Form 5500, Form 5500 Simplified (SF) or Form 5500 EZ, as applicable for the plan
  - Schedule A Insurance Information: Reports premiums, commissions and financial information for insurance contracts (if applicable)
  - Schedule C Service Provider Information: Details service fees (if applicable)
  - Schedule D DFE/Participating Plan Information: Provides pooled separate account and common collective funds' information (if applicable)
  - Schedule H or Schedule I Financial Information: Provides all financial information for large or small plan filings
  - Schedule R Retirement Plan Information: Provides information on distributions, funding, plan amendments and coverage (if applicable)
  - Form 8955-SSA Annual Registration Statement Identifying Separated Participants With Deferred Vested Benefits: Provides deferred vested benefits information on terminated-vested participants
- Mail the Summary Annual Reports to terminated-vested participants for the Direct Service Option clients.
- Provide a draft of the Form 5500 30 days prior to the filing deadline.
- Prepare and file Form 5558 on behalf of the plan sponsor.

AUDIT

The Form 5500 is an important compliance and disclosure tool. The Form 5500 is required for plans subject to ERISA and helps to ensure that your retirement plan is operated and managed according to all prescribed standards. Prudential provides you with a comprehensive information guide and reports to facilitate your independent audit, if applicable.

What You, as the Plan Sponsor, Need to Do

- Provide authorization for your independent auditor to log on to Sponsor Center, where they can access standard reports and create customized reports to suit their needs.
- Communicate to Prudential requests for materials that the auditor may need to complete the audit, such as participant financial statements, copies of cancelled checks or paperwork submitted by plan participants.

What Prudential Retirement Will Do

- Post to Sponsor Center the following reports in preparation for the annual audit:
  - Year-end plan-level financial statements
  - Participant-level transaction detail
  - Our "Statement on Standards for Attestation Engagements No. 16 (SSAE 16)" report, previously known as our "Statement of Auditing Standards No. 70 (SAS 70)" report
  - Self Directed Brokerage reports, (if applicable)
  - Compliance testing results (if applicable)
  - Certification of Financial Reports
  - Auditor's Information Booklet
  - PSA Booklet (Pooled Separate Account Audited Financials)
  - Prudential Annual Report
  - Form 5500 Schedule D
  - Additional Year End Reports (Form 8955-SSA, Schedule C, ASC 820 and SOP 94-4-1 and ASU 2014 statements (if applicable)
  - Plan invoices (if applicable), located in the Plan Information section
  - Disbursement worksheets, loan amortization and promissory notes, located in the Participant Information section
  - Useful Auditor Information, Auditor Request Form and the email address for all audit request submissions—available in the Other Requests section
- Publish the Draft and Signature Ready Form 5500s and Form 8955-SSA (if applicable) to the Relius Government Forms system and notify you that it is ready to be viewed/filed.
- Grant auditor access to the Sponsor Center, upon your approval. A specialist will work closely with you and your auditor to provide other materials that you or your auditor may need.

PLAN SPONSOR SERVICES

PLAN SPONSOR WEBSITE (Sponsor Center)

Our Plan Sponsor website—known as Sponsor Center—provides a single source for all your Prudential plans. There is no limit to the number of users to whom access can be granted, and permissions can be established to restrict the amount of information available to each individual user.

What You, as the Plan Sponsor, Need to Do

- Provide Prudential with a list of authorized users, along with associated information/content permissions.
- Access information on Sponsor Center that includes:
  - Participant demographics, account balances, investment allocations, transaction data and statements
  - Participant statistics, such as the number of participants contributing, number of online visits, activity by transaction type and method of transaction initiation
  - Daily plan balance and plan investment information, with profile sheets available for every fund, investment and separate account
  - Prudential's quarterly e-insert and Pension Analyst publications
- Obtain Payroll Alerts (contribution rate changes, loan start/stops) and update the payroll system.
- Monitor Action Required Reports (loans risking default, contribution limit monitoring).
- Review and approve participant transactions, if applicable.
- Use our "Resource Center" section to assist you with your plan's compliance requirements.
- Use our reporting tools to access a comprehensive list of predefined plan- and participant-level reports.Use our ad hoc reporting tool to select from a wide range of data fields to create customized reports. Reports can be saved as templates for your ongoing use.
- Retrieve plan-level messages and important announcements that Prudential regularly posts to keep you up-to-date on various topics, including reminders about testing deadlines, Prudential news and information about new regulations.

What Prudential Retirement Will Do

- Provide a walk-through of the website and demonstrate the capabilities.
- Provide you with a master list of users.
- Provide ongoing updates and enhancements to Sponsor Center to improve your user experience.

How You Can Learn More

- Your Relationship Manager is available to assist you and will be happy to answer any questions you may have about this topic or other questions you may have about your plan.

SPONSOR CENTER WEB REPORTS

The report options that Prudential Retirement makes available to you are comprehensive. A host of management reports are easily created and quickly retrievable on the Sponsor Center.

What You, as the Plan Sponsor, Need to Do

- Choose from a comprehensive list of predefined reports and select the frequency with which you would like each selected report to be run.
- Reevaluate your reporting needs during the annual plan review.
- As needed, customize standard reports based on subplans, date ranges and participant statuses (these can be saved as templates for your ongoing use).
- Monitor the daily Payroll Alerts. They inform you when a participant has a contribution rate change or any loan activity. These alerts are on the home page of the Sponsor Center, making it easy for you to access any payroll changes needed.
- Monitor the periodic Action Required Reports.

What Prudential Retirement Will Do

- Provide daily Payroll Alerts and periodic Action Required Reports.
- Generate selected reports according to the frequency requested, posting them to the "My Reports" section of the Sponsor Center.
- Provide predefined reports that are readily available online including these most requested reports:
  - Participant balances
  - Census
  - Contributions
  - Distribution
  - Forfeiture account
  - Loan
  - Participant financial
  - Plan financial
  - Vesting

CLIENT LINE

When questions or issues arise relating to your plan, you want to know that you can reach the right individual without delay to ensure a prompt answer and timely resolution. Prudential's direct "client line" assures you of immediate access to your team of specialists who are ready to assist you whenever the need arises.

What You, as the Plan Sponsor, Need to Do

- Call 800-840-5452 and enter your account number (which is your plan ID). You will be offered options to choose to connect to a specialist.

What Prudential Retirement Will Do

- Ensure that accurate information about your plan is coded into our systems so that your call routes to the correct representatives assigned to your plan.

How You Can Learn More

- Your Prudential representative is available to assist you and will be happy to answer any questions you may have about this topic or other questions you may have about your plan.

PLAN INVESTMENT CHANGES

Over time, you, as the plan sponsor, may decide that the addition or removal of an investment option (or both) is in the best interest of your participants. Prudential can provide investment performance and evaluation for your review, as well as communicate plan changes to your participants.

What You, as the Plan Sponsor, Need to Do

- Review the investment lineup options.
- Determine the investment lineup.
- Determine the party who will assume responsibility for communicating to participants about the addition or deletion of a plan investment option.
- Notify Prudential in writing to add or delete an investment option.

What Prudential Retirement Will Do

- As part of your ongoing performance review and investment evaluation, we'll provide detailed, ongoing documentation upon request to assist in your evaluation.
- Prudential can provide investment options for your consideration, as well as assist with respect to timing and communicating the change.
- Prudential will provide you with communication vehicles—such as fund change announcements and 404(a) notices—for distribution to participants in accordance with federal rules.
- Incorporate investment changes into plan enrollment and communication materials, as well as into your contract, service agreement and expense schedule.
- Recommend a time frame for implementation.
- Communicate to you mandated investment changes that are specific to your plan's unique investment lineup (e.g., fund closings, manager changes, etc.).

How You Can Learn More

- Your Relationship Manager is available to assist you and will be happy to answer any questions you may have about this topic or other questions you may have about your plan.

RETIREMENT EDUCATION MEETINGS

Prudential offers retirement counselor-led education meetings that help your participants take the necessary steps to their Day One of retirement and beyond. Our comprehensive curriculums engage employees in discussions on personal budgeting, why it's important to participate in a retirement plan, the benefits associated with saving more, proper asset allocation and retirement readiness with lifetime income—ultimately leading to better outcomes.

Prudential's retirement counselors average more than eight years of industry experience, are FINRA registered and hold state Life and Health insurance licenses. In addition to print and electronic communications, we also provide webcasts and podcasts as well as bilingual (Spanish) sessions upon request.

What You, as the Plan Sponsor, Need to Do

- Partner with Prudential to coordinate meeting dates and times that are convenient for your employees.
- Discuss your meeting goals and objectives with a retirement counselor.

What Prudential Retirement Will Do

- Schedule all meetings, webcasts and/or podcasts.
- Ensure education materials are delivered in advance of the meeting.
- Present curriculum, review materials and engage employees in discussions regarding important plan and financial topics.

What Your Participants Need to Do

- Attend and participate in scheduled meetings, webcasts and/or podcasts.

PLAN COMPLIANCE SERVICES

Plan Compliance Services include plan design services and the preparation of plan documents and amendments. These services can help secure and protect a plan's favorable tax status. Prudential assists in designing or restating a plan in a way that meets its obligations while satisfying the needs of plan participants.

Formats Available

Below are the formats available for plan documents:

- IRS pre-approved Prudential-sponsored prototype plan document and summary plan description.
- IRS pre-approved Thompson Hine volume submitter plan document and summary plan description.
- Individually designed plan and summary plan description, using the IRS Thompson Hine pre-approved volume submitter base document.

Plan Amendments

If the plan uses a Prudential-sponsored prototype or Thompson Hine volume submitter plan document, Prudential can prepare all plan amendments—regulatory or elective—if they are within the prototype or volume submitter's provisions. The client must make all plan amendment requests in writing and include the requested effective date. Generally, the plan sponsor should make plan amendments on a prospective basis. There may be a fee associated with changes made to the plan document.

If the plan does not use Prudential's prototype or volume submitter plan document, Prudential does not provide plan amendment services—regulatory or elective. In such instances, the client must notify Prudential of any plan amendments by providing copies of the executed amendments.

Please note that plan amendments may require filing with the IRS to obtain an updated determination letter.

Consulting Services

Consulting Services support clients with plan design review and enhancement, mergers and acquisitions, and protected benefits reviews. In addition, Prudential Retirement proactively notifies its clients to keep them informed of regulatory and legislative changes that may affect their plans, and can assist you with federal disclosures.

REQUIRED ANNUAL PARTICIPANT NOTICES

As a plan sponsor you have a fiduciary obligation to provide certain annual notices to your plan participants. At Prudential, we can assist you in this effort by providing draft support, as well as information on notice timing and delivery requirements.

What You, as the Plan Sponsor, Need to Do

- Review notice drafts and, upon approval, distribute to plan participants.

What Prudential Retirement Will Do

- Draft annual notices for review and distribution. Depending upon your plan design, notices that Prudential can prepare include but are not limited to:
  - Participant statements
  - 404(a) disclosure reports
  - Qualified Default Investment Alternative (QDIA) notice
  - Summary Annual Report (SAR) automatic contribution arrangement notices
  - Certain safe harbor notices
  - Automatic Contribution Arrangement Notice (ACA), Eligible Automatic Contribution Arrangement Notice (EACA) and Qualified Contribution Arrangement Notice (QACA).

How You Can Learn More

- Your relationship manager is available to assist you and will be happy to answer any questions you may have about this topic or other questions you may have about your plan.

DIRECT SERVICE OPTION

When participants cease being employees of your firm and keep their account in your plan, Department of Labor regulations require that you continue to communicate plan information to them.

Through the Direct Service Option, Prudential will provide third-party administrative services to terminated participants who elect or are deemed to elect to retain their account balances in the plan.

What You, as the Plan Sponsor, Need to Do

- Notify Prudential of your decision to offer the Direct Service Option to terminated employees, as outlined in your Administrative Services Agreement.
- Agree that Prudential may charge expenses associated with distribution and administration directly to each terminated participant's account, as set forth in the Expense Schedule.
- Provide Prudential with accurate data to ensure that transactions can be processed, as participant terminations occur.

What Prudential Retirement Will Do

- Upon receipt of participant termination, retirement or disability dates, Prudential will mail notification letters to participants informing them of the distribution options available under the plan, including fees associated with keeping their account in the plan.
- Provide administrative services to participants, including:
  - Accepting address changes
  - Processing transfers and distributions
  - Distributing plan change information and notice requirements

What Your Participants Need to Do

- Contact Prudential with updates to personal information.

FORFEITURE ADMINISTRATION

Prudential supports you in handling the administrative complexities of forfeited plan funds through a combination of recordkeeping and reporting. Forfeiture activity is tracked and available in the "Reports" section of Sponsor Center.

What You, as a Plan Sponsor, Need to Do

- Select a default investment option for funds in the forfeiture account.
- Direct use of the money held in a forfeiture account. As allowed by the provisions in your Plan Document, forfeitures may be used:
  - to pay plan expenses
  - to fund new employer contributions
  - to be reallocated to all eligible employees at the end of the year
- Monitor the balance in the forfeiture account.

What Prudential Retirement Will Do

- Transfer terminated employees' non-vested money to the plan forfeiture account as permitted by the Plan Document.
- Pay plan expenses to a third party, as directed by you.
- Offset contribution files to fund new employer contributions, as directed by you.
- Reallocate to all eligible employees at the end of the year, as directed by you.
- Provide standard forfeiture reports electronically or on Sponsor Center.

PARTICIPANT SERVICES

PARTICIPANT WEBSITE

Prudential's participant website (Online Retirement Center) offers easy access to plan and account information, user-friendly tools for performing transactions and direct communication to Prudential professionals to answer questions, help resolve issues or assist with understanding and completing paperwork. All of a participant's Prudential-managed benefit information is housed on this one-stop site, which is optimized for mobile viewing.

What You, as the Plan Sponsor, Need to Do

- Use the Online Retirement Center to communicate with your plan participants through plan and transaction-level messaging.

What Prudential Retirement Will Do

- Provide ongoing updates and enhancements to the Online Retirement Center to improve the participant user experience.

What Your Participants Will be Able to Do

- In addition to viewing plan and account information, plan participants generally can use the Online Retirement Center to:
  - Perform transactions including enrollments, distributions, fund transfers, investment allocation changes, contribution rate changes, beneficiary designations and changes and account rebalancing, if applicable
  - Model and initiate participant loans (if available)
  - Retrieve loan information including balances, interest rates and payoff amounts
  - Access current and historical quarterly statements or create their own statements using custom dates
  - Retrieve transaction confirmations, certain letters and tax forms
  - Establish or change their user ID, password, security challenge questions and email address
  - Access plan forms (where applicable).
- Typically, participants can also access the following communication materials through our Online Retirement Center:
  - Investment information
  - Plan summaries, as applicable
  - Fund summaries
- Email account-specific questions through the Online Retirement Center to our participant service representatives (from 8 a.m. to 9 p.m. ET, Monday through Friday, excluding holidays).

How You Can Learn More

- Your relationship manager is available to assist you and will be happy to answer any questions you may have about this topic or other questions you may have about your plan.

PARTICIPANT SERVICE CENTER

Prudential Retirement's Participant Service Center serves as a means of providing your participants with valuable plan information, account information and the ability to perform transactions over the phone. At any point in time, callers can choose to speak directly with a participant service representative.

What You, as the Plan Sponsor, Need to Do

- Direct participants to call our Participant Service Center at 877-PRU-2100, for automated transactions or to speak to a participant service representative.

What Prudential Retirement Will Do

- Participant service representatives are available to assist with questions or requests from 8 a.m. to 9 p.m. ET, Monday through Friday, excluding holidays.
- Process daily accumulation of participant transactions at the standard cutoff time of 4 p.m. ET (2 p.m. ET for plans with company stock).
- Provide Spanish language authentication, if applicable; account balance, loan modeling and loan initiation are also available.
- Provide language assistance through AT&T's Language Line.
- Provide hearing impaired services for participants at 877-760-5166.

What Your Employees/Participants Need to Do

- Call our Participant Service Center at 877-PRU-2100
  - Automated functions are available 24 hours a day, 7 days a week
  - Participant service representatives are available to assist with questions or requests from 8 a.m. to 9 p.m. ET, Monday through Friday, excluding holidays

How You Can Learn More

- Your relationship manager is available to assist you and will be happy to answer any questions you may have about this topic or other questions you may have about your plan.

PARTICIPANT STATEMENTS

The quality, accuracy and clarity of your participant statements say a lot about your plan. Prudential Retirement produces award-winning participant statements provided on a quarterly basis.

What You, as the Plan Sponsor, Need to Do

- Provide Prudential Retirement with an electronic logo file (if desired) for inclusion on participant statements.

What Prudential Retirement Will Do

- Produce and distribute quarterly statements to participants.
- Archive all participant account statements. Participants are able to view statements for the current year and the previous four years.

MOBILE CAPABILITIES—RETIREMENT INCOME CALCULATOR

Participants are becoming increasingly aware of the need for effective, ongoing retirement income planning. They're concerned about whether they are on track to meeting their retirement goals. Now, they can download Prudential's Retirement Income Calculator (RIC) for free, as an application for their Blackberry®, Android™ or iOS® (iPhone/iPad) device through their mobile device "app stores," and wherever they are, whenever they want, they can check on how they are doing.

How it Will Benefit Your Participants

- Uses popular mobile features and functionality and a simple interface to help participants easily navigate and enter key financial data including:
  - Current retirement savings
  - Anticipated monthly Social Security benefit
  - Current annual income
  - Contribution rate
  - Employer contributions
  - Any expected monthly pension income
  - Participant investment style/anticipated rate of return
  - Age
  - Anticipated retirement age
  - Expected number of years in retirement
  - Percentage of current income needed in retirement
- Based on these inputs, the application shows your participants where they are on the road to meeting their retirement goals.
- The application is available to download for all your employees regardless of whether they have a retirement account with Prudential or not.

What Your Participants Need to Do

- Instructions on how to download the application are available on the login page of the Online Retirement Center at **prudential.com/online/retirement**.

MOBILE CAPABILITIES—OPTIMIZED PARTICIPANT WEBSITE

With today's mobile workforce, it can often be challenging for plan participants to carve out time to stay connected to their retirement plan account. Studies show that the more actively engaged your plan participants are, the more likely they are to increase their contribution percentages. Prudential makes it easy for your participants to access their retirement accounts while "on-the-go," thanks to our mobile-optimized Online Retirement Center.

How it Will Benefit Your Participants

- Participants accessing the Online Retirement Center through their phone's web browser use the same URL as they use from their computer.
- Mobile device access is automatically recognized and the individual is redirected to the mobile-optimized Online Retirement Center login page.
- The optimized website simplifies access to important data, allowing participants to quickly view, and in the case of contribution percentage, update important account information:
  - Total account balance
  - Vested balance
  - Year-to-date participant contributions
  - Year-to-date employer contributions
  - Personal rates of return
  - Balance by investment
  - Contribution percentage

What Your Participants Need to Do

- Participants must first be registered Online Retirement Center users before logging in to the mobile-optimized website.
- Visit our Online Retirement Center at **prudential.com/online/retirement** using your mobile device.
- Due to the size limitations of mobile device screens, the data on this site is limited to the most requested related data. Participants wishing to perform other transactions (e.g., transfers, loans, withdrawals and allocation changes) will need to access the full-functionality Online Retirement Center.

e-DELIVERY AT THE WORKPLACE

Prudential Retirement's e-delivery at the workplace is the ability for plan sponsors to select electronic notification (or delivery, in certain cases) of certain documents to participants, including participant statements and 404(a) notices and may be expanded over time to include other documents upon notification by Prudential. This service is available for any of their eligible participants who have a work email address and access to the internet through their work station/computer. Eligibility is determined by the plan sponsor.

Prudential Retirement's e-delivery at the workplace is designed to increase participant adoption of electronic delivery and register participants for online access to their retirement plan information through the Online Retirement Center.

What Does This Mean for You, as the Plan Sponsor?

Work email addresses must be supplied to Prudential through one of the following:

- Payroll submission
- Payroll vendor
- An Excel® file (for one-time use)
- Add/update on Sponsor Center

What Does This Mean for Participants?

Once registered, participants gain the following benefits:

- Instant access to account information whenever they want it.
- 24/7 transaction capability, so they can make changes when it's most convenient.
- Access to retirement-planning tools and resources that help with planning for a secure retirement.

DISCLOSURES

PRUDENTIAL RETIREMENT FLOAT POLICY

Prudential Retirement ("Prudential"), a business unit of The Prudential Insurance Company of America, is providing you with the information below to help you review float policy under your retirement plan.

"Float" means earnings that Prudential receives from the short-term investment of funds held in "concentration" accounts. These funds come from contributions and distributions under your retirement plan and, in small percentage, from payments of plan administrative expenses and, at times, transfers to other investment providers, both of which Prudential processes similar to distributions. Prudential's use of concentration accounts for many clients allows Prudential to increase efficiency. If Prudential used accounts for single clients, the additional cost to each client would exceed the float attributable to that client that Prudential earns through the use of concentration accounts.

How Does Prudential Earn Float?

Prudential earns float any time it invests funds of your plan in one or more investment pools in the name of Prudential or Prudential Retirement Insurance and Annuity Company. When Prudential earns float, Prudential keeps it as compensation for services provided to the plan. Prudential's services include the processing of contributions, distributions and loans. Float compensation is in addition to any other compensation, direct or indirect, paid to Prudential or any affiliate of Prudential.

What are Prudential's Procedures for Contributions Awaiting Investment?

When Prudential receives contributions in "good order" (that is, with appropriate identification and investment direction) by the deadline on a business day, Prudential sends them to providers of plan investment options (e.g., mutual funds, separate accounts). Prudential sends the contributions by the beginning of the next business day, after Prudential has combined the investment directions of individual plan participants. Before this transfer, Prudential sweeps any cash it receives, including cash for contributions not received in good order, into a concentration account. Prudential invests this cash in a pool of short-term investments in Prudential's name (the "Short-Term Pool").

If Prudential receives contributions that are not in good order, Prudential keeps them in the Short-Term Pool. Prudential immediately asks the plan sponsor for the information needed to put the funds in good order. The plan sponsor is responsible for giving this information to Prudential. If the plan sponsor does not respond within a reasonable time, Prudential will return the cash without earnings to the plan sponsor. Few plans send contributions to Prudential that are not in good order. It is Prudential's goal to achieve good order within three days.

If Prudential receives contributions after the deadline on a business day, Prudential will invest them in the Short-Term Pool or, alternatively, hold them in a bank account overnight. Prudential treats these contributions as received on the next business day. If Prudential invests these contributions in the Short-Term Pool, it earns float. If Prudential holds the contributions in a bank account overnight, it does not earn float on these contributions, but it may earn credits. Prudential uses these credits to pay banking fees. The credits generate no cash payment to Prudential.

What are Prudential's Procedures for Distributions?

Plan participants and beneficiaries request distributions by electronic payment or paper check. Prudential issues electronic payments on the business day after the day an appropriate payee asks for payment. Following payee direction, Prudential asks the providers of plan investment options to send funds to Prudential. Prudential does not earn float on electronic payments. Prudential advances its own funds, without interest, to make electronic payments.

Prudential issues and mails paper distribution checks on the business day following the day a payee asks for payment. Following payee direction, Prudential asks the providers of plan investment options to send funds to Prudential. Prudential puts these funds in either the Short-Term Pool or other pools that invest in a combination of long- and short-term investments. Prudential moves these funds out of a pool when the payee cashes the distribution check. Prudential issues checks for participant loans in the same way. Prudential also puts funds for participant loans in a pool.

Upon your request, Prudential will send you a report on the status of your plan's outstanding distribution checks.

How is the Rate of Float Earned by Prudential Determined?

As discussed above, Prudential holds cash briefly in a pool. Prudential gives a credit to Prudential for the Prudential concentration account's share of all earnings from any pool. The credit is a weighted average of the daily yield on money actually invested by the pool. The yield depends on whether the pool invests in short-term investments or a combination of short- and long-term investments and what the pool actually earns on funds invested overnight in such investments. The earnings of different investments in a pool may vary and reflect market factors such as credit quality, issuer and maturity.

How Can a Plan Fiduciary Determine The Amount of Float Prudential Earns on Plan Accounts?

Prudential earns float on contributions until it sends them to providers of plan investment options (e.g., mutual funds, separate accounts). The float period for contributions received in good order begins on the day Prudential receives them and ends on the next business day. Prudential does not earn float, however, on contributions invested in investment options that are "stable value" funds offered by Prudential or a Prudential affiliate because such funds contractually pay interest to an investing plan starting on the day Prudential receives the contributions in good order. The float period for contributions not in good order begins on the day Prudential receives them and ends on the business day Prudential sends them to providers of plan investment options or returns them to the plan sponsor.

As noted previously, the float rate depends upon the actual earnings of a pool. The Short-Term Pool invests in short-term investments that primarily include commercial paper, time deposits, agency discount notes, loan participation notes and repurchase agreements. The other pools invest in a combination of long-term and short-term investments, including the same types of investments invested in by the Short-Term Pool—government obligations, agency mortgage backed securities, asset-backed securities, corporate bonds and money market funds.

By applying a publicly available short-term interest rate, such as the current federal funds rate (the interest rate charged by banks on overnight loans to other banks, established by the Federal Open Market Committee of the Federal Reserve and reported at http://federalreserve.gov), to monthly plan contributions sent to Prudential in good order, excluding contributions to stable value funds offered by Prudential or a Prudential affiliate, a plan fiduciary may estimate the approximate amount of float Prudential earned in any month on the plan's contributions.

In the unlikely event that your plan sent Prudential contributions not in good order, you may also estimate how much float Prudential earned. Calculate this estimate by applying a publicly available short-term interest rate (as noted above) to your contributions and the number of days before you provided to Prudential the information needed to put the funds in good order.

When Prudential makes distributions by paper check, Prudential earns float beginning on the day Prudential receives funds from the payee's plan investment accounts. The float period ends when the payee cashes the check. Most payees cash their checks promptly. If a plan fiduciary wishes to estimate the approximate amount of float Prudential earned in any month on distributions by check, the fiduciary may do so by estimating the percentage of all distribution checks cashed by payees within a given period (e.g., X% within Y days of issuance) and applying this percentage and a publicly available short-term interest rate (e.g., the federal funds rate noted above, but increased by 40 basis points) to the average monthly distributions under a plan.

Is This Float Policy Subject to Change?

Yes. Prudential may change its float arrangements in the future. If this happens, Prudential will tell you before the changes take effect. You will be assumed to consent if you do not object.

If you would like more information on Prudential Retirement's float policies, please contact your Prudential representative.

MARKET TIMING/EXCESSIVE TRADING POLICY

Disclosure of Market Timing/Excessive Trading Monitoring Program

Prudential has a program to monitor participant trades to detect market timing/excessive trading and to stop such trading when it persists. The program's procedures are described below. The plan sponsor's agreement to these procedures will ensure the continued availability of the investment funds the plan offers and will prevent market timing/excessive trading that harms long-term investors.

Prudential will monitor trades to identify potential market timing/excessive trading activity, and Prudential will contact the plan sponsor to disclose such transactions. Simultaneously, Prudential will notify the participant in writing that his/her trading may constitute market timing/excessive trading, contrary to mutual fund policies, and that the mutual fund company may refuse transactions. If plan guidelines so provide, Prudential will suspend a participant's ability to trade via phone or Internet, limiting trading to written communications by U.S. Postal Service.

For this program, Prudential's definition of market timing/excessive trading is as follows:

One or more "round-trip" trades within a 30-day period, where each buy or sell in the transaction is greater than $25,000; AND where the trading pattern did not result from systematic rebalancing, transfers supporting a long-term asset allocation strategy, payroll deductions, or other retirement planning activities. (We define a "round trip" as a transfer into and out of the same fund offered as part of the plan.)

Prudential will continue to monitor trading activity, the marketplace and new regulatory requirements. If necessary, Prudential will modify this definition and procedures.

While no process or approach can eliminate all market timing/excessive trading activity, Prudential's Market Timing/Excessive Trading Monitoring Program is intended to detect and deter disruptive trading practices, and to satisfy the requirements of investment options in the plan to ensure their continued availability. Please be assured that Prudential will continue to work diligently both to educate plan participants about the harm caused by market timing/excessive trading and to notify the plan sponsor when market timing/excessive trading activity has occurred.

Prudential reserves the right, in its sole discretion, to modify the program as well as the following policy.

Background

Market timing/excessive trading is the frequent trading of shares in an investment option, typically in response to short-term fluctuations in the market. Market timing/excessive trading in large amounts can result in temporary financial disadvantages to the market timer/excessive trader, however it can also have a disruptive effect on portfolio management of the investment option, resulting in increased costs and reduced returns to a plan as well as the participants invested in that investment option.

Prudential Retirement, in its capacity as a recordkeeper, will assist the plan in protecting other plan participants from the potential economic harm that may arise from market timing/excessive trading. The plan has adopted this policy, as it may be amended from time to time, to grant Prudential, as a recordkeeper, the authority to take the actions set forth in the policy.

As described in investment transfer confirmations and mutual fund prospectuses, mutual fund managers reserve the right to refuse purchase orders and transfers into their funds by any person, group or commonly controlled account if the manager believes the trading would have a disruptive effect on portfolio management.

Policy on Definition of Market Timing/ Excessive Trading

"Market timing/excessive trading" is defined as:

- One or more participant-directed trades into AND out of (or out of AND into) the same investment option
- Within a rolling 30-day period
- Each trade is greater than $25,000

Automatic or system-driven transactions, such as contributions or loan repayments by payroll deduction, re-mapping transactions, hardship withdrawals, regularly scheduled or periodic distributions, or periodic rebalancing through an automatic rebalancing program that is not initiated by the plan, do not constitute excessive trading and will not be subject to this criteria.

This definition will not apply to the following: 1) Self-directed brokerage and non-qualified retail accounts; and 2) company stock (share-basis), fund-of-funds, stable value funds, money market funds, funds with fixed-unit values and outside guaranteed income contracts. However, the insurance company separate account options used by these accounts or funds will be subject to the rules governing those separate accounts. Similarly, the outside mutual funds used by these accounts or funds will be subject to the market timing policy of each mutual fund. Prudential will take action, as directed by the insurance company or by the mutual fund, to enforce its rule or policy.

Warning Process

The first instance of market timing/excessive trading will result in a warning letter to the participant. A copy of the warning letter and/or a trading activity report will be sent to the plan sponsor. There will be no penalties or trade restrictions imposed on the participant or the plan at this time. If the market timing/excessive trading activity continues, the second instance of market timing/excessive trading will result in trade restrictions being imposed.

Trade Restriction Process

Upon the second instance of market timing/excessive trading within a six-month period, the participant will be placed on restriction for a three-month period ("Restriction Period"). Trade restrictions may be extended incrementally (three months) if the behavior recurs during the six-month period immediately following the initial restriction.

During the Restriction Period, participants are restricted from making investment-related transactions (for example, transferring existing balances) online via the Internet, or via the toll-free telephone voice response system or fax. All investment-related transactions must be in writing, with an original signature, delivered by the U.S. Postal Service (no overnight mail) to: Prudential Retirement, 30 Scranton Office Park, Scranton, PA 18507-1789. These paper transaction requests will be reviewed as soon as practicable, to ensure they are in good order, and will be subject to approval by Prudential, as the plan's delegate, before they are processed. If an investment-related transaction is received via fax or overnight mail, it will not be honored and Prudential will notify the participant.

During the Restriction Period participants will be able to process non-investment-related transactions (for example, loans, distributions or, if applicable, changing allocations of future contributions or contribution rates to the program), if permitted by plan rules and the plan sponsor's personal securities trading policy.

Notification Process

Prudential will send warning letters to each participant's home address as it appears on the recordkeeping system. Warning letters and weekly reports of market timing trading activity will be sent to those persons the plan designates to receive these communications.

Restriction notices will be sent via certified U.S. mail to the participant's home address, as soon as administratively practicable (generally the Monday following the determination that a restriction is warranted). Restriction notices will be sent to the person the plan has designated to receive this type of communication.

FEE DISCLOSURE

At Prudential, we believe that the best client relationships are founded on trust and communication. Fee transparency has always been an integral part of how we do business. And with the implementation of formal disclosure regulations from the Department of Labor regulations, we've implemented the ability to provide you with detailed information around plan services and fees on a more regular basis, so you'll have access to this type of information when you need it.

Fee Disclosure Regulations

There are two primary regulations you will need to understand and comply with as a plan sponsor:

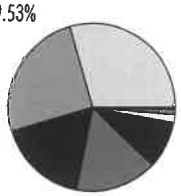
Plan Sponsor Fee Disclosure or 408(b)(2) rules: Require plan providers, like Prudential, to describe for defined benefit (DB) and defined contribution (DC) retirement plan sponsors the services they provide and the fees associated with those services. Your plan-specific fee disclosure report, which you can access via Sponsor Center, provides a summary of the compensation Prudential earns in connection with servicing your plan. You'll see that it is organized in sections that will help you identify the information required by the 408(b)(2) regulations.

Participant Fee Disclosures or 404(a) rules: Require DC sponsors to provide information participants need to make informed decisions on investments. Prudential, as your plan provider, can help you comply with these rules in a number of convenient ways. If you sponsor a DC plan, and would like more information regarding our solutions, please speak with your Prudential representative or refer to our guide on Sponsor Center, "Understanding Your Retirement Plan and the Overview of Plan Investment Options and Fees."

Prudential Stable Value Fund
(Core Intermediate Bond Fund)

First Quarter 2019 Fund Fact Sheet

Fund[3] Allocation
As of 3/31/2019



- Mortgage-Backed Securities 29.53%
- Investment Grade Corporate 25.11%
- Treasuries 15.98%
- Commercial Mortgage-Backed Securities 17.44%
- Asset Backed Securites 9.13%
- Emerging Debt 0.84%
- Agencies 0.38%
- Other* 1.54%
- Cash & Equivalents 0.05%

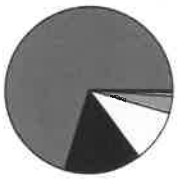
*Other Includes: Swaps, Non-US Govt. Related, and Municipal

Allocations are subject to change.

Additional Fund Information
As of 3/31/2019

Assets	$2959.73 Million
Portfolio duration	3.84 year[4]
Investment manager	Prudential Trust Company
Investment adviser	PGIM[5]

Bond Quality Distribution[6]
As of 3/31/2019



- AAA 71.1%
- AA 3.3%
- A 10.2%
- BBB 15.1%
- Cash* 0.7%
- Not Rated -0.5%

*Cash does not include cash equivalents. Cash equivalents are included in respective rating categories above.

Investment Objective
The Prudential Stable Value Fund is designed to provide safety of principal and competitive, stable guaranteed returns.[1]

Features
- The guaranteed interest rate is declared in advance, is reset , and is net of fund management fees
- The guaranteed interest rate is generally reset on a quarterly basis, although some plans may provide for a semi-annual reset. The minimum guaranteed rate is 0.00%
- Preservation of capital plus competitive intermediate-term returns
- Principal and accumulated interest are fully guaranteed by The Prudential Insurance Company of America[2]
- Daily liquidity for your contributions, transfers and withdrawals[1]
- Participants can readily make contributions, transfers and withdrawals
- Well-diversified high-quality fixed income portfolio

Investor Profile
- Investors seeking income and safety of principal
- Investors seeking a fixed income investment to balance the risks of a diversified portfolio

[1] The Stable Value Fund is a combination of a group annuity contract issued by **The Prudential Insurance Company of America (PICA)**, Newark, NJ 07102 and an investment in the Prudential Core Intermediate Bond Fund of Prudential Trust Company's Collective Trust (the "Fund") as described below. Payment obligations and the fulfillment of any guarantees specified in the group annuity contract are insurance claims supported by the plan's investment in the Fund and, if such investment is not sufficient, by the full faith and credit of PICA. The obligations of PICA and the plan's investment in the Fund are not insured by the FDIC or any other federal governmental agency. The interest rate credited on contract balances is reset pursuant to a formula contained in the group annuity contract. Past interest rates are not indicative of future rates. This product is not a mutual fund. Contract form # GPA-200-WRAP-2004 or state variation thereof.

Prudential Retirement® is compensated in connection with this product by collecting a fee which provides payment for risk, recordkeeping, and distribution services from the plan's investment in the Fund. We may also collect fees on behalf of Prudential Trust Company. Prudential Retirement may use a portion of its aggregate compensation to satisfy the plan's request for allowances and for payments to defray plan expenses or to compensate unaffiliated third party plan service providers. If Prudential Retirement's aggregate compensation from this product and from other plan investment products exceeds the costs of servicing your plan, Prudential Retirement earns a profit; otherwise we incur a loss.

Frequent exchanging between plan investment options may harm long-term investors. Your plan or the plan's investment funds may have provisions to deter exchanges that may be abusive. These policies may require us to modify, restrict or suspend purchase or exchange privileges and/or impose redemption fees.

[2] The Prudential Insurance Company of America is a Prudential Financial company.

[3] The Fund is the Prudential Core Intermediate Bond Fund. This commingled fund is for qualified investors and is part of the Prudential Trust Company Collective Trust. The Collective Trust was formed to invest collectively and manage the assets of pension, profit-sharing, defined benefit or other qualified retirement plans exempt from taxation under the Internal Revenue Code of 1986, as amended. The Collective Trust has separate investment funds. Prudential Trust Company is the trustee and manager of these funds. Prudential Trust Company, a Pennsylvania banking corporation, is located in Scranton, Pennsylvania and is an indirect subsidiary of Prudential Financial, Inc. Prudential Trust Company has employed PGIM to advise the Fund. PGIM is a registered investment adviser and a Prudential Financial company. Funds in the Prudential Trust Company Collective Trust may only be offered and sold by a Prudential Trust Company Sales Officer.

[4] Duration is a time measure (in years) of a fixed income security's interest-rate sensitivity. Average duration is a weighted average of the duration of the underlying fixed-income securities within the portfolio.

[5] PGIM is a Prudential Financial company. PGIM is a registered investment adviser.

[6] Middle of S&P, Moody's, and Fitch Ratings.

Past performance is not indicative of future performance.

Products not available in all states.

This material is intended to provide information only. This material is not intended as advice or recommendation about investing or managing your retirement savings. By sharing this information, Prudential Retirement® is not acting as your fiduciary as defined by the Department of Labor or otherwise. If you need investment advice, please consult with a qualified professional.

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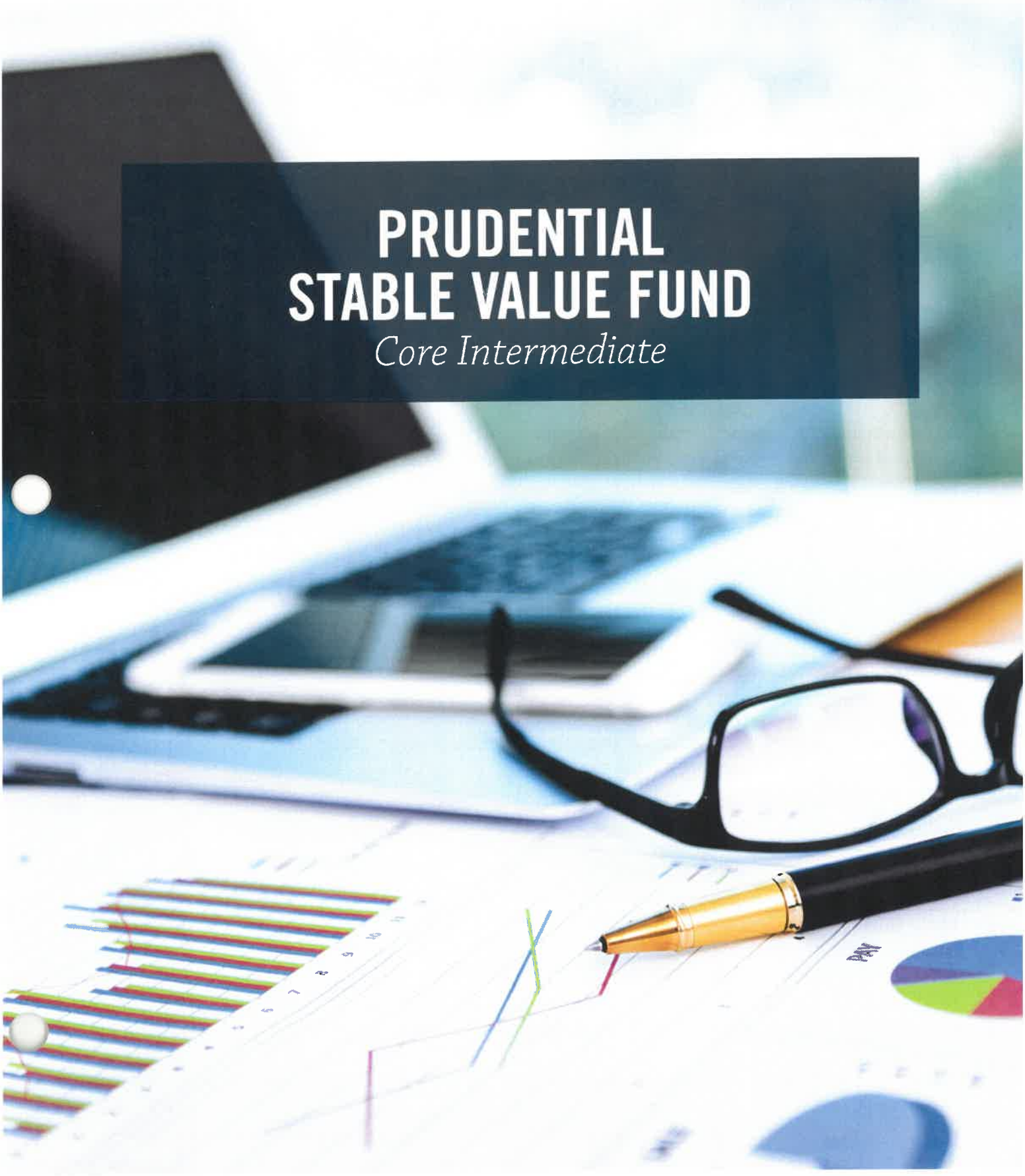


PRUDENTIAL STABLE VALUE FUND

Core Intermediate

INVESTMENT OBJECTIVE

The Prudential Stable Value Fund (PSVF) is designed to provide plan participants with safety of principal and competitive, guaranteed[1] returns.

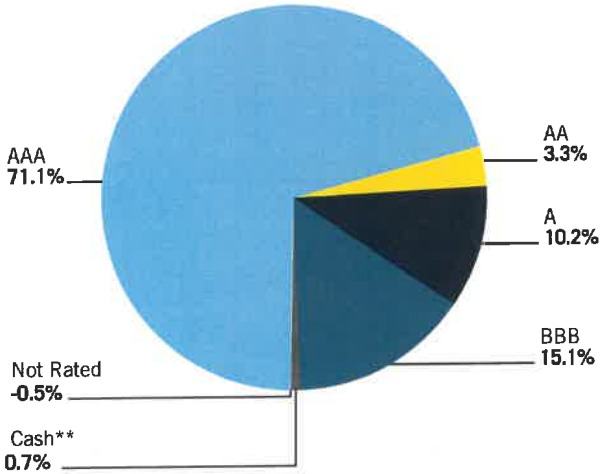
KEY STRENGTHS

- **Guaranteed**—Principal and accumulated interest are fully guaranteed[1] by the full faith and credit of the product issuer, The Prudential Insurance Company of America (PICA),[2] with current financial strength ratings of "AA-" (Standard & Poor's) and "A1" (Moody's Investor Service).[3]
- **Investment objective**—The underlying investment for the PSVF, the Prudential Core Intermediate Bond Fund of the Prudential Trust Company Collective Trust,[4] is an actively managed, risk-controlled, investment-grade fund whose objective is to consistently achieve +60 bps (basis points) in excess returns over the Barclays Intermediate Aggregate Index over a market cycle (three to five years).[5] It is subadvised by PGIM, Inc.
- **High-quality, diversified investment portfolio**—A high-quality, well-diversified portfolio of investment-grade fixed income instruments, with an emphasis on bottom-up, research-driven security selection.
- **Structure**—The Prudential Stable Value Fund is a combination of a group annuity contract and an underlying investment in the Prudential Core Intermediate Bond Fund. Units of the Prudential Core Intermediate Bond Fund are owned by the plan.
- **Provided by a leading stable value manager**—The Prudential Stable Value Fund is managed and coordinated entirely within the Prudential Financial organization, which is recognized as a leader in stable value as measured by assets for defined contribution plans.[6] PGIM Fixed Income's capabilities have been recognized as among the largest in the U.S.[7]

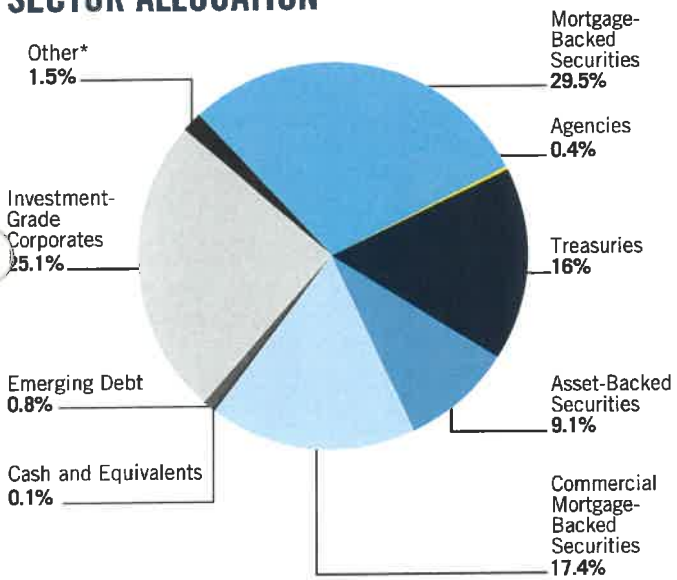
KEY BENEFITS

- **Safety, liquidity and yield**—The Prudential Stable Value Fund provides participants with daily liquidity for transfers, withdrawals and benefit payments,[1] combined with the long-term returns of the broad intermediate investment-grade bond market.
- **Full transparency**—The Prudential Stable Value Fund is hallmarked by:
  - fully transparent fees
  - a plan-specific crediting rate that is declared in advance
  - a formula-driven crediting rate-setting process
  - a clear underlying investment strategy
  - fully disclosed holdings of the Prudential Core Intermediate Bond Fund
- **Flexibility for tomorrow**—Plan sponsors can retain units of the Prudential Core Intermediate Bond Fund at market value or have the ability to transfer the cash equivalent to another provider. A book value settlement option is also available.

QUALITY DISTRIBUTION[8]



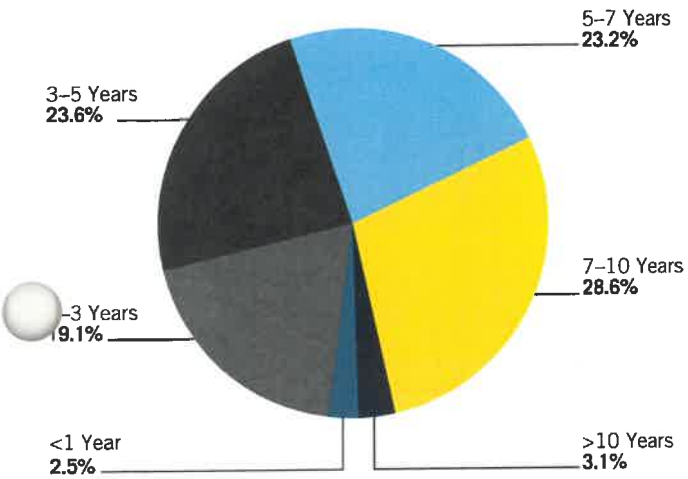
SECTOR ALLOCATION



*Other includes: Swaps, Non-U.S. Govt.-related and Municipal.

**Cash does not include cash equivalents. Cash equivalents are included in the respective rating categories above.

AVERAGE LIFE DISTRIBUTION



ADDITIONAL FUND[4] INFORMATION
(AS OF 03/31/2019)

ASSETS	$3.0 billion
INVESTMENT MANAGER	Prudential Trust Company
INVESTMENT ADVISER	PGIM, Inc.[9]

PORTFOLIO CHARACTERISTICS
(AS OF 03/31/2019)

WEIGHTED AVERAGE LIFE	5.63 years
AVERAGE DURATION (EFFECTIVE)	3.84 years[10]

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280 Trumbull Street
Hartford, CT 06103

prudential.com

[1]The Stable Value Fund is a combination of a group annuity contract issued by The **Prudential Insurance Company of America (PICA)**, Newark, NJ and an investment in the Prudential Core Intermediate Bond Fund of Prudential Trust Company's Collective Trust (the "Fund") as described below. Payment obligations and the fulfillment of any guarantees specified in the group annuity contract are insurance claims supported by the plan's investment in the Fund and, if such investment is not sufficient, by the full faith and credit of PICA. The obligations of PICA and the plan's investment in the Fund are not insured by the FDIC or any other federal governmental agency. The interest rate credited on contract balances is reset pursuant to a formula contained in the group annuity contract. Past interest rates are not indicative of future rates. This product is not a mutual fund. Contract form #GPA-200-WRAP-2004 or state variation thereof.

[2]The Prudential Insurance Company of America is a Prudential Financial company.

[3]Claims-paying ratings represent the opinions of rating agencies regarding the financial ability of an insurance company to meet its obligations under its insurance policies. According to Standard & Poor's publications, an insurer rated "AA-" (4th category of 21) has very strong financial security characteristics, differing only slightly from those rated higher. An insurer rated "AAA" has extremely strong financial security characteristics. "AAA" is the highest Insurer Financial Strength Rating assigned by Standard & Poor's. Moody's indicates that "A1" (5th category of 21) rated insurance companies offer good financial security. Insurance companies rated "Aaa" offer exceptional financial security. In addition, Moody's appends the numerical modifiers 1, 2 and 3 to each generic rating classification, with 1 being the highest and 3 being the lowest. While the credit policy of these insurers is likely to change, such changes as can be visualized are most unlikely to impair their fundamentally strong position. "Aaa" is the highest Insurer Financial Strength Rating assigned by Moody's. Ratings information current as of April, 15, 2019. For current information on other Prudential Financial operating insurance companies, please visit the Investor Relations website investor.prudential.com.

[4]The Fund is the Prudential Core Intermediate Bond Fund. This commingled fund is for qualified investors and is part of the Prudential Trust Company Collective Trust. The Collective Trust was formed to invest collectively and manage the assets of pension, profit-sharing, defined benefit or other qualified retirement plans exempt from taxation under the Internal Revenue Code of 1986, as amended. The Collective Trust has separate investment funds. Prudential Trust Company is the trustee and manager of these funds. Prudential Trust Company, a Pennsylvania banking corporation, is located in Scranton, Pennsylvania and is an indirect subsidiary of Prudential Financial, Inc. Prudential Trust Company has employed PGIM, Inc. to advise the Fund. PGIM is a registered investment adviser and a Prudential Financial company. Funds in the Prudential Trust Company Collective Trust may only be offered and sold by a Prudential Trust Company sales officer.

Under the declaration of trust establishing the Collective Trust, Prudential Trust Company may limit the maximum withdrawal as of any fund valuation date to the greater of $2,000,000 or five percent (5%) of the value of the assets in a fund as of that valuation date (unless otherwise described in a fund's investment guidelines). This depends on several factors, including market conditions and Prudential Trust Company's fiduciary obligation to all the investors in a fund. Prudential Trust Company may require five business days' written notice of a withdrawal and, although withdrawal amounts are paid promptly, Prudential Trust Company can take up to 10 business days to pay such withdrawal amounts. In addition, Prudential Trust Company may impose any restrictions on any transfers to or withdrawals from a fund as it, in its sole discretion, deems necessary or advisable in connection with the investment objectives of any such fund.

[5]There is no guarantee that this objective will be achieved.

[6]Pensions & Investments, 2018 Money Managers Survey, May 2018, based on internally managed assets data as of Dec. 31, 2017.

[7]Assets for Prudential Fixed Income as of December 31, 2018. Asset class breakdown based on company estimates and is subject to change.

[8]Middle of S&P, Moody's and Fitch ratings.

[9]PGIM, Inc. is a Prudential Financial company. PGIM is a registered investment adviser.

[10]Duration is a time measure (in years) of a fixed income security's interest rate sensitivity. Average duration is a weighted average of the duration of the underlying fixed income securities within the portfolio.

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Frequent exchanging between plan investment options may harm long-term investors. Your plan or the plan's investment funds may have provisions to deter exchanges that may be abusive. These policies may require us to modify, restrict or suspend purchase or exchange privileges and/or impose redemption fees.

Prudential Insurance Company of America and PGIM, Inc. are Prudential Financial companies. Each company is solely responsible for its respective financial condition and contractual obligations.

Products not available in all states.

In providing this information, Prudential Retirement is not undertaking to provide impartial investment advice, or to give advice in a fiduciary capacity. Prudential Retirement may benefit from advisory and other fees paid to it or its affiliates for managing, selling or settling of the Prudential mutual funds and other investment products or securities offered by Prudential Retirement or its affiliates. Investment vehicles sponsored or managed by a Prudential Retirement affiliate generate more revenue for the Prudential enterprise than non proprietary investment vehicles. Prudential Retirement's sales personnel generally receive greater compensation if plan assets are invested in proprietary investment vehicles. Prudential Retirement may benefit directly from the difference between investment earnings of Prudential Retirement's stable value funds and the amount credited to deposits in those funds. Prudential Retirement may also benefit from broker-dealers' or other entities' co-sponsorship of Prudential conferences.

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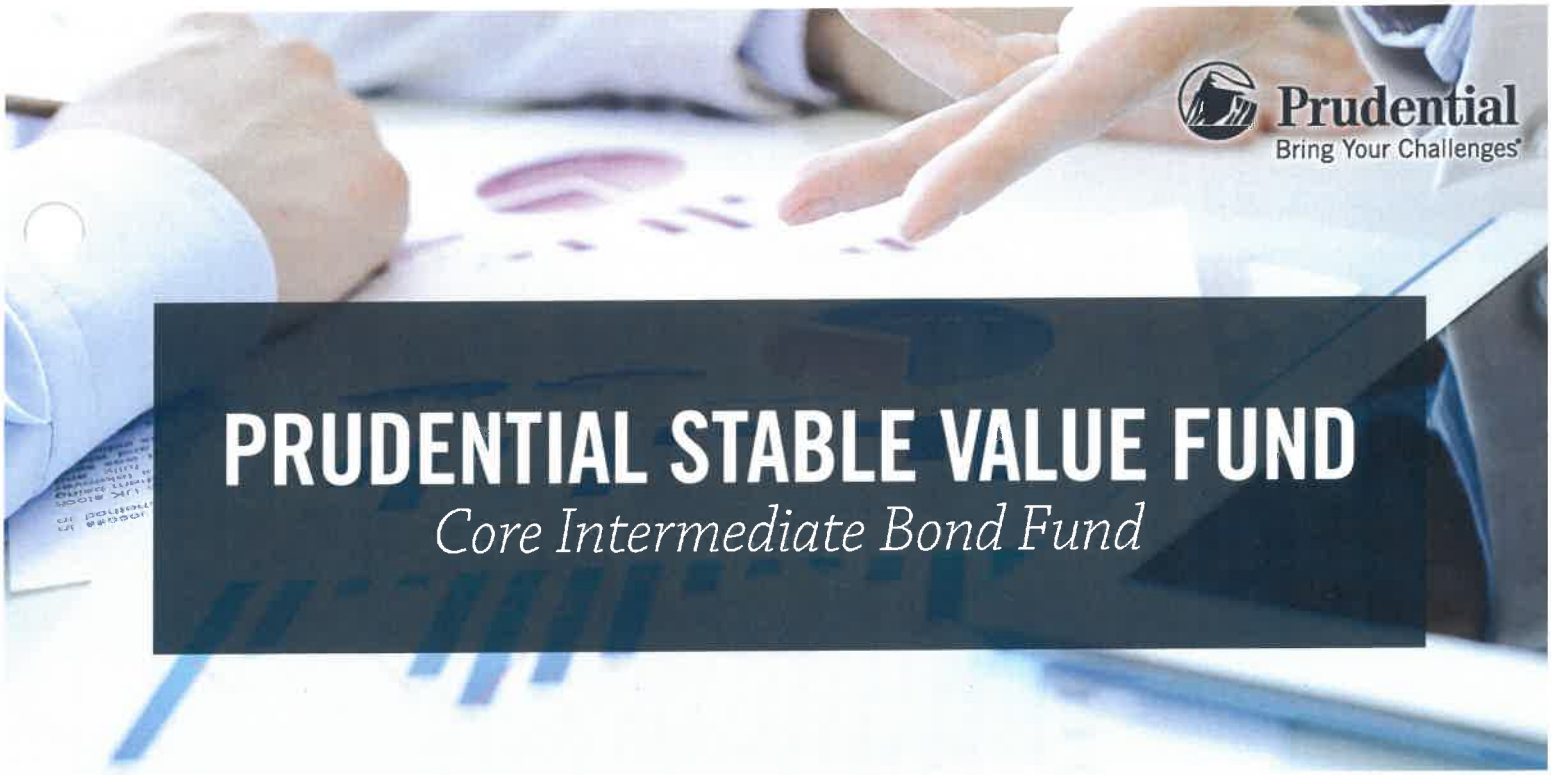

HYPOTHETICAL ILLUSTRATIVE CREDITING RATE PERFORMANCE

ILLUSTRATIVE NET CREDITING RATE AS OF MARCH 31, 2019: 2.69%

The Prudential Stable Value Fund illustrative crediting rate was calculated based on market conditions as of March 31, 2019. The crediting rate is net of the highest fee (currently 0.38%) charged, not inclusive of any recordkeeping fees.[1]

Actual crediting rates will be established at contract inception, based on existing market conditions at the time.

HYPOTHETICAL ILLUSTRATIVE CREDITING RATE PERFORMANCE SINCE INCEPTION OF UNDERLYING INVESTMENT—INTERMEDIATE CORE FIXED INCOME COMPOSITE[2]

(%) AS OF MARCH 31, 2019

	CUMULATIVE		ANNUALIZED				
PRUDENTIAL STABLE VALUE FUND	3 MONTH	YTD	1 YEAR	3 YEAR	5 YEAR	10 YEAR	SINCE INCEPTION
Gross	0.81%	0.81%	3.02%	2.80%	2.62%	N/A	2.45%
Net	0.73%	0.73%	2.66%	2.35%	2.16%	N/A	1.98%

Reflects performance since the May 1, 2012 inception of the underlying investment (the Intermediate Core Fixed Income Composite). Annualized performance represents the average return provided over the specified time period, expressed as a time-weighted annual percentage.

The above hypothetical illustrations are intended to show how a composite investment strategy (the "Intermediate Core Fixed Income Composite"), substantially similar to that of the Core Intermediate Bond Fund, would have affected the Prudential Stable Value Fund crediting rate, and it is not intended to predict or project future investment results. The hypothetical illustrations assume a single underlying investment in that Intermediate Core Fixed Income Composite, with interest credited according to the crediting rate formula set forth in the Prudential Stable Value Fund contract. The hypothetical illustrated crediting rate performance is based on the actual returns of the Intermediate Core Fixed Income Composite, and it assumes a lump-sum investment at the inception date and no transactions thereafter. The actual Intermediate Core Fixed Income Composite returns are presented in the table below. The hypothetical illustrations of net returns are net of the highest fee (currently 0.48%) charged, not inclusive of recordkeeping fees.[3] The initial investment date and timing and amounts of ongoing transactions may significantly affect crediting rates.

INDERLYING FUND PERFORMANCE—INTERMEDIATE CORE FIXED INCOME COMPOSITE
%) AS OF MARCH 31, 2019

he historical performance below of the Intermediate Core Fixed Income Composite was used to develop the hypothetica lustration above.

	CUMULATIVE		ANNUALIZED				
PRUDENTIAL STABLE VALUE FUND	3 MONTH	YTD	1 YEAR	3 YEAR	5 YEAR	10 YEAR	SINCE INCEPTION
Net	3.01%	3.01%	2.99%	1.39%	N/A	N/A	1.93%

erformance information is net of the highest fee charged (currently 0.48%).[3] Annualized performance represents the average eturn provided over the specified time period, expressed as a time-weighted annual percentage. The performance quoted epresents past performance and is no guarantee of future results. Current performance may be lower or higher than the erformance data quoted.

ighest fee of 0.38% is the sum of the highest investment management fee applicable to the Core Intermediate Bond Fund of 0.18% and a 0.20% wrap fee for the Prudential Stable Value Fund SVF). The standard investment management fee schedule for investment in the Core Intermediate Bond Fund currently in effect is as follows: 0.18% on the first $200 million, 0.14% on the next 300 million and 0.11% thereafter. Actual client wrap fees may vary depending on results of final underwriting review that may be necessary to determine the availability of the product and to nalize appropriate pricing prior to funding. Not inclusive of any recordkeeping fee, which varies by client and recordkeeper. The range of recordkeeping fees for existing clients in the PSVF product n Prudential's platform is 0 bps (basis points) to 70 bps annually.

he Intermediate Core Fixed Income Composite includes all portfolios managed with similar investment objectives and risk profiles that are indexed against the Barclays US Intermediate Aggregate ond Index, and that focus their strategies on sector allocation and subsector/security selection. Portfolios will primarily hold benchmark securities, although they can also hold a limited amount f nonbenchmark securities. The portfolios are managed duration-constrained against the benchmark and have a target alpha of approximately 60 bps.

ighest fee of 0.48% is the sum of the highest investment advisory fee applicable to the Intermediate Core Fixed Income Composite of 0.28% and a 0.20% wrap fee for the PSVF. The standard dvisory fee schedule for the management of the Intermediate Core Fixed Income Composite currently in effect is as follows: 0.28% on the first $50 million, 0.22% on the next $100 million, 0.20% n the next $100 million and 0.15% thereafter. Actual client wrap fees may vary depending on results of final underwriting review that may be necessary to determine the availability of the product nd to finalize appropriate pricing prior to conversion. Not inclusive of any recordkeeping fee, which varies by client and recordkeeper. The range of recordkeeping fees for existing clients in th SVF product on Prudential's platform is 0 bps to 70 bps annually.

n providing this information, Prudential Retirement® is not undertaking to provide impartial investment advice, or to give advice in a fiduciary capacity. Prudential Retirement may benefit rom advisory and other fees paid to it or its affiliates for managing, selling or settling of the Prudential mutual funds and other investment products or securities offered by Prudential etirement or its affiliates. Investment vehicles sponsored or managed by a Prudential Retirement affiliate generate more revenue for the Prudential enterprise than non-proprietary nvestment vehicles. Prudential Retirement's sales personnel generally receive greater compensation if plan assets are invested in proprietary investment vehicles. Prudential Retirement nay benefit directly from the difference between investment earnings of Prudential Retirement's stable value funds and the amount credited to deposits in those funds. Prudential etirement may also benefit from broker-dealers' or other entities' co-sponsorship of Prudential conferences.

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DEFINED CONTRIBUTION CONVERSION SCHEDULE

Prudential Retirement Client Transition

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Plan Name: TDC Plan
Asset Transfer Date: 1/1/2020

	Action Step	• Owner o Support				Target Date	Complete Date
		Pru	Client	Prior RK	Payroll		
Discovery	■ Prudential receives notification of Client's decision to convert	o	•			10/2/2019	
	■ Initial discussion to establish expectations and next steps	•	o			10/4/2019	
	■ Submit plan documents to Prudential		•			10/14/2019	
	■ Conduct Plan At A Glance (plan design analysis) discussion, review Implementation Questionnaire, and provide Morningstar Investment Agreement for signature (if applicable)	•	o			10/24/2019	
	■ Specimen Contracts provided to Client	•				10/25/2019	
	■ Submit the signed Plan At A Glance, CAR, Morningstar Investment Agreement (if applicable), and Delegation of Authority Form (if applicable)		•			10/29/2019	
	■ Submit the Investment Selection Directive		•			11/18/2019	
Implementation	■ Conduct implementation & communication strategy meeting	•	o			10/31/2019	
	■ Mail recordkeeper termination notice	o	•			11/1/2019	
	■ Contracts Review meeting	•	o			11/6/2019	
	■ Conduct conversion discussion to coordinate transfer of records & assets	•		o		11/13/2019	
	■ Receive listing of "no election" participants from prior RK for QDIA mailing	o		•		11/15/2019	
	■ Receive test files	o		•		11/18/2019	
	■ Provide communication materials to client (Sarbanes Oxley and QDIA notice), review default listing with client, and obtain approval on material and listing	•				11/19/2019	
	■ Conduct contribution discussion to establish contribution remittance procedures	•			o	11/20/2019	
	■ Mail applicable notices to appropriate participant audience to ensure participant receives the notice(s) 35 days prior to the Transition Cutoff date at the prior carrier.	o	•			11/25/2019	
	■ Provide Newly Eligible QDIA notice to client	•	o			11/25/2019	
	■ Provide executable contracts	•				11/26/2019	
	■ Complete recordkeeping system setup	•	o			11/26/2019	
Execution	■ Provide results of test file analysis	•		o		12/3/2019	
	■ Prepare & submit first contribution test file	o	o		•	12/3/2019	
	■ Provide Retirement Workbook draft to client for review and approval	o	•			12/10/2019	
	■ Complete contribution file testing	o	o		•	12/10/2019	
	■ Return executed contracts	o	•			12/23/2019	
	■ Transaction cutoff at prior recordkeeper **			•		12/24/2019	
	■ Receive employee non-financial data file, i.e. indicative data, loan records, etc. **	•				12/30/2019	
	■ Enroll employees on record keeping system	•				12/31/2019	
Transfer	■ Final valuation at prior recordkeeper **			•		12/30/2019	
	■ Asset transfer to Prudential **	o		•		1/1/2020	
	■ Receive financial conversion file **	•		o		1/6/2020	
	■ Receive first live contribution file	•	o		o	1/6/2020	
	■ Activate systems for all participant transactions **	•				1/9/2020	
	■ Deliver Retirement Workbooks to Client	•				1/9/2020	
	■ Begin employee education meetings	•	o			1/13/2020	

**** Indicates these dates are tentative as they rely on the timing of the Prior Recordkeeper & Fund Manager**

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Prudential

West Virginia Public Retirement Board

Sample Investment Mapping

Fund Matrix

							Funds for Consideration						
Asset Class	Style	Ticker	Current Funds	Expense Ratio	Total Assets	% of Assets	Ticker	Fund Name	Expense Ratio	Revenue	Total Assets	% of Assets	Redemption Fee
Large Cap	Value	PEIYX	Putnam Equity Income Y	0.66%	$44,750,781	8.94%	PEQSX	Columbia Dividend Value Fund (IS Platform)	0.41%	0.00%	$44,750,781	8.94%	No
	Index	VLISX	Vanguard Large Cap Index Institutional	0.04%	$49,431,714	9.88%	VLISX	Vanguard Large Cap Index Institutional	0.04%	0.00%	$49,431,714	9.88%	No
	Growth	TRBCX	T. Rowe Price Blue Chip Growth	0.70%	$76,733,045	15.33%	N/A	Large Cap Growth I Fund (managed by T. Rowe Price)	0.42%	0.00%	$76,733,045	15.33%	No
Mid Cap	Value	N/A	No Current Option		$0	0.00%	AMDVX	Mid Cap Value / Cooke and Bieler	0.60%	0.00%	$0	0.00%	No
	Blend	UMBMX	Carillon Scout Mid Cap I	1.03%	$8,843,404	1.77%	CSMUX	Carillon Scout Mid Cap R-6	0.93%	0.00%	$8,843,404	1.77%	No
	Growth	MXMGX	Great-West T. Rowe Price Mid Cp Gr Inv	1.02%	$8,031,255	1.60%	MXYKX	Mid Cap Growth / Westfield	0.65%	0.00%	$8,031,255	1.60%	No
Small Cap	Value	DFTVX	DFA US Targeted Value R1	0.47%	$7,177,264	1.43%	DFFVX	DFA US Targeted Value I	0.37%	0.00%	$7,177,264	1.43%	No
	Index	VSCIX	Vanguard Small Cap Index I	0.04%	$7,093,985	1.42%	VSCIX	Vanguard Small Cap Index I	0.04%	0.00%	$7,093,985	1.42%	No
	Growth	PRDSX	T. Rowe Price QM US Small-Cap Gr Eq	0.79%	$3,689,454	0.74%	TQAIX	T. Rowe Price QM US Small-Cap Gr Eq I	0.66%	0.00%	$3,689,454	0.74%	Yes
Global	Equity	RNPGX	American Funds New Perspective R6	0.45%	$4,760,196	0.95%	RNPGX	American Funds New Perspective R6	0.45%	0.00%	$4,760,196	0.95%	No
International	Blend	N/A	No Current Option		$0	0.00%	MDIZX	MFS® Intl Diversification R6	0.81%	0.00%	$0	0.00%	No
	Growth	RERFX	American Funds Europacific Growth R5	0.53%	$17,652,816	3.53%	RERGX	American Funds Europacific Growth R6	0.49%	0.00%	$17,652,816	3.53%	No
Specialty	Real Estate	N/A	No Current Option		$0	0.00%	CSZIX	Real Estate / Cohen & Steers	0.60%	0.00%	$0	0.00%	No
Balanced	Guaranteed Income	391410818	Great-West Trust SecureFoundation Balanced Trust	1.17%	$41,485,248	8.29%	SA-TBS	Prudential Day One® IncomeFlex Target® Balanced Fund	1.34%	0.00%	$41,485,248	8.29%	No
	Asset Allocation	N/A	No Current Option		$0	0.00%	SA-JIT	Prudential Day One□ Income Fund	0.34%	0.00%	$0	0.00%	No
		N/A	No Current Option		$0	0.00%	SA-J10	Prudential Day One□ 2010 Fund	0.34%	0.00%	$0	0.00%	No
		391410305	Great-West Lifetime 2015 Trust	0.53%	$4,541,791	0.91%	SA-J15	Prudential Day One□ 2015 Fund	0.34%	0.00%	$4,541,791	0.91%	No
					$0	0.00%	SA-J20	Prudential Day One□ 2020 Fund	0.34%	0.00%	$0	0.00%	No
		391410602	Great-West Lifetime 2025 Trust	0.53%	$14,120,050	2.82%	SA-J25	Prudential Day One□ 2025 Fund	0.34%	0.00%	$14,120,050	2.82%	No
					$0	0.00%	SA-J30	Prudential Day One□ 2030 Fund	0.34%	0.00%	$0	0.00%	No
		391410883	Great-West Lifetime 2035 Trust	0.54%	$22,986,952	4.59%	SA-J35	Prudential Day One□ 2035 Fund	0.34%	0.00%	$22,986,952	4.59%	No
					$0	0.00%	SA-J40	Prudential Day One□ 2040 Fund	0.35%	0.00%	$0	0.00%	No
		391410859	Great-West Lifetime 2045 Trust	0.54%	$15,165,598	3.03%	SA-J45	Prudential Day One□ 2045 Fund	0.35%	0.00%	$15,165,598	3.03%	No
					$0	0.00%	SA-J50	Prudential Day One□ 2050 Fund	0.35%	0.00%	$0	0.00%	No
		391410826	Great-West Lifetime 2055 Trust	0.55%	$652,231	0.13%	SA-J55	Prudential Day One□ 2055 Fund	0.35%	0.00%	$652,231	0.13%	No
		N/A	No Current Option		$0	0.00%	SA-J60	Prudential Day One□ 2060 Fund	0.35%	0.00%	$0	0.00%	No
Fixed Income	Intermediate	WAPAX	Western Asset Core Plus Bond A	0.82%	$24,161,818	4.83%	N/A	Western Asset Core Plus Bond (Institutional Select)	0.20%	0.00%	$33,441,075	6.68%	No
	Index	VBIMX	Vanguard Interm-Term Bond Index I	0.05%	$9,279,257	1.85%			0.20%	0.00%			
	Government	N/A	No Current Option		$0	0.00%	OGGYX	JPMorgan Government Bond R6	0.35%	0.00%	$0	0.00%	No
	High Yield	TIHYX	TIAA-CREF High-Yield Inst	0.36%	$3,318,607	0.66%	TIHYX	TIAA-CREF High-Yield Inst	0.36%	0.00%	$3,318,607	0.66%	No
	Inflation Prot	N/A	No Current Option		$0	0.00%	VAIPX	Vanguard Inflation-Protected Secs Adm	0.10%	0.00%	$0	0.00%	No
	World Bond	N/A	No Current Option		$0	0.00%	PGTQX	PGIM Global Total Return R6	0.58%	0.00%	$0	0.00%	No
	Stable Value	N/A	VALIC Fixed Annuity Option		$136,659,793	27.30%	N/A	VALIC Fixed Annuity Option			$136,659,793	27.30%	No
			Weighted Average (WAER)/ Total Assets	0.44%	$500,535,257	100%		Weighted Average (WAER)/ Total Revenue	0.33%	0.00%	$500,535,257	100%	

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Platform Provider / Selection and Monitoring Financial Interest Disclosure

In providing this information Prudential Retirement is not undertaking to provide impartial investment advice, or to give advice in a fiduciary capacity.

Prudential Retirement may benefit from advisory and other fees paid to it or its affiliates for managing, selling, or settling of the Prudential mutual funds and other investment products or securities offered by Prudential Retirement or its affiliates. Investment vehicles sponsored or managed by a Prudential Retirement affiliate generate more revenue for the Prudential enterprise than non-proprietary investment vehicles. Prudential Retirement's sales personnel generally receive greater compensation if plan assets are invested in proprietary investment vehicles. Prudential Retirement may benefit directly from the difference between investment earnings of Prudential Retirement's stable value funds and the amount credited to deposits in those funds. Prudential Retirement may also benefit from broker-dealer or other entities' co-sponsorship of Prudential conferences.

By providing the information herein, Prudential Retirement[1] is not undertaking to provide impartial investment advice or to give advice in a fiduciary capacity.

Prudential Retirement has a financial interest in the investment funds ("Funds") identified in response to a request. In general, Prudential Retirement and its affiliates ("Prudential") may benefit from advisory fees and other compensation received by it for managing, selling, or settling of transactions for the Prudential-affiliated and non-proprietary investment funds identified here ("Funds").

- While Funds sponsored or managed by Prudential typically generate more revenue for Prudential than non-proprietary Funds, Prudential may also receive fees and other compensation in connection with non-proprietary Funds.

- Prudential's sales personnel generally receive greater compensation if plan assets are invested in Prudential-affiliated than other Funds.

More specifically the precise nature of Prudential Retirement's financial interest in the investments offered on Prudential Retirement's platform is detailed below. Some or all of the following disclosures may apply dependent upon the investments identified by Prudential Retirement for your consideration.

- [PGIM Investments (Prudential) Mutual Funds]: These Funds are advised and distributed by Prudential. It receives revenue in connection with the Funds, including items such as investment advisory, securities lending and distribution fees, and soft dollars. See the prospectuses for additional information.

- [Prudential's pooled separate accounts, including MoM]: These Funds are insurance company pooled separate accounts offered under a [Prudential] group annuity contract. Prudential receives revenue in connection with these Funds, including items such as separate account management fees, distribution fees, securities lending fees and soft dollars.

- [Prudential Trust Company collective investment trusts]: These Funds are collective investment trusts sponsored by Prudential Trust Company, an affiliate of Prudential. Prudential receives revenue in connection with these Funds, including items such as investment management fees, securities lending fees and soft dollars.

- [Non-proprietary mutual funds and collective investment trusts]: Prudential includes non-proprietary Funds on its platform. It receives revenue in connection with a plan's investment in the Funds, including items such as payments from fund managers or distributors for distributing or making these funds available to our customers.

- [Stable Value Fund]: This Fund is offered through an annuity contract issued by [Prudential] and provides for investment in [Prudential's] general account. General account investment returns are a source of revenue to cover Prudential's operating expenses, tax obligations and return on capital. Prudential is compensated in connection with this product when general account investment returns exceed the interest credited on contract balances.

- [Income Flex]: Prudential currently charges an annual Guarantee Fee up to 1% which is assessed in addition to the investment management fees and other operating expenses or contract fees applied to the IncomeFlex Target Fund. This fee reduces the investment returns of the fund and this reduction is reflected in the Market Value. Prudential may change the Guarantee Fee in the future, up to a maximum of 1.5%. Any change will apply to money added to the IncomeFlex Target Fund after the change.

- Administrative Services: Prudential also receives fees and other compensation in connection with the administrative services we provide to your plan, including recordkeeping fees, float, error correction gains (breakage). Additional information regarding Prudential's direct and indirect compensation may be found in Prudential's section 408(b)(2) disclosure.

[1] "Prudential Retirement" means Prudential Retirement Insurance and Annuity Company.

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Disclosures

Investors should consider the fund's investment objectives, risks, charges and expenses before investing. The prospectus, and if available the summary prospectus, contain complete information about the investment options available through your plan. Please call 1-877-778-2100 for a free prospectus and if available, a summary prospectus that contain this and other information about our mutual funds. You should read the prospectus and the summary prospectus, if available carefully before investing. It is possible to lose money when investing in securities.

All investing involves various risks, such as; fixed income (interest rate), default, small cap, international and sector - including the possible loss of principal. Keep in mind that application of asset allocation and diversification concepts does not ensure a profit or protect against loss. It is possible to lose money by investing in securities.

Investing in emerging markets is generally riskier than investing in foreign securities. Emerging-market countries may have unstable governments and/or economies that are subject to sudden change. These changes may be magnified by the countries' emergent financial markets, resulting in significant volatility to investments in these countries. These countries also may lack the legal, business, and social framework to support securities markets.

Fixed income investment (bond) funds are subject to interest rate risk; their value will decline as interest rates rise.

Investing in foreign securities presents certain unique risks not associated with domestic investments, such as currency fluctuation and political and economic changes. This may result in greater share price volatility.

An investment in the money market Fund is not insured or guaranteed by the Federal Deposit Insurance Corporation or any other government agency. Although the Fund seeks to preserve the value of your investment at $1.00 per share, it is possible to lose money by investing in the Fund.

Sector funds are subject to risks within their specific sectors because they concentrate their investments in securities of companies within those industries. Therefore, the prices of these securities can be volatile.

Small and mid sized companies may present greater opportunities for capital appreciation, but may also involve greater risks than larger companies. As a result, the value of stocks issued by these companies may fluctuate more than stocks of larger issuers.

Prudential Retirement's group variable annuity contracts are issued by Prudential Retirement Insurance and Annuity Company (PRIAC), Hartford, CT, a Prudential Financial company.

Shares of the registered mutual funds are offered through Prudential Investment Management Services LLC (PIMS), Newark, NJ, a Prudential Financial company.

The Guaranteed Income Fund (GIF) is a group annuity product issued by Prudential Retirement Insurance and Annuity Company (PRIAC), Hartford, CT 06103. Amounts contributed to the contract are deposited in PRIAC's general account. Payment obligations and the fulfillment of any guarantees specified in the group annuity contract are insurance claims supported by the full faith and credit of PRIAC. PRIAC periodically resets the interest rate credited on contract balances, subject to a minimum rate specified in the group annuity contract. Past interest rates are not indicative of future rates. This product is neither a mutual fund nor a bank product. The obligations of PRIAC are not insured by the FDIC or any other federal governmental agency.

At times Prudential Retirement solicits and/or receives financial support for certain of its conferences from investment advisory firms. Please contact your Prudential Retirement representative for more information.

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Prudential Retirement
Post Office Box 8000
Millville, NJ 08332

Your Company

Your 401(a) Program
January 1, 20XX - March 31, 20XX

Participant Name
Participant Address
City, State, & Zip Code

At Your Service

Visit **www.prudential.com/online/retirement**

1-877-PRU-2100
Hearing Impaired: Call (TDD) 1-877-760-5166

Financial Advisor:
Mr. Smith - 1-800-555-1234
Investment Consultant:
Ms. Doe - 1-800-555-1235

Your email address:

Account Overview

Beginning Value on 01/01/XX	$44,073.12
Additions	1,834.20
Deductions	-10.00
Change in Value	3,610.87
Ending Value on 03/31/XX	**$49,508.19**
Vesting	**100%**
Outstanding loan balance	**$440.47**
My organization's year-to-date contributions	**$1,374.80**

For details, log on to your account at **www.prudential.com/online/retirement**

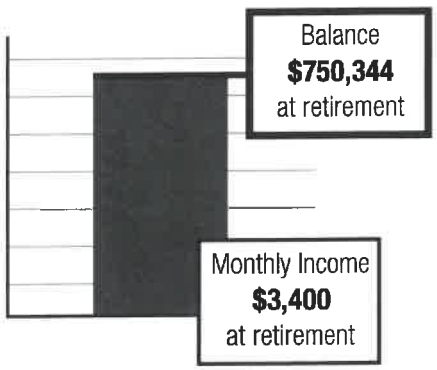
Personal Performance as of 03/31/XX

▲ **+ 1.0%** 01/01 - 03/31

Your personal account performance was calculated using a weighted rate of return based on the level and timing of cash flows in and out of specific investments. For a detailed explanation, please visit us online at **www.prudential.com/prep/personalrate**.

Saving For Retirement as of 03/31

Estimated Retirement Income in future dollars



This estimate is based on your current account balance and assumes that you retire at your plan's normal retirement age, have a standard life expectancy, and assumes that you continue to contribute the same amount each year until you retire. This is an estimate of your potential monthly retirement income that is based on your account balance compounding at x.x% annually and takes into account IRS contribution limits. Please keep in mind this is a hypothetical illustration. It is not intended to represent the performance of your specific investments. **It is possible to lose money by investing in securities.**

News & Important Information

Great News! We've created a quarterly series of internet webinars that provide you convenient and easy access to retirement planning education. Webinars are live meetings delivered directly to you via the Internet.

And remember, you can simplify your life by electing to receive your account documents electronically on Prudential's website at **www.prudential.com/online/retirement**. Simply register online and click eDocuments from the Accounts Home Page.

pru rock-solid eco-smart℠
Produced with the environment in mind.

Prudential

Remember, you can use **www.prudential.com/online/retirement** to access detailed account information such as investment performance (including benchmarks, asset categories and expense ratios), investment allocations, transaction history, contribution detail and much, much more!

Account Activity by Fund from 01/01/XX - 03/31/XX

Fund Name	Beginning Value	Additions & Deductions	Change in Value	Ending Value	Net Expense Ratio (%)
Guaranteed Income	$12,358.12	$91.75	$142.44	$12,592.31	0.15
Core Plus Bond	9,712.16	210.98	578.03	10,501.17	0.42
Large Cap Turner	6,170.74	721.02	1,196.64	8,088.40	0.77
Large Cap LSV	6,166.50	11.10	445.72	6,623.32	0.75
Small Cap Kennedy	2,627.32	89.53	271.53	2,988.38	0.90
Small Cap Essex	2,623.65	107.75	259.54	2,990.94	0.92
Int'l Pictet Asset	4,414.63	592.07	716.97	5,723.67	1.06
Totals	**$44,073.12**	**$1,824.20**	**$3,610.87**	**$49,508.19**	

Non-Investment Fee/Expense & Adjustments

Date	Description	Amount
03/31	Account Fee	$-10.00

GoalMaker Overview

You are enrolled in GoalMaker®.

Model Portfolio: Conservative, 11-15 years with Age Adjustment

Rebalancing Frequency: Quarterly

Next Rebalance Date: 06/30

Important Information:

To help achieve long-term retirement security, you should give careful consideration to the benefits of a well-balanced and diversified investment portfolio. Spreading your assets among different types of investments can help you achieve a favorable rate of return, while minimizing your overall risk of losing money. This is because market or other economic conditions that cause one category of assets, or one particular security, to perform very well often cause another asset category, or another particular security, to perform poorly. If you invest more than 20% of your retirement savings in any one company or industry, your savings may not be properly diversified. Although diversification is not a guarantee against loss, it is an effective strategy to help you manage investment risk.

You should take into account all of your assets, including any retirement savings outside of the plan. No single approach is right for everyone because, among other factors, individuals have different financial goals, different time horizons for meeting their goals, and different tolerances for risk. It is also important to periodically review your investment portfolio, your investment objectives, and the investment options under the plan to help ensure that your retirement savings will meet your retirement goals.

You may also choose to visit the Department of Labor's website at **www.dol.gov/ebsa/investing.html** for additional information on investing and diversification.

Vesting Information has been provided to Prudential and is subject to confirmation. You are always 100% vested in the contributions you make and the earnings on those contributions. For more information on when you may become partially or fully vested, please refer to your Summary Plan Description (SPD).

Additions & Deductions to your account include any contributions, loan grants/repayments, and exchanges in/out, withdrawals, transferred assets, expenses, and adjustments.

Investments: The value of your investment in each fund is calculated at the end of the statement period (number of units/shares held x the unit/share price). Any transactions pending settlement have not been included.

The net expense ratio shown includes the total operating expenses of the funds and the indirect expenses of the funds' underlying portfolios and is shown as an annual percentage. Your investment returns are reduced by various fees and expenses. Depending on the type of investment, these charges may be paid to Prudential or unaffiliated mutual fund complexes or collective bank trusts. Expenses have been reduced pursuant to contractual agreements, subject to change, to waive payment or provide reimbursement of certain otherwise permissible charges. Please review the Fund Fact sheet or prospectus for more information regarding expense ratios.

Non-Investment Fee/Expense & Adjustments reflect any fees, expenses, or adjustments that were deducted from your account during the statement period. This does not include any investment-related fees. For more information on investment fees, please review the Fund Fact Sheets which can be accessed online.

Market Timing: Your plan offers investment options that may be subject to market timing restrictions; therefore, you may be subject to restrictions if you engage in excessive trading activity in those investment fund options. Retirement plan investing is for the long term. A full copy of the policy is provided on an annual basis. In addition, additional information may also be contained in the investment fund prospectus.

Stock Investments: Your plan provides employer stock as an investment option and you may be subject to restrictions that affect your ability to trade employer stock (impacting the amount and timing of your trades).

Self-Directed Accounts: Your plan offers Self-Directed Accounts. You may be subject to restrictions on trading amounts and timing. Your account balance reflects the value reported to Prudential by a third party as of the prior day's close of market and may not necessarily match the balance on your self-directed account statement.

Review & Keep this statement: Your statement contains information and prices provided by third parties. Please review your statement and immediately report any problems to Prudential Retirement. If you fail to notify us within 60 days after receiving this statement, Prudential Retirement will not be obligated to correct past errors. Changes in prices received after the issuance of this statement will be reflected on the next statement. Participants are advised that any oral communications should be re-confirmed in writing to further protect their rights, including rights under the Securities Investor Protection Act.

Prudential Retirement's group annuity contracts are issued by Prudential Retirement Insurance and Annuity Company (PRIAC), Hartford, CT, a Prudential Financial company.

Fund Shares are offered by Prudential Investment Management Services LLC (PIMS), Three Gateway Center, 14th Floor, Newark, NJ 07102-4077. PIMS is a Prudential Financial company.

Information on the holdings of any Prudential Separate Account is available at **www.prudential.com/online/retirement**. You may also contact **1-877-PRU-2100** to request this information.

Prudential
Bring Your Challenges

Sample Plan
Plan Summary

SAMPLE

Presented By: John Smith, Relationship Manager

As Of: December 31, 2017

Report contains information up through the last business day of the period end.

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Section I: Plan Summary

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Plan Summary and Benchmark Trends

Plan Demographics Summary

	7/1/2017-9/30/2017	10/1/2017-12/31/2017
Total Participants*	1,086	1,087
Active Participants	688	690
Terminated Participants	398	396
Suspended Participants	0	1
Average Participant Balanc	$128,455	$133,726
Average Accou t Bala e fo. Active Participants	$122,724	$126,934
Median Participant Bala. e	$52,615	$55,201
Median Participant Balanc Acti Participants	$48,834	$52,548
Participants Age 50 and Over	482	480
Total Assets for Participants Ag 50 a C er	$96,616,839	$99,883,348
Total (Contributions + Rollovers In)	$2,343,991	$2,316,707
Employee Contributions	$1,641,116	$1,269,194
Employer Contributions	$572,178	$860,464
Rollovers In	$130,697	$187,049
Total Distributions	($1 52 82)	($1,735,208)
Percentage of Assets Distributed	0.8	1.2%
Total Participant Balances	$ 9,501,735	$145,360,419

**Participant(s) with an account balance greater than $0.*

Rollovers In is the total dollars credited to participant accounts within the period defined that originated in other qualified retirement plan accounts.

SAMPLE

Plan Features

GoalMaker	9/30/2017	12/31/2017
Plan Assets for Participants in GoalMaker	$18,177,417	$18,357,925
% of Plan Assets for GoalMaker Participants	13.0%	12.6%
# of Participants in GoalMaker	157	156
Participation Rate in GoalMaker	14.5%	14.4%
Prudential % of Participants in GoalMaker - As of 3/31/2017	50.0%	

IncomeFlex	9/ /2017	12/31/2017
% of Plan Assets Invested in IncomeFlex Funds for IncomeFlex Participants	12.7%	12.8%
# of Participants in IncomeFlex	10	10
Participation Rate in IncomeFlex	0.9	0.9%
Prudential % of Participants in IncomeFlex - As of 3/31/2017	5.9%	

Roth	9/30/2017	12 /2017
Roth Assets	$3,707,659	$3 ,631
# of Participants in Roth	143	4
Participation Rate in Roth	13.2%	3.3%
Prudential % of Participants in Roth - As of 3/31/2017	7.1%	

Auto Features	9/30/2017	12/31/2017
% of Contributing Participants in Auto Enrollment Status	24.4%	23.9%
Prudential % of Contributing Participants in Auto Enrollment Status - As of 3/31/2017	31.1%	
% of Contributing Participants in Contribution Accelerator	21.8%	22.8%
Prudential % of Contributing Participants in Contribution Accelerator - As of 3/31/2017	31.7%	

Stable Value	9/30/2017	12/31/2017
Participation Rate in Stable Value	31.5%	31.2%
% of Plan Assets in Stable Value	15.2%	15.1%
Prudential % of Plan Assets in Stable Value - As of 3/31/2017	25.6%	

Participant Activity

Call Center / Website Statistics	7/1/2017 - 9/30/2017	10/1/2017 - 12/31/2017
Total Call Volume	95	114
Total Web Logins	6,772	6,777

Loans	7/1/2017 - 9/30/2017	10/1/2017 - 12/31/2017
Amount of New Loans Taken	$163,596	$246,188
# of New Loans	9	10
# of Outstanding Active Loans	107	100
% of Participants have Outstanding Active Loans	9.9%	9.2%
Prudential % of Participants have Outstanding Active Loans - As of 3/31/2017	14.4%	

Transaction Summary

Transactions	7/1/2017 - 9/30/2017	10/1/2017 - 12/31/2017
Total E ollee	18	15
Contrib n Rate Increases**	113	56
Cor ution Rate Decr es**	31	30
Total Co. ibution R . Chang **	144	86
Number of Parti ants ith Transfers	48	38
Loan Initiations	9	10
Distributions	27	46

*Number of participants that w ere enrolled into the plan w ithin the reporting period. This can include those individuals w ho self enrolled or auto enrolled, if applicable on the plan. Rehires may not be included if their original enrollment date falls outside the reporting period.

**Sum of month over month contribution rate (% and $) changes for the period.

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Benchmark Trends – Plan Features

Plan Features	Your Plan	Prudential Book of Business	Industry Average*	Plan Sponsor Survey 2016**	Plan Sponsor Survey 2017***
Auto Enrollment	Yes	46.8%	59.5%	41.1%	41.7%
Auto Enrollment Default Rate	[illegible]	3% (50.0% of Plans)	45.5%	45.0%	40.9%
Contribution Accelerator	[illegible]	42.9%	62.2%	32.8%	35.3%
GoalMaker®	[illegible]	73.1%	NA	NA	NA
Investment Options	28.0	12.0	17.5	21.3	22.6
IncomeFlex®	Yes	[illegible]	3.3%	3.0%	3.6%
Loans	Yes	[illegible]	81.8%	80.7%	79.3%
Plan Allows Roth	Yes	26.6%	56.8%	62.0%	65.2%
Plan Allows Catch-Up Contributions	Yes	48.0%	[illegible]	NA	NA

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Prudential's Book of Business averages are as of 3/31/2017

External Benchmark Source: **PLANSPONSOR Defined Contribution Annual Survey**

*Annual Survey, 2017 (Industry Specific Results) – Auto Manufacturing

**2016 Annual Survey, 2016 (Overall)

***2017 Annual Survey, 2017 (Overall)

Benchmark Trends – Participant Behavior

Plan Features	Your Plan	Prudential Book of Business	Industry Average*	Plan Sponsor Survey 2016**	Plan Sponsor Survey 2017***
Participation Rate	80.6%	70.3%	74.1%	77.1%	78.5%
Average Contribution Rate (%)	9.6%	7.2%	6.1%	6.4%	6.6%
Average Account Balance	$13 726	$62,396	$71,680	$86,326	$87,038
Median Account Balance	,201	$59,272	$52,400	$68,316	$65,000
% of Plan Assets in Stable Value	15.1%	25.6%	NA	NA	NA
% of Plan Assets in Day One Funds	0.1%	1	NA	NA	NA
Average # of Funds Held	4.4	5.9	5.0	5.2	5.3
% of 55+ participants utilizing IncomeFlex	0.4%	9.6%	NA	NA	NA
% of participants utilizing GoalMaker	14.4%	50.0%	NA	NA	NA
% of participants have outstanding active loans	9.2%	14.4%	22.9%	14.3%	13.7%
Average Loan Balance	$13,763	$7,218	$8,302	$8,860	$9,495

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External Benchmark Source: **PLANSPONSOR Defined Contribution Annual Survey**

*Annual Survey, 2017 (Industry Specific Results) – Auto Manufacturing

**2016 Annual Survey, 2016 (Overall)

***2017 Annual Survey, 2017 (Overall)

Asset Allocation/Net Activity By Age

October 1, 2017 to December 31, 2017

	Less than 25	25-34	35-44	45-54	55-64	65+	Total
Total Participant Balances	$142,412	$4,999,982	$17,602,721	$56,220,255	$55,993,487	$10,401,562	$145,360,419
% Assets	0.1%	3.4%	12.1%	38.7%	38.5%	7.2%	100.0%
Average Contribution Rate (%)	7.8%	7.5%	9.1%	10.5%	11.9%	10.4%	9.6%
Prudential Avg. Contribution Rate (%) as of 3/31/2017	*4.1%*	*5.6%*	*6.4%*	*7.7%*	*9.3%*	*11.1%*	*7.2%*
Contributions	$35,527	$447,598	$558,649	$747,439	$330,023	$10,422	$2,129,658
Rollovers In*	$0	$0	$0	$187,049	$0	$0	$187,049
Total (Contributions + Rollovers In)	$35,527	$447,598	$558,649	$934,488	$330,023	$10,422	$2,316,707
Cash Distributions	$0	($730)	($16,708)	($67,682)	($189,053)	($84,315)	($358,488)
Rollovers Out	$0	($107,246)	$0	($124,844)	($1,073,955)	($70,676)	($1,376,720)
Total (Cash Distributions + Rollovers Out)	$0	($107,976)	($16,708)	($192,526)	($1,263,007)	($154,991)	($1,735,208)
Net Activity	$35,527	($539,618)	$541,941	$741,962	($932,984)	($144,569)	$581,499
Total Participants	21	186	240	354	237	49	1,087
Average Account Balance	$6,782	$26,882	$73,345	$158,814	$236,259	$212,277	$133,726
Median Account Balance	$5,293	$23,200	$41,501	$83,787	$119,256	$126,959	$55,201
Prudential Avg. Account Balance as of 3/31/2017	*$2,657*	*$13,762*	*$38,919*	*$73,984*	*$102,100*	*$109,877*	*$62,396*

*Rollovers In is the total dollars credited to participant accounts within the period defined that originated in other qualified retirement plan accounts.

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Retirement Readiness

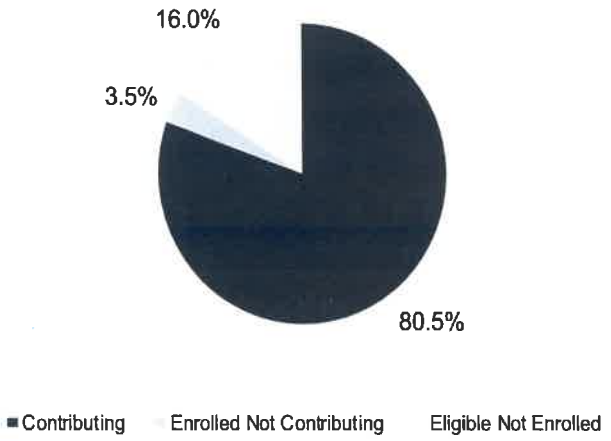
Participation Rate

As of December 31, 2017

	9/30/2017	12/31/2017
Total Eligible To Contribute Population	**836**	**838**
Contributing (A)	673	675
Enrolled Not Contributing (B)	29	29
Eligible Not Enrolled (C)	134	134

	9/30/2017	12/31/2017
Participation Rate *	**80.5%**	**80.6%**
Prudential Book of Business 3/31/2017	*70.3%*	
Plan Sponsor Survey 2017 - National Average	*78.5%*	

** Participation Rate is calculated by A/(A+B+C)*



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Definitions:

Contributing – Count of participants who are active/eligible and have a contribution rate (%) or amount ($) greater than zero (as of close of business on the last business day of the period).

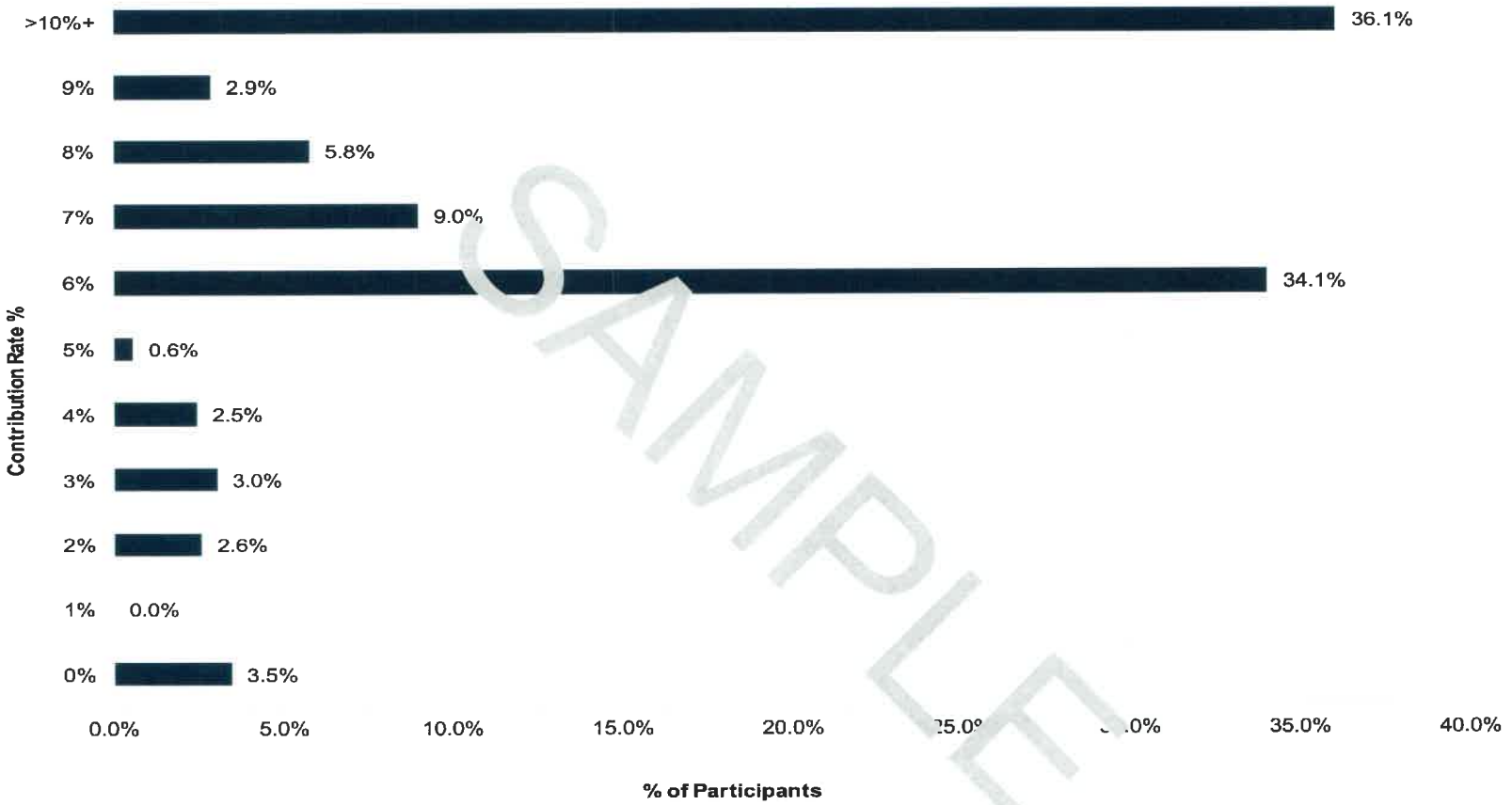
Enrolled Not Contributing – An individual who is enrolled in the plan, but does not have a contribution rate (%, $) greater than zero (as of close of business on the last business day of the period).

Eligible Not Enrolled – An individual who meets the requirements to join the plan, but has not enrolled in the plan (as of close of business on the last business day of the period).

Due to rounding, pie chart may not equal 100%

Employee Contribution Rate (%)

As of December 31, 2017



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3.5% of participants have no employee contributions

8.7% of contributing participants are not at the full company match

87.8% of participants are contributing at the full company match or more

Auto Enrollment default rate equals 6.0%, of which 34.1% of participants are contributing.

Employee contribution rate (%) produced for active participants with balance as of 12/31/2017, including active participants with a balance that are not contributing into the plan. Excludes terminated participants, zero balance participants, and flat dollar contributions (if applicable on the plan). Company match data is as of the report run date, not the report end date displayed above.

Due to rounding, bar graph may not equal 100%

Retirement Income Calculator (RIC) Analysis

10/1/2017 - 12/31/2017	
Total Retirement Income Calculator Completions	99
Unique Completions	92
Contribution Rate Increase	24

Since Inception for Currently Active Participants as of 12/31/2017	
Average Balance, RIC Participant	$166,361
Average Balance, Non-RIC Participant	$67,193
Average Contribution Rate, RIC Participant	10.36%
Average Contribution Rate, Non-RIC Participant	8.34%
Total Count of Participants with a RIC Gap	223
Average RIC Gap	$13,369
Total Count of Participants with a RIC Surplus	192
Average RIC Surplus	$3,012
Average Income Replacement, RIC Participant	77%
Average Income Replacement, Non-RIC Participant	%

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Total Retirement Income Calculator Completions - Number of RIC completions for the given time period. If a single participant completes the RIC multiple times within the given time period, they would be counted multiple times.
Unique Completions: Total number of unique active/eligibles that completed the retirement income calculator during the reporting period
Contribution Rate Increases: Total number of active/eligibles that completed the retirement income calculator and increased their contribution rate.
Average Balance RIC Participant - For participants who have a balance greater than $0 that have previously completed the RIC - The total balance of active participants divided by the total count of active participants
Average Balance Non-RIC Participant - For participants who have a balance greater than $0 that have NOT previously completed the RIC - The total balance of active participants divided by the total count of active participants
Average Contribution Rate RIC Participant - For participants who have completed the RIC - The total of all contribution rates (%) for active participants who have completed the RIC divided by the number of active participants that have completed the RIC who have non-zero contribution rates.
Average Contribution Rate Non RIC Participant - For participants who have NOT completed the RIC - The total of all contribution rates (%) for active participants who have completed the RIC divided by the number of active participants that have completed the RIC who have non-zero contribution rates.
Average Income Replacement, RIC Participant - Calculated by summing the income replacement percentages of all active, eligible & suspended participants who have completed the RIC divided by the total count of all those active, eligible & suspended participants that have completed the RIC. Individuals not enrolled in the plan are excluded from the calculation.
Average Income Replacement, Non- RIC Participant - Calculated by summing the income replacement percentages of all active, eligible & suspended participants who have not completed the RIC divided by the total count of all those active, eligible & suspended participants that have completed the RIC. Individuals not enrolled in the plan are excluded from the calculation.
Participant - An individual who has enrolled in the plan and has a non-zero account balance.

IncomeFlex Participation

As Of 12/31/2017	<=44	45-54	55-64	Grand Total
Participants Enrolled in IncomeFlex	4	5	1	10

IncomeFlex Assets

As of 12/31/2017, the participants invested in I com Flex have 12.8% of their total plan assets in the e fu ds, with an average balance of $8,011.

IncomeFlex Utilization

During the period of 10/1/2017 to 12/31/2017, the IncomeFlex participation rate was 0.9%.

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Auto Features (1 of 2)

As of December 31, 2017

Auto Features	As of 12/31/2017 # of Participants	% of Contributing Participants	Prudential % of Contributing Participants*
Number of Participants in Auto Enrollment status as of Reporting End Date	161	23.9%	31.1%
Number of Participants in both Auto Enrollment & Contribution Accelerator as of Reporting End Date	61	9.0%	22.0%
Number of Participants in Contribution Accelerator program as of Reporting End Date	154	22.8%	31.7%
Contribution Increment of 1%	147	21.8%	N/A
Contribution Increment of 2%	6	0.9%	N/A
Contribution Increment of >= 3%	1	0.1%	N/A

**Prudential Book of Business as of 3/31/2017*

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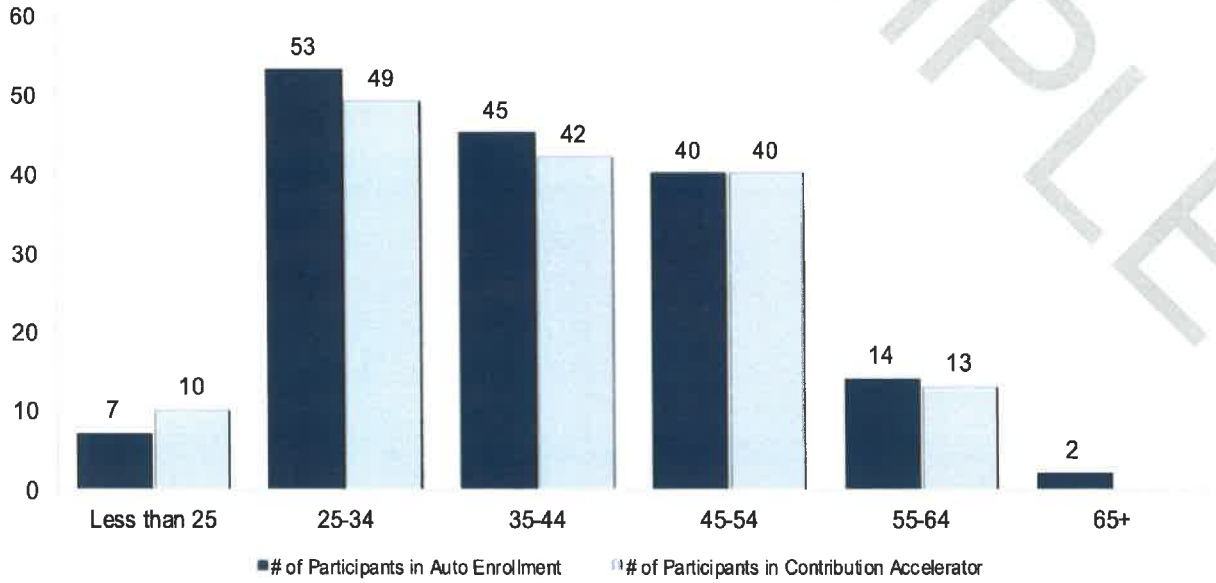

As of December 31, 2017:

8.3%

average contribution rate(%) for participants in Contribution Accelerator

9.9%

average contribution rate(%) for participants not in Contribution Accelerator

Auto Features (2 of 2)

Auto Features	10/1/2017 - 12/31/2017
Auto-Enrollment	
Number of Participants That Auto Enrolled During the Reporting Period	10
Number of Auto Enrolled Participants That Changed One of the Auto Enrollment Default Options	8
Number of Auto Enrolled Participants Who Stopped Participating During the Reporting Period	0
Number of Participants that Declined Auto Enrollment During the Reporting Period	0
Contribution Accelerator	
Number of Participants Enrolled Into Contribution Accelerator During the Reporting Period	12
Number of Participants That Declined Contribution Accelerator During the Reporting Period	6
Number of Participants Enrolled Into Contribution Accelerator During the Reporting Period and Still Remain in the Program	11
Defaulted Into Contribution Accelerator	9
Opted Into Contribution Accelerator	2
Opted Into Contribution Accelerator at 1% Contribution Increment	2
Opted Into Contribution Accelerator at >1% Contribution Increment	0

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Number of Participants in both Auto Enrollment & Contribution Accelerator as of Reporting End Date: Total number of participants with an auto enrollment date as of end of reporting period, did not decline auto enrollment, and did not change any of their default options. In addition, these participants were enrolled or defaulted into Contribution Accelerator and still remain in the program as of the reporting end date.

Number of Participants in Auto Enrollment Status: Total number of participants with an auto enrollment date as of end of reporting period, did not decline auto enrollment , and did not change any of their default options.

Number of Participants That Were Auto Enrolled During the Reporting Period: Participants with an auto enrollment date between the beginning and end date of the reporting period. If a participant later declined auto enrollment or made a change to their default option(s), the participant is still included in this count because their auto enrollment date is within the reporting period.

Auto Enrollment Default Options: A pre-selected set of choices made for the participant by the plan (contribution rate, investment(s), and asset allocation).

Number of Auto Enrolled Participants Who Stopped Participating: Total number of individuals who were previously auto enrolled, but decided to set their contribution rate to 0% during the reporting period.

Number of Auto Enrollment Declines: Total number of individuals who are active/eligible, but declined from being automatically enrolled into the Plan during the reporting period.

Number of Contribution Accelerator Declines: Total number of individuals who are active/eligible, but declined from having their contribution rate automatically increased. This could include new enrollees or those who were previously enrolled in Contribution Accelerator at one time. For Opt-In Plans, this would also include participants who made a contribution rate change via Participant Website ar ided not to select the "Activate" Contribution Accelerator prompt upon making th tribution rate change.

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Plan Activity

Contributions by Fund

Investment Option	7/1/2017 - 9/30/2017	%	10/1/2017 - 12/31/2017	%	Change	%
AMERICAN FUNDS EUROPACIFIC GROWTH R5	$217,906	9.9%	$192,921	9.1%	($24,985)	-11.5%
VANGUARD TARGET RETIREMENT 2030 INV	$164,222	7.4%	$163,817	7.7%	($404)	-0.2%
VANGUARD TARGET RETIREMENT 2045 INV	$111,057	5.0%	$149,086	7.0%	$38,029	34.2%
FIDELITY 500 INDEX INVESTOR	$159,924	7.2%	$147,547	6.9%	($12,377)	-7.7%
VANGUARD TARGET RETIREMENT 2040 INV	$142,794	6.5%	$147,291	6.9%	$4,497	3.1%
VANGUARD TARGET RETIREMENT 2050 INV	$100,157	4.5%	$139,887	6.6%	$39,730	39.7%
PIONEER FUNDAMENTAL GROWTH Y	$1[illegible]81	7.2%	$137,946	6.5%	($20,835)	-13.1%
PRUDENTIAL STABLE VALUE FUND	$168,2[illegible]	7.6%	$125,430	5.9%	($42,856)	-25.5%
VANGUARD TARGET RETIREMENT 2035 INV	$123,[illegible]	5.6%	$118,443	5.6%	($4,651)	-3.8%
INVESCO DIVERSIFIED DIVIDEND R6	26,048	5.7%	$107,251	5.0%	($18,797)	-14.9%
VANGUARD TARGET RETIREMENT 2055 INV	55,461	2.5%	$80,871	3.8%	$25,410	45.8%
VANGUARD TARGET RETIREMENT 2025 INV	$72,50[illegible]	3.3%	$73,673	3.5%	$1,170	1.6%
JHANCOCK DISCIPLINED VALUE MID CAP R6	[illegible]	3.6%	$73,334	3.4%	($6,488)	-8.1%
METROPOLITAN WEST TOTAL RETURN BD I	$87,053	3.9%	$69,137	3.3%	($17,916)	-20.6%
ARTISAN MID CAP INSTITUTIONAL	$76,235	3[illegible]	$65,154	3.1%	($11,081)	-14.5%
VANGUARD TARGET RETIREMENT 2020 INV	$43,770	[illegible]%	$49,352	2.3%	$5,582	12.8%
JANUS HENDERSON TRITON T	$51,911	2.4[illegible]	[illegible]47,337	2.2%	($4,574)	-8.8%
DELAWARE SMALL CAP VALUE INSTL	$51,565	2[illegible]	$43,554	2.1%	($8,011)	-15.5%
VANGUARD MID CAP INDEX ADMIRAL	$43,085	[illegible]	$[illegible]	1.9%	($3,324)	-7.7%
NEUBERGER BERMAN GENESIS INSTL	$49,575	2.2%	[illegible]5,537	1.7%	($14,039)	-28.3%
VIRTUS DUFF & PHELPS REAL ESTATE SECS I	$38,125	1.7%	[illegible]27,620	1.3%	($10,504)	-27.6%
VANGUARD TARGET RETIREMENT 2060 INV	$18,298	0.8%	$[illegible]97	1.2%	$6,399	35.0%
FIDELITY PURITAN	$22,506	1.0%	$24,188	1.1%	$1,682	7.5%
TEMPLETON GLOBAL BOND ADV	$26,251	1.2%	$21,139	1.0%	($5,112)	-19.5%
VANGUARD TARGET RETIREMENT INCOME INV	$14,607	0.7%	$14,205	0.7%	($402)	-2.8%
VANGUARD TARGET RETIREMENT 2015 INV	$7,611	0.3%	$6,[illegible]	0.3%	($973)	-12.8%
PRUDENTIAL DAY ONE INCOMEFLEX TARGET BALANCED FUND	$1,908	0.1%	$3,843	0.2%	$1,936	101.5%
VANGUARD TARGET RETIREMENT 2010 INV	$740	0.0%	$0	0[illegible]	($740)	-100.0%
Total Assets Contributed	$2,213,295	100.0%	$2,129,658	[illegible].0%	($83,637)	-3.8%

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Interfund Transfers

10/1/2017 to 12/31/2017

Investment Option	IN	OUT	NET
PRUDENTIAL STABLE VALUE FUND	$1,487,141	($780,826)	$706,315
VANGUARD TARGET RETIREMENT 2025 INV	$173,004	($4,065)	$168,939
JANUS HENDERSON TRITON T	$165,708	($28,922)	$136,786
VANGUARD TARGET RETIREMENT 2040 INV	$67,304	$0	$67,304
TEMPLETON GLOBAL BOND ADV	$60,079	($3,391)	$56,688
VANGUARD TARGET RETIREMENT 2060 INV	$54,950	$0	$54,950
PIONEER FUNDAMENTAL GROWTH Y	$97,240	($65,146)	$32,095
VANGUARD MID CAP INDEX ADMIRAL	$37,288	($16,947)	$20,341
DELAWARE SMALL CAP VALUE INSTL	[illegible]	($33,495)	$15,165
VANGUARD TARGET RETIREMENT 2055 INV	$0	($8,619)	($8,619)
VANGUARD TARGET RETIREMENT 2050 INV	$0	($9,441)	($9,441)
SELF DIRECTED BROKERAGE ACCOUNT	$0	($16,408)	($16,408)
METROPOLITAN WEST TOTAL RETURN BD I	$[illegible]24	($[illegible],978)	($29,154)
VANGUARD TARGET RETIREMENT INCOME INV	[illegible],614	([illegible]289)	($30,675)
AMERICAN FUNDS EUROPACIFIC GROWTH R5	$187,[illegible]	($[illegible],428)	($33,946)
VANGUARD TARGET RETIREMENT 2020 INV	$[illegible],083	42,707)	($37,624)
NEUBERGER BERMAN GENESIS INSTL	$141,960	,184,293)	($42,333)
VANGUARD TARGET RETIREMENT 2045 INV	$1,923	($50,7[illegible]	($48,866)
ARTISAN MID CAP INSTITUTIONAL	$16,893	($[illegible]73)	($56,480)
JHANCOCK DISCIPLINED VALUE MID CAP R6	$125,220	86,748[illegible]	([illegible]
VANGUARD TARGET RETIREMENT 2030 INV	$86,454	($181,0[illegible]	($[illegible]80)
VANGUARD TARGET RETIREMENT 2035 INV	$98	($117,[illegible]	16,975)
FIDELITY 500 INDEX INVESTOR	$395,740	($520,033)	($124,2[illegible]
INVESCO DIVERSIFIED DIVIDEND R6	$13,040	($178,472)	($1[illegible]
FIDELITY PURITAN	$44,526	($233,309)	88,782)
VIRTUS DUFF & PHELPS REAL ESTATE SECS I	$13,378	($206,826)	($193,448)
TOTAL	$3,438,611	($3,438,611)	$0

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Participant Distribution Statistics

	Amount of Withdrawals Taken				# of Withdrawals			
Distribution Type	7/1/2017 - 9/30/2017	10/1/2017 - 12/31/2017	Change	% Change	7/1/2017 - 9/30/2017	10/1/2017 - 12/31/2017	Change	% Change
Termination	$648,921	$1,569,365	$920,444	142%	9	20	11	122%
In-Service Withdrawal	$368,400	$31,341	($337,058)	-91%	3	4	1	33%
QDRO	$72,250	$17,748	($54,502)	-75%	1	2	1	100%
Installment Payment	$40,062	$40,062	$0	0%	12	12	0	0%
Required Minimum Distribution	$0	$69,461	$69,461	n/a	0	6	6	n/a
Death Distribution	$22,849	[illegible]6,500	($16,349)	-72%	2	1	(1)	-50%
Hardship Withdrawal	$0	[illegible]30	$730	n/a	0	1	1	n/a
Grand Total	**$1,152 [illegible]2**	**[illegible]1,73 [illegible]08**	**$582,726**	**51%**	**27**	**46**	**19**	**70%**

	10/1/2017 - [illegible]/201					
	Amount of Withdrawals Taken			# of Withdrawals		
Distribution Sub-Type	Age < 50	Age >= 50	Total	A[illegible] < 50	Age >= 50	Total
Rollover	$212,126	$1,164,594	$1,376,720	4	7	11
Cash	$17,438	$341,050	$358,488	3	32	35
Grand Total	**$229,564**	**$1,505,644**	**$1,735,208**	7	39	46

Termination - A withdrawal that is taken when the participant is active and terminating from employment or is already in a 'Ter[illegible]ated' stat[illegible]

In-Service Withdrawal - A distribution that is taken while the participant is still active, before termination from employment.

QDRO - Distribution taken by the recipient of a QDRO. This could include required minimum distributions, installment payments, etc.

Installment Payment - An installment distribution is a payment option that disburses funds over time (i.e. monthly, quarterly, yearly).

Required Minimum Distribution - Minimum amounts that a participant must withdraw annually upon reaching a certain age or retirement. This would exclude any beneficiary or QDRO accounts.

Death Distribution - Distribution taken by a beneficiary. This could include required minimum distributions, installment payments, etc.

Hardship Withdrawal - A distribution which is requested by a participant because of an immediate and heavy financial need that cannot be satisfied from other resources.

SAMPLE

Loan Activity

As of 12/31/2017

Average loan balance is $13,763

Prudential Book of Business Average is $7,218 as of 3/31/2017

9.2% of participants have outstanding active loans

14.4% Prudential Book of Business Average as of 3/31/2017

% of Participants With Withdrawal Activity

10/1/2017 - 12/31/2017

0.9% initiated a new loan

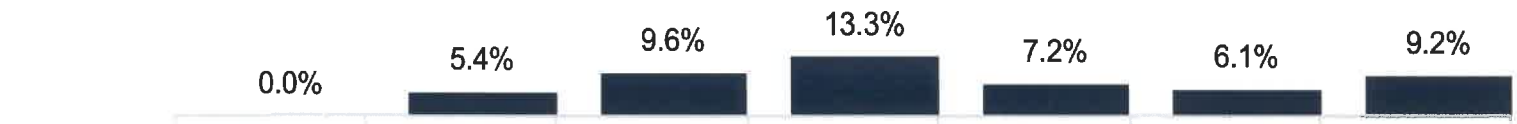
0.1% initiated Hardship Withdrawal

0.3% initiated In-Service Withdrawal

SAMPLE

Loan Utilization

By Participant Age



	<25	25-34	35-44	45-54	55-64	65+	Overall
Participants*	21	186	240	354	237	49	1,087
w/Loan	0	10	23	47	17	3	100

**Includes all participant statuses with balance > $0.*

Participant Loan Statistics

	Amount of Loans Taken				# of Active Loans			
Loan Initiations	7/1/2017-9/30/2017	10/1/2017-12/31/2017	Change	% Change	as of 9/30/2017	as of 12/31/2017	Change	% Change
General Purpose	$163,596	$213,575	$49,979	31%	89	85	(4)	(4%)
Residential	$0	$32,613	$32,613	0%	18	15	(3)	(17%)
Grand Total	**$163,596**	**$246,188**	**$82,592**	**50%**	**107**	**100**	**(7)**	**(7%)**

	7/1/2017-9/30/2017	10/1/2017-12/31/201
# of Outstanding Active Loans	107	100
# of New Loans	9	10
Average Loan Balance	$12,404	$13,763
Total Outstanding Loan Balance	$1,327,179	$1,376,339

SAMPLE

Participant Transaction Statistics

	1/1/2017 - 3/31/2017	4/1/2017 - 6/30/2017	7/1/2017 - 9/30/2017	10/1/2017 - 12/31/2017
Call Center				
Unique Callers	54	46	51	67
Total Call Volume	90	79	95	114
Participant Website				
Unique Web Logins	615	575	589	597
Total Web Logins	7,970	7,653	6,722	6,777

Call Center Reason Category	1/1/2017 - 3/31/2017	4/1/2017 - 6/30/2017	7/1/2017 - 9/30/2017	10/1/2017 - 12/31/2017
Account Explanations	34	[illegible]	15	28
Allocations and Exchanges	0	[illegible]	3	1
Contributions	2	2	2	4
Disbursements	22	3	39	44
Enrollments	0	2	[illegible]	0
Forms	0	0	[illegible]	0
Fund Information	2	1	1	0
Hardships	0	0	[illegible]	2
IFX	0	0	0	[illegible]
IVR or Web Assistance	10	8	10	[illegible]
Loans	17	12	18	12
Payment Questions	0	0	0	0
Plan Explanations	0	1	1	1
Status of Research	0	1	1	2
Tax Information	0	0	0	0
Website Processing	3	3	4	6
Total	90	79	95	114

SAMPLE

Definitions:

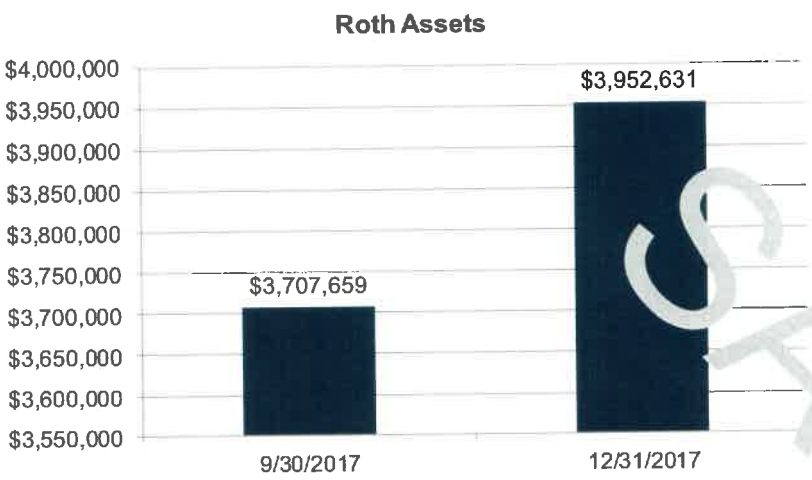
Unique Callers – The number of individuals that spoke to a Participant Service Center Representative during the reporting period (e.g., If the same individual called five times during the reporting period, they would only be counted once).

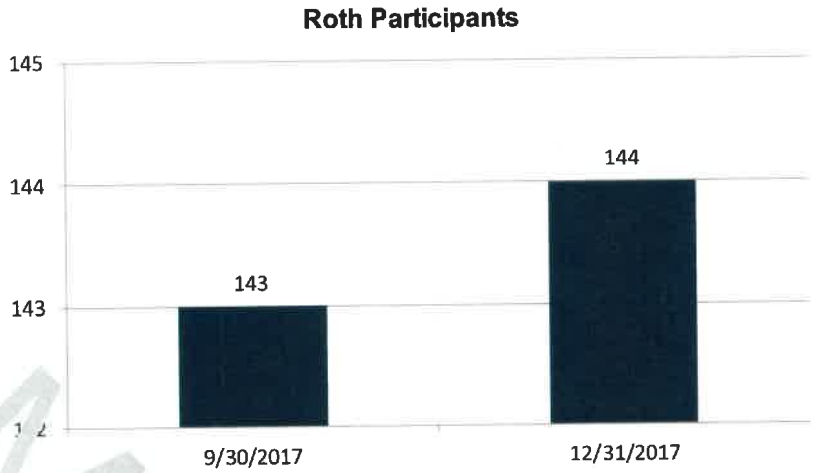
Total Call Volume – The number of calls to a Participant Service Center Representative during the reporting period (e.g., If the same individual called five times during the reporting period, they would be counted five times).

Unique Web Logins – The number of individuals that logged into the Participant Website during the reporting period (e.g., If the same individual logged-in five times during the reporting period, they would only be counted once).

Total Web Logins – The number of logins to the Participant Website during the reporting period (e.g., If the same individual logged-in five times during the reporting period, they would be counted five times).

Roth Summary





SAMPLE

	9/30/2017	12/31/2017
Roth Assets	$3,707,659	$3,952,631
# of Participants in Roth	143	144
Partcipation Rate in Roth	13.2%	13.3%
Prudential % of Participants in Roth - As of 3/31/2017	7.1%	

SAMPLE

Investment Diversification

Assets by Asset Class and Age
as of December 31, 2017

Asset Allocation Trends

Asset Class	Your Plan Assets as of 12/31/2017	Your Plan % as of 12/31/2017
Stable Value	$21,883,461	15.1%
Fixed Income	$7,066,152	4.9%
Retirement Income	$80,109	0.1%
Balanced	$39,407,174	27.1%
Large Cap Stock	$35,901,494	24.7%
Mid Cap Stock	$18,230,419	12.5%
Small Cap Stock	$6,740,908	4.6%
International Stock	$12,873,648	8.9%
Other - Self Directed	$1,067,889	0.7%
Specialty - Real Estate	$2,109,165	1.5%
Total Participant Balances	$145,360,419	100.0%

Fund Utilization By Age
as of December 31, 2017

	Less than 25	25-34	35-44	45-54	55-64	65+	Total
Participants Invested in Only One Fund	14	[illegible]	115	105	65	13	415
Average # of Funds per Participant	2.0	3.6	[illegible]	4.8	4.9	3.9	4.4
Prudential Participants Avg. # of Funds per Participant as of 3/31/2017	*6.5*	*6.5*	*6.2*	*5.9*	*5.6*	*4.2*	*5.9*
% of Plan Assets in Stable Value	1.4%	3.1%	3.2%	9.0%	22.2%	35.5%	15.1%
Prudential % of Plan Assets in Stable Value as of 3/31/2017	*9.4%*	*9.1%*	*11.4%*	*17.3%*	*30.1%*	*48.3%*	*25.6%*
Self Directed Brokerage # of Participants	0	0	3	5	6	0	14

SAMPLE

Utilization by Fund

as of December 31, 2017

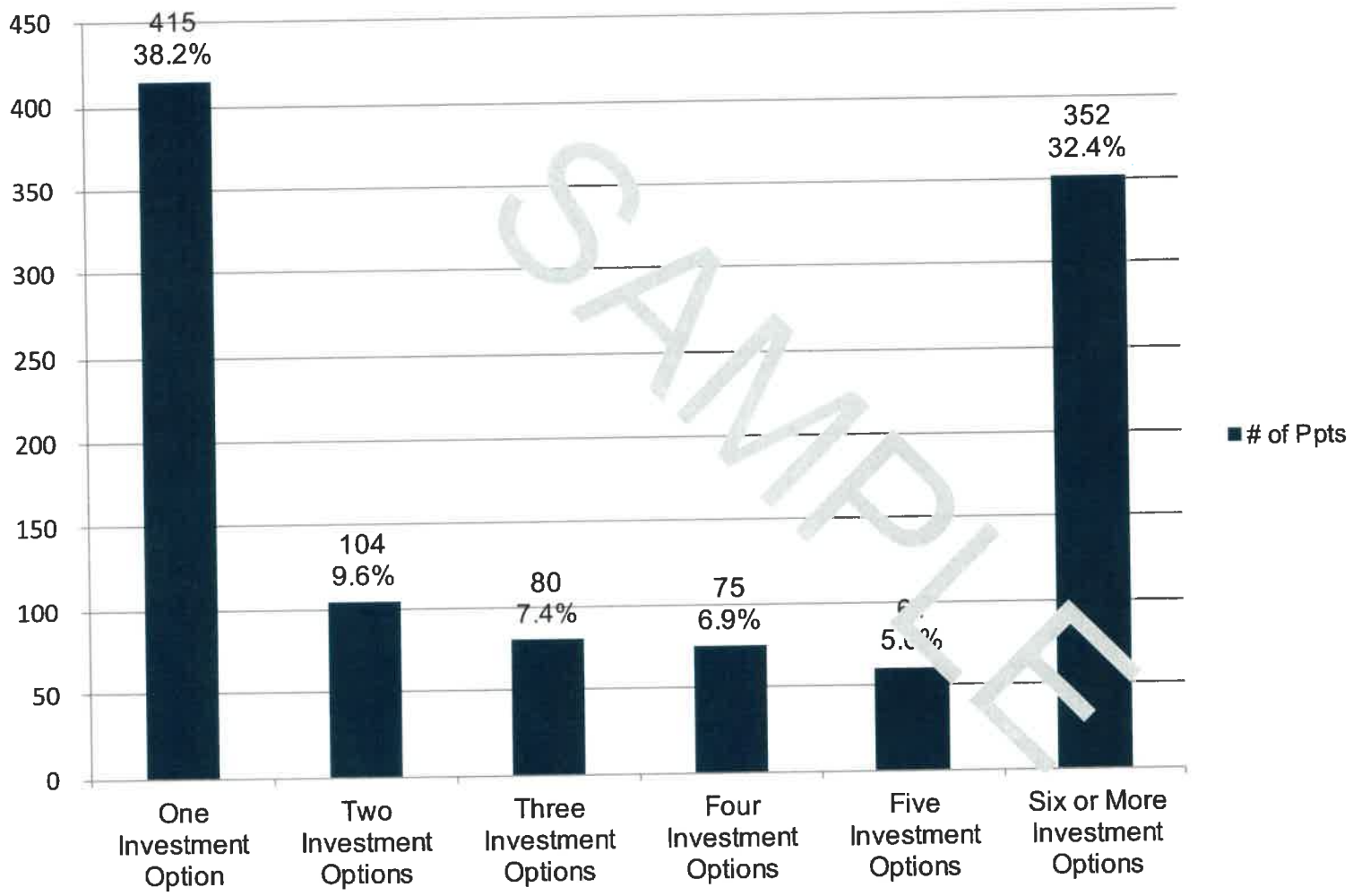
Fund Name	Balance	# of Ppts	Ppts Using as Sole Investment
PRUDENTIAL STABLE VALUE FUND	$21,883,461	339	35
FIDELITY 500 INDEX INVESTOR	$18,788,822	307	9
AMERICAN FUNDS EUROPACIFIC GROWTH R5	$12,873,648	391	0
PIONEER FUNDAMENTAL GROWTH Y	$10,203,077	355	0
VANGUARD TARGET RETIREMENT 2030 INV	$7,729,925	142	48
INVESCO DIVERSIFIED DIVIDEND R6	[illegible],909,595	270	1
VANGUARD TARGET RETIREMENT 2040 INV	[illegible],209,241	122	54
METROPOLITAN WEST TOTAL RETURN BD I	$5,637,885	238	1
ARTISAN MID CAP INSTITUTIONAL	$5[illegible]	318	0
JHANCOCK DISCIPLINED VALUE MID CAP R6	[illegible]900,5[illegible]	302	0
VANGUARD TARGET RETIREMENT 2025 INV	$4,[illegible]4	65	31
VANGUARD TARGET RETIREMENT 2035 INV	$4,4[illegible]210	82	44
NEUBERGER BERMAN GENESIS INSTL	$4,[illegible],41[illegible]	292	3
FIDELITY PURITAN	$4,227,[illegible]8	[illegible]	1
VANGUARD TARGET RETIREMENT 2020 INV	$3,832,147	[illegible]	11
VANGUARD MID CAP INDEX ADMIRAL	$3,775,149	118	1
JANUS HENDERSON TRITON T	$3,716,251	29	1
VANGUARD TARGET RETIREMENT 2045 INV	$3,201,846	[illegible]7	56
DELAWARE SMALL CAP VALUE INSTL	$3,024,657	270	0
VIRTUS DUFF & PHELPS REAL ESTATE SECS I	$2,109,165	122	0
VANGUARD TARGET RETIREMENT 2050 INV	$1,837,426	85	60
VANGUARD TARGET RETIREMENT INCOME INV	$1,439,464	83	2
TEMPLETON GLOBAL BOND ADV	$1,428,267	151	[illegible]
SELF DIRECTED BROKERAGE ACCOUNT	$1,067,889	14	1
VANGUARD TARGET RETIREMENT 2015 INV	$739,183	17	[illegible]
VANGUARD TARGET RETIREMENT 2055 INV	$628,140	50	35
VANGUARD TARGET RETIREMENT 2060 INV	$218,541	22	14
PRUDENTIAL DAY ONE INCOMEFLEX TARGET BALANCED FUND	$80,109	10	0
Total	$145,360,419		

SAMPLE

*The funds in **bold** type denote inclusion in the GoalMaker® product.*

Investment Utilization

as of December 31, 2017



SAMPLE

Due to rounding, bar graph may not equal 100%

GoalMaker® Participation

as of 12/31/2017

	3/31/2017	6/30/2017	9/30/2017	12/31/2017
Plan Assets for Participants in GoalMaker	$16,244,663	$17,119,623	$18,177,417	$18,357,925
# of Participants in GoalMaker	151	153	157	156
Participation Rate in GoalMaker	14.3%	14.3%	14.5%	14.4%
% of Plan Assets for GoalMaker Participants	12.5%	12.8%	13.0%	12.6%

Prudential Book of Business For Plans Offering GoalM ker As o 3/31/2017

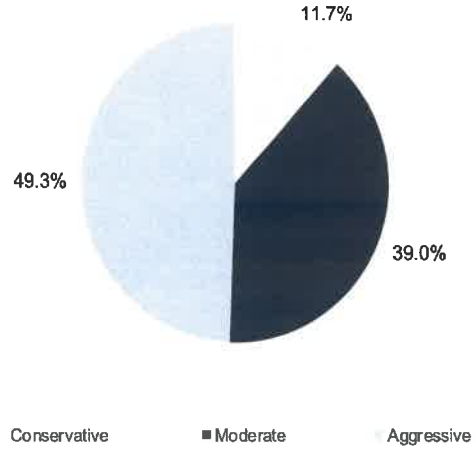
The participation rate in GoalMaker is 50.0%.

The percentage of plan assets for GoalMaker participants is 2

Participant Age Range	Conservative		Moderate		Aggressive		Total
	Active/Suspended	Terminated	Active/Suspended	Term ed	Act pended	Terminated	
Less than 25	0	0	1	0	0	0	1
25-34	4	1	16	2	19	1	43
35-44	2	0	10	1	2	2	38
45-54	6	0	24	1	19	5	55
55-64	1	1	4	5	4	3	18
65+	0	1	0	0			1
Total	13	3	55	9	65	1	156

Participant Age Range	Conservative		Moderate		Aggressive		Total
	Active/Suspended	Terminated	Active/Suspended	Terminated	Active/Suspended	Term ed	
Less than 25	$0	$0	$16,386	$0	$0	$0	$16
25-34	$174,336	$22,695	$643,234	$79,986	$759,507	$17,85	$1
35-44	$47,750	$0	$698,633	$25,691	$2,210,988	$159,833	,142,896
45-54	$635,180	$0	$3,527,338	$43,918	$4,752,623	$516,670	$ 5,729
55-64	$938,793	$177,624	$983,018	$1,135,796	$571,171	$65,864	$3,87
65+	$0	$152,998	$0	$0	$0	$0	$152,998
Total	$1,796,060	$353,317	$5,868,610	$1,285,392	$8,294,290	$760,257	$18,357,925

Percentage of Assets by GoalMaker® Participation Portfolio - As of 12/31/2017



10.1%

average contribution rate (%) for active GoalMaker participants

Due to rounding, pie chart may not equal 100%

3.1 Years

average length of time GoalMaker participants have been enrolled in GoalMaker

14.3%

GoalMaker participation rate for those who actively elected GoalMaker

SAMPLE

GoalMaker® Participation – Default vs Non-Default Investor

Default Investor

	3/31/2017	6/30/2017	9/30/2017	12/31/2017
Plan Assets for Participants in GoalMaker	$87,721	$87,852	$96,106	$107,601
# of Participants in GoalMaker	1	1	1	1
Participation Rate in GoalMaker	.1%	0.1%	0.1%	0.1%
% of Plan Assets for GoalMaker Participants	1%	0.1%	0.1%	0.1%

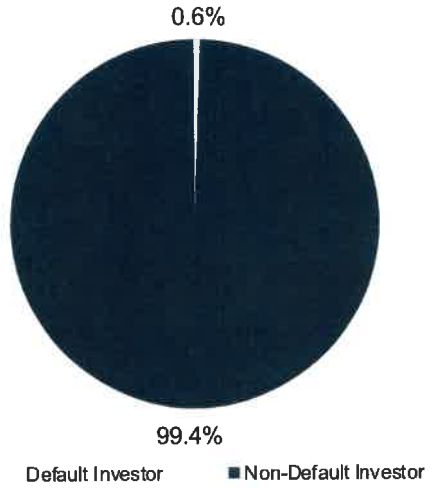
Non-Default Investor

	3/31/2017	6/30/2017	9/30/2017	12/31/2017
Plan Assets for Participants in GoalMaker	$16,156,942	$17,031,771	$18,081,311	$18,250,324
# of Participants in GoalMaker	150	152	156	155
Participation Rate in GoalMaker	14.2%	14.3%	14.4%	14.3%
% of Plan Assets for GoalMaker Participants	12.4%	12.7%	13.0%	12.6%

Total

	3/31/2017	6/30/2017	9/30/2017	12/31/2017
Plan Assets for Participants in GoalMaker	$16,244,663	$17,119,623	$18,177,417	$18,350,925
# of Participants in GoalMaker	151	153	157	156
Participation Rate in GoalMaker	14.3%	14.3%	14.5%	14.4%
% of Plan Assets for GoalMaker Participants	12.5%	12.8%	13.0%	12.6%

Percentage of Assets by GoalMaker® Investor - As of 12/31/2017



Due to rounding, pie chart may not equal 100%

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Assets and contributions reflect actual participant account balances and do not include outstanding loan balances, forfeitures, and / or expense account assets.

Customer should promptly report any inaccuracy or discrepancy to the brokerage firm(s).

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Prudential's Book of Business averages are as of 3/31/2017

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Prudential
Bring Your Challenges

Investment Review

SAMPLE

Performance results as of March 31, 2014

For Plan Sponsor and Financial Professional use only: Not for use by Participants

REQUIRED: Name of Advisor in this area
REQUIRED: Title of Advisor in this area
REQUIRED: Phone number of Advisor
Optional: Extra line
Optional: Extra line

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Market Commentary

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Economic Review

- The U.S. economy weakened in the first quarter, with real GDP expanding at only a 1.5% annual rate, well below the pace of the previous several quarters.

- The slowdown in growth was evident in all categories of economic activity, consumer spending, industrial output, business capital investment, and employment. Further declines in federal government spending remains a lingering headwind to growth, and it is not unreasonable to assume that weather also acted as a constraint.

- Despite weaker real GDP growth for the quarter, positive economic trends were evident. Consumer confidence rose to a six-year high, while initial jobless claims plunged to a seven-year low. Household net worth climbed to an all-time high, as did corporate profits, which expanded by an estimated 5% in the quarter. Inflation remains at an exceptionally low level, while wages are beginning to exhibit preliminary signs of acceleration.

- Additional economic fundamentals showed steady improvement, including key indicators pointing to improving conditions in the dynamic small business sector. Pent-up demand in housing construction, household durables, autos, business plant and equipment, and infrastructure, should bode well for future spending.

- The gradual normalization of monetary policy continued during the first quarter. In March, the Federal Open Market Committee (FOMC) announced further plans to reduce the pace of monthly bond purchases to $55 billion, staying on a measured pace to terminate the program by the end of 2014.

SAMPLE

0162483-00003-00

Source: Robert DeLucia, Consulting Economist, Prudential Retirement

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Financial Market Returns

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- Financial markets made little progress during the first quarter despite considerable volatility on a week-to-week basis. Fixed income markets unexpectedly rallied, while the steep upward trend in equity markets for the past two years was interrupted. On balance, the broad U.S. stock and bond markets both ended the quarter up 1.8%.
- Bonds and interest rate sensitive stocks, such as Real Estate Investment Trusts (REITs) bounced back this quarter after a poor showing in 2013's rising interest rate environment. High yield corporate bonds were the best-performing segment of the bond market.
- Investor risk aversion rose in the quarter, helped by continued weakness in China and developing market economies as well as geopolitical tensions. This hurt Emerging Markets stocks, but helped gold and commodities to rally after a dismal 2013.

Data Source: Russell/Mellon Analytical Services

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Domestic Equity Style Returns

Quarter

	Value	Blend	Growth
Large (Russell 1000™ Index)	3.02	2.05	1.12
Mid (Russell Midcap™ Index)	5.22	3.53	2.05
Small (Russell 2000™ Index)	1.78	1.12	0.49

- Mid Cap Value was the best performing segment for the quarter as well as for the three and five year periods ending March 31, 2014. Mid Cap Blend and Growth stocks also outperformed their Large and Small counterparts for the quarter.
- Value stocks outperformed Growth across all market capitalizations for the quarter. Large and Mid Cap Value stocks are ahead of Blend and Growth for the three and five years ending March 31, 2014 as well.
- Small Cap Growth, after a record-breaking 2013, was the worst performing sector last quarter. Small Cap Blend and Growth lagged in their style categories as well. Small Cap Growth still has the best one year showing as of March 31.

1 Year

	Value	Blend	Growth
Large (Russell 1000™ Index)	21.57	22.42	23.22
Mid (Russell Midcap™ Index)	22.95	23.51	24.23
Small (Russell 2000™ Index)	22.65	24.90	27.20

3 Years

	Value	Blend	Growth
Large (Russell 1000™ Index)	14.	14.75	14.62
Mid (Russell Midcap™ Index)	15.17	14.39	13.52
Small (Russell 2000™ Index)	12.74	13.18	13.62

5 Years

	Value	Blend	Growth
Large (Russell 1000™ Index)	21.75	21.73	21.68
Mid (Russell Midcap™ Index)	26.35	25.55	24.73
Small (Russell 2000™ Index)	23.33	24.31	25.24

SAMPLE

Data Source: Russell/Mellon Analytical Services

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S&P 500 Sector Performance

SAMPLE

- Interest rate sensitive utility stocks were the best performing sector in the first quarter, although other defensives such as Consumer Staples and Telecom Services lagged the broad market.
- Health Care followed a strong 2013 with another good quarter as uncertainty regarding the impact of the Affordable Care Act (ACA) continued to dissipate.
- A number of cyclical sectors outperformed the broad market: Technology, Financials and Materials. Despite slower economic growth in the first quarter, the consensus is that the economic recovery continues to build steam. Consumer Discretionary, the strongest sector in 2013, was the only sector with a negative return this quarter.

Data Source: Russell/Mellon Analytical Services

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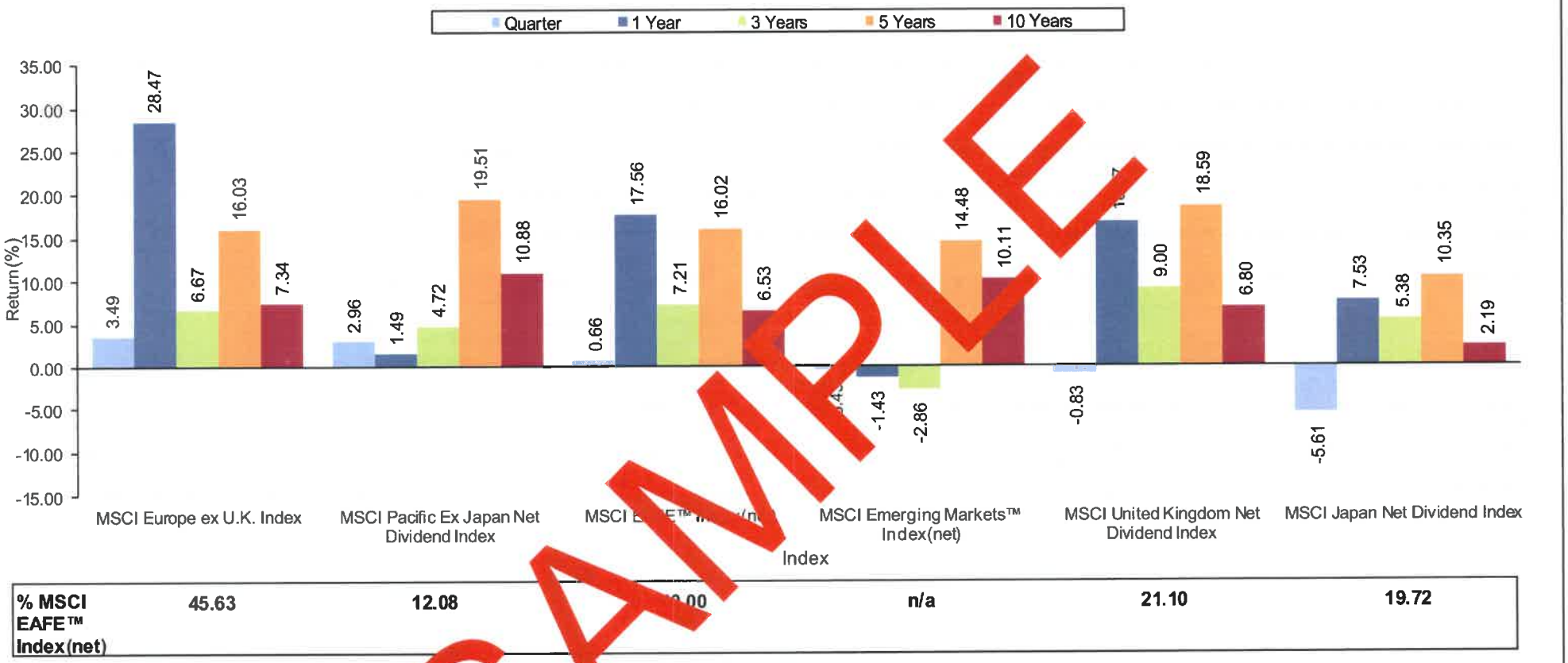
International Index Returns



% MSCI EAFE™ Index(net)	**45.63**	**12.08**	**n/a**	**21.10**	**19.72**

SAMPLE

- European stocks were positive for the quarter. Whil growth in the eurozone remains fragile, banks continued to recover, government budget deficits have improved, and there is less political uncertai
- Japanese equities were negative for the quarter despite the appreciation of the yen relative to the dollar as consumer spending fell in the year over year period. More fiscal and monetary stimulus is expected to boost growth for the remainder of 2014.
- Continued weakness in China and other developing economies along with geopolitical tensions triggered a rise in investor risk aversion resulting in slightly negative equity returns.

Data Source: Russell/Mellon Analytical Services

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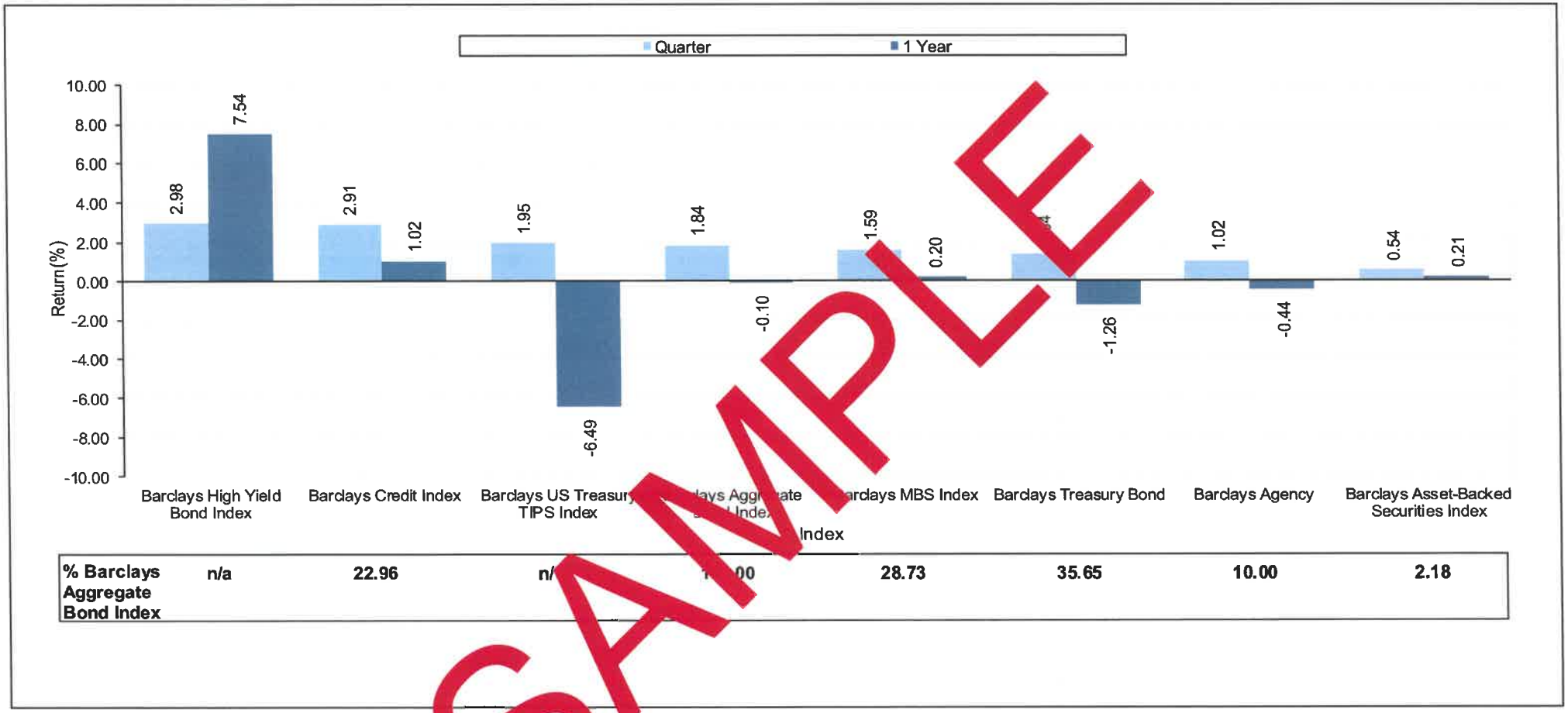
Fixed Income Returns



% Barclays Aggregate Bond Index	**n/a**	**22.96**	**n/**	**1 .00**	**28.73**	**35.65**	**10.00**	**2.18**

SAMPLE

- The broad investment grade bond index gained n rly two percent in the quarter, compared to a negative two percent return in 2013. Fixed-income markets unexpectedly rallied during the q while the steep upward trend in equity markets since the end of 2011 was interrupted.
- High-yield corporate bonds were the best-performing asset class, with a total return of approximately 3.0% for the quarter. Fundamentals remain positive for the high yield sector as defaults continue to challenge historical lows.
- TIPS (Treasury Inflation Protected Securities) returns were positive due to interest rates retreating. The one-year return is sharply negative as a result of poor performance in 2013 when inflation was muted and interest rates rose.

Data Source: Russell/Mellon Analytical Services

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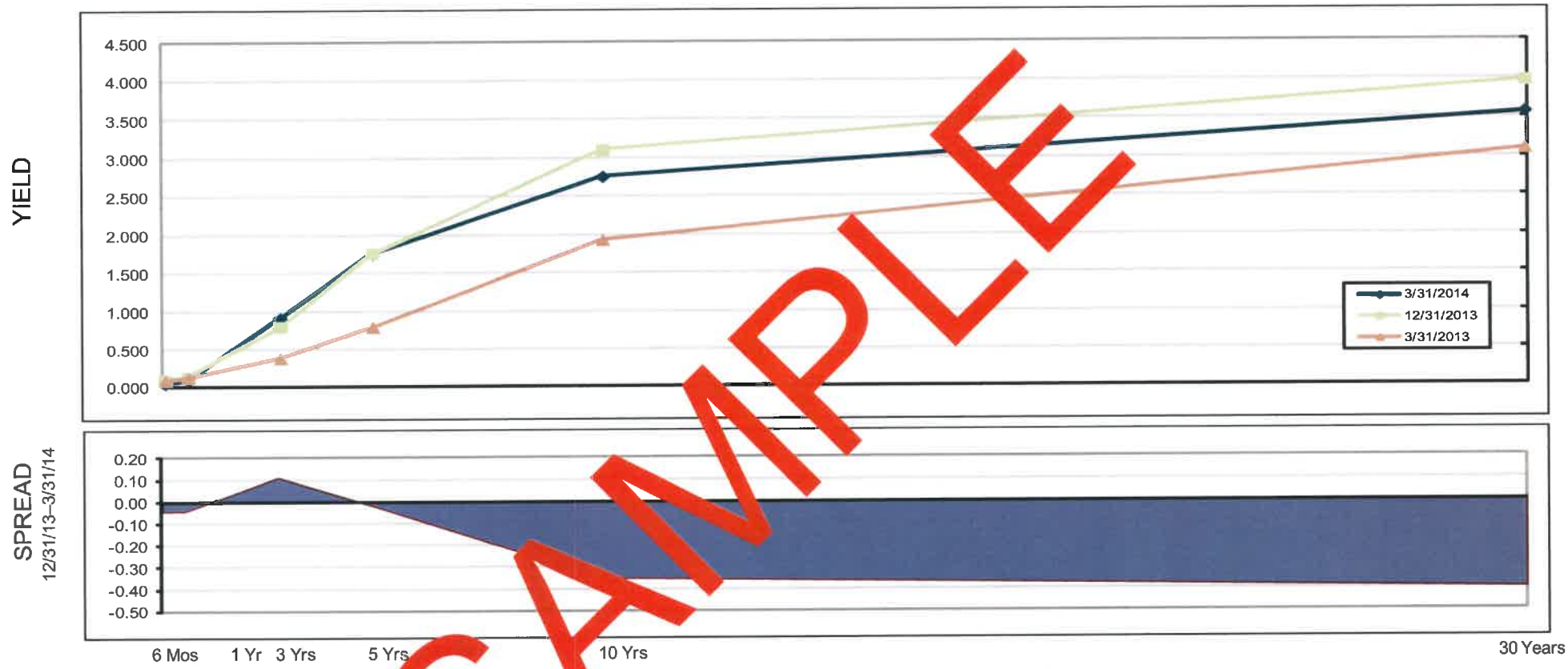
U.S. Treasury Yield Curve



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- The yield on the 10-year fell during [illegible]arter as [illegible]emand increased for U.S. Treasury bonds and other safe-haven assets.
- The Federal Reserve announced in March that [illegible]ey would trim their monthly bond buying by an additional $10 billion to $55 billion. The Fed stated that the economy was showing "cumulati[illegible]rogress" and that labor market indicators were mixed but on balance showed further improvement.
- It seems likely that quantitative easing bond purchases will be phased out over the course of 2014. The long-term mission of the Federal Reserve will be policy normalization – a gradual exit from the unusually accommodative policies of the past five years and restoration of normal policy settings.

Source: Bloomberg

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Economic & Market Outlook

- The unexpected weakness in first quarter GDP is expected to be temporary. The underlying trendline growth in U.S. real GDP appears to be within a range of 2.5% to 3%. Prospects remain favorable for continued gradual acceleration of growth during the remainder of 2014 and all of 2015.
- World GDP is expected to grow at a slightly faster pace in future years, estimated at 3.3% in 2014 and 3.8% in 2015, compared with 2.8% in 2013. The eurozone appears to have finally emerged from recession, while both Japan and UK continue to expand at a steady pace. The primary wild card in the global economic outlook is China, particularly if further signs of economic weakness surface.
- The business cycle expansion will have entered its sixth year during 2014. When evaluated on the basis of underlying conditions, the current expansion appears likely to persist for another several years.
- The outlook for inflation, employment, and corporate profits remains positive. Inflation should average 1.5% and 2% in 2014 and 2015, respectively. Nonfarm payroll growth should be in excess of 200,000 through 2015. A continued gradual and steady growth in profits appears likely, with an average 8-10% growth over the next two years.
- The long-term mission of the Federal Reserve will be policy normalization – a gradual exit from the unusually accommodative policies of the past five years. The restoration of normal policy settings assumes a gradual rise in the overnight federal funds rate from a current level of 0.10% to 3.5% within the next three years.
- Although tempered from the prior years, equity returns should remain favorable for 2014 and 2015, supported by factors such as sustained economic growth, healthy corporate balance sheets, steadily expanding profits, and lower consumer inflation. The outlook for global fixed income markets remains bleak, as an expected steady uptrend in interest rates should exert relentless downward pressure on the market prices of fixed-income securities.
- As always, there are risks to the outlook. These may include: the Federal Reserve's delicate shift from monetary accommodation to restraint; risks associated with the implementation of the Affordable Care Act; geopolitical developments involving the Middle East and Russia; unexpected setbacks to the recovery of the eurozone; and unstable conditions within the emerging market economies.

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Plan Summary

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EXPLANATION OF PERFORMANCE INFORMATION

The following tables provide fund performance information, and other relevant performance and supplementary information concerning Institutional Sub-Advised, Institutional Select, Alliance Mutual Funds and Proprietary Funds if applicable. For Institutional Sub-Advised and Institutional Select Funds, the PRIAC Separate Accounts hold the investment securities. Prudential Retirement Insurance and Annuity Company (PRIAC) assumes no responsibility for monitoring performance of the investment manager of any Institutional Select Fund. PERFORMANCE: When such funds have fewer than five years of performance history, three types of performance information are provided to assist you in choosing your plan's investment options. "Fund Performance" represents the actual performance of the fund for all periods since the inception date of the fund (which is shown in this line). "Manager's Composite" represents the composite return of multiple portfolios advised by the Manager since the inception date. These portfolios have an investment style and approach similar to the investment style of the fund. "Blended" represents a combination of actual Fund performance and the current Manager's Composite performance. Actual Fund performance is used for periods after the fund was managed by the current Manager. For periods before the current Manager's assumption of Fund management, the Manager's Composite return is used. Therefore, when no Actual Fund performance with the current manager exists, the Blended performance will equal the Manager Composite line. The inception date associated with this line is the inception date of the Manager's Composite. "Since Inception" returns are only provided when the inception date is less than 10 years ago. All performance is net of the expense ratio shown for that line.

For Alliance Mutual Funds, performance shown for the Separate Account is the performance of the underlying mutual fund. If the mutual fund's inception was before the Separate Account's inception date, mutual fund performance is shown for the prior periods. Performance for all periods reflects the reinvestment of mutual fund dividends and capital gains (as applicable). Any sub-accounting or distribution fees paid to Prudential by the underlying mutual fund complex is disclosed in the fact sheet for the fund. Any reference to share class refers to the underlying investment of the separate account and does not indicate that this is an investment directly into this share class.

Our pricing for your plan sometimes includes contract charges. If included, the contract charges would reduce performance shown below. Any contract charges are disclosed to you. Regarding your members, the expense ratio shown in their statements and in the performance shown on their statements will reflect any contract charges imposed. The management fees, fund fees and contract charges compensate us for the distribution and servicing associated with your plan. Other plan investment options may generate more revenue for us than the fees associated with the fund you select. If the aggregate revenue from your plan exceeds our associated costs, we earn a profit. Otherwise, we incur a loss. Other plans investing in the Fund may have lower fees, but these are not available to your plan in order to compensate us for distribution and plan servicing.

For more information, please contact your Prudential Retirement Representative at 1-877-778-2

Shares of the registered mutual funds are offered through Prudential Investment Management Services LLC (PIMS), Three Gateway Center, 14th Floor, Newark, NJ 07102-4077. PIMS is a Prudential Financial company.

☼ Small and mid sized companies may present greater opportunities for capital appreciation, but may also involve greater risks than larger companies. As a result, the value of stocks issued by these companies may fluctuate more than stocks of larger issuers.

✪ Investing in foreign securities presents certain unique risks not associated with domestic investments, such as currency fluctuation and political and economic changes. This may result in greater share price volatility.

✹ **The target date is the approximate date when investors plan to start withdrawing their money. The asset allocation of target date funds will become more conservative as the target date approaches by reducing your equity exposure and increasing your exposure in fixed income type investments. The principal value of an investment in a target date fund is not guaranteed at any time; including the target date.**

❋ Fixed Income investment (bond) funds are subject to interest rate risk; their value will decline as interest rates rise.

⌘ An investment in the money market Fund is not insured or guaranteed by the Federal Deposit Insurance Corporation or any other government agency. Although the Fund seeks to preserve the value of your investment at $1.00 per share, it is possible to lose money by investing in the Fund.

Investing in securities involves risk, including the possible loss of principal. Unforeseen market conditions have the potential to maximize losses. Investors are urged to carefully consider their personal risk tolerance, retirement time horizon, and willingness to weather severe market downturns before making investment decisions.

Indexes are unmanaged and cannot be invested in directly.

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Keep in mind that application of asset allocation and diversification concepts does not assure a profit or protect against loss in a declining market. **It is possible to lose money by investing in securities.**

For Manager of Managers Institutional Sub-Advised funds and Institutional Select Funds, ACTUAL PERFORMANCE MAY BE AFFECTED BY THE MANAGER NOT BEING ABLE TO INVEST DIRECTLY IN A COUNTRY PRIOR TO SATISFACTION OF THAT COUNTRY'S LEGAL REQUIREMENTS.

Investors should consider the fund's investment objectives, risks, charges and expenses before investing. The prospectus, and if available the summary prospectus, contain complete information about the investment options available through your plan. Please call 1-877-778-2100 for a free prospectus and if available, a summary prospectus that contain this and other information about our mutual funds. You should read the prospectus and the summary prospectus, if available carefully before investing. It is possible to lose money when investing in securities.

#Prudential Retirement's group variable annuity contracts are issued by Prudential Retirement Insurance and Annuity Company (PRIAC), Hartford, CT, a Prudential Financial company.

The Guaranteed Income Fund (GIF) is a group annuity product issued by Prudential Retirement Insurance and Annuity Company (PRIAC), Hartford, CT 06103. Amounts contributed to the contract are deposited in PRIAC's general account. Payment obligations and the fulfillment of any guarantees specified in the group annuity contract are insurance claims supported by the full faith and credit of PRIAC. PRIAC periodically resets the interest rate credited on contract balances, subject to a minimum rate specified in the group annuity contract. **Past interest rates are not indicative of future rates.** This product is neither a mutual fund nor a bank product. The obligations of PRIAC are not insured by the FDIC or any other federal governmental agency. Contract form # GA-2020-IA-0805 or state variation thereof.

Prudential Retirement is compensated in connection with this product when general account investment returns exceed the interest credited on contract balances. Prudential Retirement may earn fee revenue in addition to the foregoing compensation if your plan has agreed to pay contract charges, which are sometimes paid in respect of plan and participant recordkeeping and distribution services. For some plans, Prudential Retirement passes a portion of its aggregate compensation to satisfy the plan's request for allowances and for payments to defray plan expenses. If Prudential Retirement's aggregate compensation from this product and from other plan investment products exceeds the costs of servicing your plan, Prudential Retirement earns a profit; otherwise we incur a loss.

Frequent exchanging between plan investment options may harm long-term investors. Your plan or the plan's investment funds may have provisions to deter exchanges that may be abusive. These policies may require us to modify, restrict or suspend purchases, exchanges, privileges and/or impose redemption fees.

At times Prudential Retirement solicits and/or receives financial support for certain client conferences from investment advisory firms. Please contact your Prudential Retirement representative for more information.

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Plan Commentary

Placeholder for new commentary.

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Executive Summary

Asset Class	Current Funds	Assets	% of Assets	Funds for Consideration
Large Value	SA/T. Rowe Price Equity Income Strategy	$ 5,227,44	5.4%	
Large Blend	Vanguard Total Stock Mkt Idx Inv	$ 4,034,843	4	
	Dryden S&P 500 Index Fund	656,186	1.7%	
	Large Cap Blend / MFS Fund	6,44 63	6.7%	
Large Growth	SA/T. Rowe Price Growth Stock Strategy	10,149,140	10.5%	
Mid Value	Perkins Mid Cap Value T	$ 2,786,322	2.9%	Mid Cap Value / Integrity Fund
	No Current Choice	$ 0	0.0%	Mid Cap Value / Invesco Fund
Mid Growth	Mid Cap Growth / Westfield nd	$ 4,352,976	4.5%	
Small Value	Columbia Sm Value Fund Z	$ 5,373,833	5.5%	
Small Growth	Small Cap Growt Time nd	$ 6,003,431	6.2%	
International Blend	Internatio Blend (sub-ad ed by Wellington Mgmt)	$ 7,034,916	7.3%	
	anguar tal St k Index Signal	$ 219,943	0.2%	
Balanced Blend (Moderate Allocation)	Oakmark ity & Income I	$ 9,472,441	9.8%	
Retirement Income	Prudential Day One IncomeFlex Bal Fund	$ 240,301	0.2%	

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Open Watch List Closed

The % of Total Assets represents the % of Total Assets reported in the table above and are unaudited.

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Executive Summary

Asset Class	Current Funds	Assets	% of Assets	Funds for Consideration
Intermediate-Term Bond	Core Plus Bond / PIMCO Fund	$ 6,760,3	7.0%	Prudential Total Return Bond SA
	Vanguard Total Bond Market Index Signal	$ 270,047	0	
Inflation-Protected Bond	PIMCO Real Return Admin	$ 86,688	0.1%	
Money Market	Prudential MoneyMart Assets Class A	$ 0	0.0%	
Stable Value	Guaranteed Income Fund	$ 26,735,909	27.6%	
	Total	**$ 96,853,465**	**100.0%**	

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Open Watch List Closed

The % of Total Assets represents the % of Total Assets reported in the table above and are unaudited.

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The performance quoted represents past performance. The investment return and principal value will fluctuate so that an investor's shares, when redeemed, may be worth more or less than original cost. Past performance does not guarantee future results. Current performance may be lower or higher than the performance data quoted. For performance information current to the most recent month end, please call 1-877-778-2100 or visit our website at www.prudential.com. While past performance is never an indication of future results, short periods of performance may be particularly unrepresentative of long-term performance.

Investment Option/Benchmark		YTD Return	Average Annual Total Returns as of 03/31/20				Inception Date	Risk 5 Years	Alpha 5 Years	Sharpe 5 Years	DDA Rank 3/31/14	Expense Ratio
			1 Year	3 Years	5 Years	10 Years						
Large Value	**SA/T. Rowe Price Equity Income Strategy#**	**1.58%**	**18.43%**	**13.04%**	**20.99%**	**7.32%**	**Jul-01**	**14.91%**	**-0.62%**	**1.35%**	**2**	**0.87%**
	Russell 1000™ Value Index	*3.02%*	*21.57%*	*14.80%*	*21.75%*	*7.58%*	---	*14.75%*	*0.00%*	*1.41%*	---	---
	Lipper Large Cap Value Funds Index	*2.30%*	*22.52%*	*13.37%*	*19.82%*	*6.82%*	---	*14.54%*	*-1.22%*	*1.32%*	---	---
	Large Value Category Median	*2.29%*	*21.46%*	*13.65%*	*20.27%*	*7.26%*	---	*14.89%*	*-0.55%*	*1.35%*	---	---
Large Blend	**Dryden S&P 500 Index Fund#**	**1.77%**	**21.62%**	**14.48%**			**N/A**	**Dec-87**	**13.97%**	**-0.13%**	**1.44%**	**---**	**0.17%**
	S&P 500® Index	*1.81%*	*21.86%*	*14.66%*		*7.42%*	---	*13.99%*	*0.00%*	*1.44%*	---	---
	Large Cap Blend / MFS Fund#	**1.39%**	**21.39%**	**12.7**	**18.47%**	**7.12%**	**Jan-92**	**15.50%**	**-3.99%**	**1.17%**	**4**	**0.57%**
	Manager Composite	**1.44%**	**21.35%**	**14.3**	**19.85**	**8.64%**	**N/A**	**Mar-93**	**14.64%**	**-1.80%**	**1.31%**	**---**	**0.55%**
	Blended Performance	**1.39%**	**21.39%**	**14.30%**		**8.63%**	**N/A**	**Mar-93**	**14.64%**	**-1.83%**	**1.31%**	**---**	**0.57%**
	Vanguard Total Stock Mkt Idx Inv	**2.00%**	**22.54%**			**7.93%**	**N/A**	**Apr-92**	**14.61%**	**-0.23%**	**1.43%**	**---**	**0.17%**
	Russell 1000™ Index	*2.05%*	*22.42%*			*7.80%*	---	---	*14.30%*	*0.00%*	*1.45%*	---	---
	Lipper Large Cap Core Funds Index	*1.98%*	*21.61%*			*6.83%*	---	---	*14.05%*	*-1.12%*	*1.37%*	---	---
	Large Blend Category Median	*1.74%*				*7.09%*	---	---	*14.34%*	*-0.84%*	*1.36%*	---	---
Large Growth	**SA/T. Rowe Price Growth Stock Strategy#**	**-1.36%**			**21.48%**	**---**	**8.60%**	**Jun-05**	**16.00%**	**-1.98%**	**1.30%**	**1**	**0.89%**
	Russell 1000™ Growth Index	*1.12%*			*21.68%*	*7.86%*	---	---	*14.26%*	*0.00%*	*1.45%*	---	---
	Lipper Large Cap Growth Funds Index		*25.04%*	*13.44%*	*20.47%*	*7.01%*	---	---	*15.73%*	*-2.70%*	*1.26%*	---	---
	Large Growth Category Median				*20.21%*	*7.37%*	---	---	*15.55%*	*-2.09%*	*1.28%*	---	---
Mid Value ☼	**Perkins Mid Cap Value T**		**15.76%**	**9.25%**	**17.51%**	**8.74%**	**N/A**	**Aug-98**	**13.73%**	**-2.84%**	**1.24%**	**---**	**0.77%**
	Russell Midcap™ Value Index		*22.95%*	*15.17%*	*26.35%*	*10.24%*	---	---	*16.72%*	*0.00%*	*1.49%*	---	---
	Lipper Mid Cap Value Funds Index		*23.69%*	*13.71%*	*24.31%*	*9.10%*	---	---	*17.17%*	*-1.94%*	*1.36%*	---	---
	Mid-Cap Value Category Median		*22.34%*	*13.64%*	*23.61%*	*9.33%*	---	---	*16.64%*	*-1.81%*	*1.33%*	---	---
Mid Growth ☼	**Mid Cap Growth / Westfield Capital Fund#**		**25.27%**	**11.07%**	**22.08%**	**---**	**7.61%**	**Jun-07**	**17.85%**	**-2.59%**	**1.21%**	**3**	**0.95%**
	Russell Midcap™ Growth Index	*2.05%*	*24.23%*	*13.52%*	*24.73%*	*9.48%*	---	---	*16.80%*	*0.00%*	*1.40%*	---	---
	Lipper Mid Cap Growth Funds Index	*1.37%*	*23.98%*	*11.38%*	*22.80%*	*9.24%*	---	---	*17.04%*	*-1.78%*	*1.29%*	---	---
	Mid-Cap Growth Category Median	*1.37%*	*23.61%*	*11.59%*	*22.31%*	*9.09%*	---	---	*17.16%*	*-1.07%*	*1.30%*	---	---

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Sources: Prudential Retirement, Russell, Morningstar ™, Lipper.

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Open Watch List Closed

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Investment Option/Benchmark		YTD Return	Average Annual Total Returns as of 03/31/2014 1 Year	3 Years	5 Years	10 Years	Inception	Inception Date	Risk 5 Years	Alpha 5 Years	Sharpe 5 Years	DDA Rank 3/31/14	Expense Ratio
Small Value ☼	**Columbia Small Cap Value Fund II Z**	**2.22%**	**25.71%**	**13.44%**	**24.71%**	**9.87%**	**N/A**	**May-02**	**19.74%**	**0.66%**	**1.22%**	**---**	**1.07%**
	Russell 2000™ Value Index	*1.78%*	*22.65%*	*12.74%*	*23.33%*	*8.07%*	*---*	*---*	*19.04%*	*0.00%*	*1.20%*	*---*	*---*
	Lipper Small Cap Value Funds Index	*1.86%*	*23.16%*	*12.13%*	*24.06%*	*8.83%*	*---*	*---*	*18.83%*	*0.97%*	*1.24%*	*---*	*---*
	Small Value Category Median	*1.64%*	*23.48%*	*13.10%*	*24.75%*	*8.73%*	*---*	*---*	*19.17%*	*1.58%*	*1.25%*	*---*	*---*
Small Growth ☼	**Small Cap Growth / TimesSquare Fund#**	**-4.23%**	**24.07%**	**15.01%**	**25.34%**	**11.31%**	**N/A**	**Dec-97**	**16.67%**	**3.52%**	**1.44%**	**2**	**1.01%**
	Russell 2000™ Growth Index	*0.49%*	*27.20%*	*13.62%*	*25.24%*	*8.87%*	*---*	*---*	*19.34%*	*0.00%*	*1.26%*	*---*	*---*
	Lipper Small Cap Growth Funds Index	*-0.47%*	*25.59%*	*12.88%*	*23.77%*	*7.89%*	*---*	*---*	*17.67%*	*0.75%*	*1.30%*	*---*	*---*
	Small Growth Category Median	*0.45%*	*25.40%*	*12.84%*	*24.35%*	*8.84%*	*---*	*---*	*18.57%*	*0.93%*	*1.28%*	*---*	*---*
International Blend ✪	**International Blend (sub-advised by Wellington Mgmt)#**	**-1.44%**	**16.70%**	**3.70%**	**12.29%**	**[illegible]%**	**N/A**	**Feb-03**	**18.22%**	**-2.40%**	**0.72%**	**4**	**1.10%**
	Manager Composite	**-1.41%**	**17.16%**	**6.51%**	**[illegible]**	**8.[illegible]**	**N/A**	**May-94**	**18.09%**	**1.22%**	**0.94%**	**---**	**1.00%**
	Blended Performance	**-1.44%**	**16.70%**	**6.15%**	**16.47%**	**8.20%**	**N[illegible]**	**May-94**	**18.17%**	**0.95%**	**0.93%**	**---**	**1.10%**
	Vanguard Total Intl Stock Index Signal	**0.82%**	**12.81%**	**4.42[illegible]**	**15.40%**	**6.88%**	**[illegible]A**	**Nov-10**	**19.16%**	**-0.75%**	**0.84%**	**---**	**0.14%**
	MSCI EAFE™ Index(net)	*0.66%*	*17.56%*	*7.21[illegible]*	*16.02[illegible]*	*6.53%*	*---*	*---*	*18.48%*	*0.00%*	*0.89%*	*---*	*---*
	Lipper International Funds Index	*0.42%*	*17.22%*	*6.35%*	*16.[illegible]*	*7.04%*	*---*	*---*	*18.52%*	*0.47%*	*0.91%*	*---*	*---*
	Foreign Large Blend Category Median	*0.40%*	*15.93%*	*[illegible]6%*	*[illegible]1%*	*6.52%*	*---*	*---*	*18.72%*	*-0.18%*	*0.87%*	*---*	*---*
Balanced Blend (Moderate Allocation)	**Oakmark Equity & Income I**	**1.78%**	**19.10%**	**[illegible]35%**	**14.15[illegible]**	**8.10%**	**N/A**	**Nov-95**	**10.14%**	**-2.54%**	**1.35%**	**---**	**0.77%**
	60% R1000 / 40% Barclays Agg	*2.02%*	*[illegible]2.03%*	*10[illegible]7%*	*[illegible]98%*	*6.76%*	*---*	*---*	*8.41%*	*0.00%*	*1.70%*	*---*	*---*
	Lipper Balanced Funds Index	*1.82%*	*[illegible]*	*8.9[illegible]%*	*14.[illegible]7%*	*6.16%*	*---*	*---*	*9.31%*	*-1.77%*	*1.50%*	*---*	*---*
	Moderate Allocation Category Median	*1.59%*	*[illegible]16%*	*[illegible]59%*	*14.57%*	*6.19%*	*---*	*---*	*9.90%*	*-2.26%*	*1.42%*	*---*	*---*
Retirement Income ✹	**Prudential Day One IncomeFlex Bal Fund #**	**[illegible]7%**	**7.69%**	**6.96%**	**---**	**---**	**9.96%**	**Jun-09**	**---**	**---**	**---**	**---**	**1.77%**
	Prudential Day One IncomeFlex Target Bal Benchmark	*2.13%*	*[illegible]29%*	*[illegible]27%*	*13.17%*	*6.43%*	*---*	*---*	*8.24%*	*0.00%*	*1.54%*	*---*	*---*
	Lipper Balanced Funds Index	*1.82%*	*[illegible]*	*8.90%*	*14.47%*	*6.16%*	*---*	*---*	*9.31%*	*-0.24%*	*1.50%*	*---*	*---*
	Retirement Income Median	*[illegible]*	*5.70%*	*5.73%*	*10.65%*	*4.52%*	*---*	*---*	*6.31%*	*0.66%*	*1.58%*	*---*	*---*
Intermediate-Term Bond ❋	**Core Plus Bond / PIMCO Fund#**	**1.[illegible]%**	**-0.78%**	**3.78%**	**6.17%**	**5.28%**	**N/A**	**Jul-02**	**3.97%**	**0.95%**	**1.51%**	**4**	**0.58%**
	Vanguard Total Bond Market Index Si[illegible]al	**1.9[illegible]**	**-0.21%**	**3.71%**	**4.71%**	**4.42%**	**N/A**	**Sep-06**	**2.91%**	**-0.21%**	**1.57%**	**---**	**0.10%**
	Barclays Aggregate Bond Index	*[illegible].84%*	*-0.10%*	*3.75%*	*4.80%*	*4.46%*	*---*	*---*	*2.82%*	*0.00%*	*1.65%*	*---*	*---*
	Intermediate-Term Bond Category Median	*[illegible].97%*	*0.26%*	*4.12%*	*6.46%*	*4.56%*	*---*	*---*	*3.18%*	*1.88%*	*1.93%*	*---*	*---*
Inflation-Protected Bond ❋	**PIMCO Real Return Admin**	**2.14%**	**-7.39%**	**3.35%**	**6.22%**	**4.68%**	**N/A**	**Apr-00**	**5.86%**	**0.95%**	**1.05%**	**---**	**0.73%**
	Barclays US Treasury TIPS Index	*1.95%*	*-6.49%*	*3.50%*	*4.91%*	*4.53%*	*---*	*---*	*5.30%*	*0.00%*	*0.91%*	*---*	*---*
	Barclays Treasury Bond	*1.34%*	*-1.26%*	*3.40%*	*2.69%*	*4.05%*	*---*	*---*	*3.75%*	*0.45%*	*0.70%*	*---*	*---*
	Inflation-Protected Bond Median	*1.81%*	*-6.60%*	*2.97%*	*4.48%*	*4.04%*	*---*	*---*	*5.14%*	*-0.06%*	*0.88%*	*---*	*---*

SAMPLE

Sources: Prudential Retirement, Russell, Morningstar ™, Lipper.

▲ *Please refer to the plan summary footnotes after this exhibit and the glossary & notes section at the end of this report for all appropriate notes and disclaimers*

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Investment Option/Benchmark		YTD Return	Average Annual Total Returns as of 03/31/2014 1 Year	3 Years	5 Years	10 Years	Inception	Inception Date	Risk 5 Years	Alpha 5 Years	Sharpe 5 Years	DDA Rank 3/31/14	Expense Ratio
Money Market ⌘	**Prudential MoneyMart Assets Class A**	---	---	---	---	---	---	---	---	---	---	---	---
	Citigroup Three Month T-Bill	*0.01%*	*0.05%*	*0.06%*	*0.09%*	*1.56%*	---	---	*0.02%*	*0.00%*	---	---	---
Stable Value	**Guaranteed Income Fund**	---	---	---	---	---	---	---	---	---	---	---	---
	Current Net Annualized Rate as of 01/01/2014: 2.00%												
	5 Year Treasury Average Yield	*0.39%*	*1.39%*	*1.10%*	*1.48%*	*2.63%*	---	---	*0.18%*	*0.00%*	*7.94%*	---	---

SAMPLE

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Listed below are funds that you might wish to consider to replace existing funds or to further diversify the investment categories or styles offered as plan investment options. The universe from which these funds were selected for your consideration does not represent a full set of what is available in the marketplace.

The performance quoted represents past performance. The investment return and principal value will fluctuate so that an investor's shares, when redeemed, may be worth more or less than original cost. Past performance does not guarantee future results. Current performance may be lower or higher than the performance data quoted. For performance information current to the most recent month end, please call 1-877-778-2100 or visit our website at www.prudential.com. While past performance is never an indication of future results, short periods of performance may be particularly unrepresentative of long-term performance.

Investment Option/Benchmark		YTD Return	Average Annual Total Returns as of 03/31/14 1 Year	3 Years	5 Years	10 Years	Inception	Inception Date	Risk 5 Years	Alpha 5 Years	Sharpe 5 Years	DDA Rank 3/31/14	Expense Ratio
Mid Value ☼	**Mid Cap Value / Integrity Fund**	**5.50%**	**27.77%**	**15.77%**	**25.40%**	**---**	**9.06%**	**Jun-05**	**18.36%**	**-2.45%**	**1.33%**	**1**	**1.17%**
	Mid Cap Value / Invesco Fund	**2.58%**	**22.19%**	**14.83%**	**26.23%**	**---**	**7.89%**	**May-07**	**16.08%**	**1.33%**	**1.53%**	**1**	**1.16%**
	Russell Midcap™ Value Index	*5.22%*	*22.95%*	*15.17%*	*[illegible]*	*10.[illegible]%*	*[illegible]*	*---*	*16.72%*	*0.00%*	*1.49%*	*---*	*---*
	Lipper Mid Cap Value Funds Index	*3.14%*	*23.69%*	*13.7[illegible]*	*24.31%*	*9.10%*	*---*	*---*	*17.17%*	*-1.94%*	*1.36%*	*---*	*---*
	Mid-Cap Value Category Median	*3.14%*	*22.34%*	*1[illegible]%*	*23.61%*	*9.33%*	*---*	*---*	*16.64%*	*-1.81%*	*1.33%*	*---*	*---*
Intermediate-Term Bond ❋	**Prudential Total Return Bond SA**	**---**	**---**	**---**	**---**	**---**	**-0.35%**	**Feb-14**	**---**	**---**	**---**	**2**	**0.75%**
	Manager Composite	**2.41%**	**0.76%**	**[illegible]51%**	**[illegible]11%**	**5.68%**	**N/A**	**Jun-02**	**3.99%**	**3.88%**	**2.19%**	**---**	**0.75%**
	Blended Performance	**2.05%**	**0.40%**	**5.[illegible]**	**9.[illegible]**	**5.65%**	**N/A**	**Jun-02**	**4.01%**	**3.78%**	**2.17%**	**---**	**0.75%**
	Barclays Aggregate Bond Index	*1.84%*	*-0.10%*	*[illegible]75%*	*4.80%*	*4.46%*	*---*	*---*	*2.82%*	*0.00%*	*1.65%*	*---*	*---*
	Intermediate-Term Bond Category Median	*1.97%*	*[illegible]26%*	*[illegible]12%*	*[illegible]46%*	*4.56%*	*---*	*---*	*3.18%*	*1.88%*	*1.93%*	*---*	*---*

SAMPLE

Sources: Prudential Retirement, Russell, Morningstar ™, Lipper.
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Funds For Consideration Footnotes

Shares of the registered mutual funds are offered through Prudential Investment Management Services LLC (PIMS), Three Gateway Center, 14th Floor, Newark, NJ 07102-4077. PIMS is a Prudential Financial company.

☼ Small and mid sized companies may present greater opportunities for capital appreciation, but may also involve gr er risks than larger companies. As a result, the value of stocks issued by these companies may fluctuate more than stocks of larger issuers.

❋ Fixed Income investment (bond) funds are subject to interest rate risk; their value will decline as interest rates ri

Investing in securities involves risk, including the possible loss of principal. Unforeseen market conditions have the po tial maximize losses. Investors are urged to carefully consider their personal risk tolerance, retirement time horizon, and willingness to weather severe marke wnturns before ma g investment decisions.

Indexes are unmanaged and cannot be invested in directly.

Keep in mind that application of asset allocation and diversification concepts does not ass e a profit protect st loss in a declining market. **It is possible to lose money by investing in securities.**

For Manager of Managers Institutional Sub-Advised funds and Institutional Select Fu ACTU PERFORMANCE MAY BE AFFECTED BY THE MANAGER NOT BEING ABLE TO INVEST DIRECTLY IN A COUNTRY PRIOR TO SATISFACTION OF THAT COUNTR EGAL QUIREMENTS.

#Prudential Retirement's group variable annuity contracts are issued by Iden Re ement Insurance and Annuity Company (PRIAC), Hartford, CT, a Prudential Financial company.

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Investment Options Review

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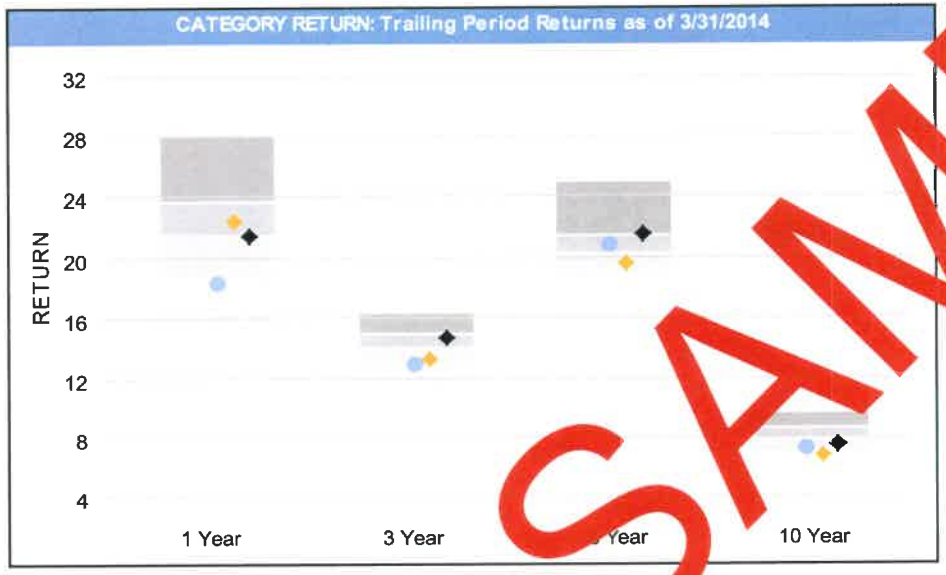
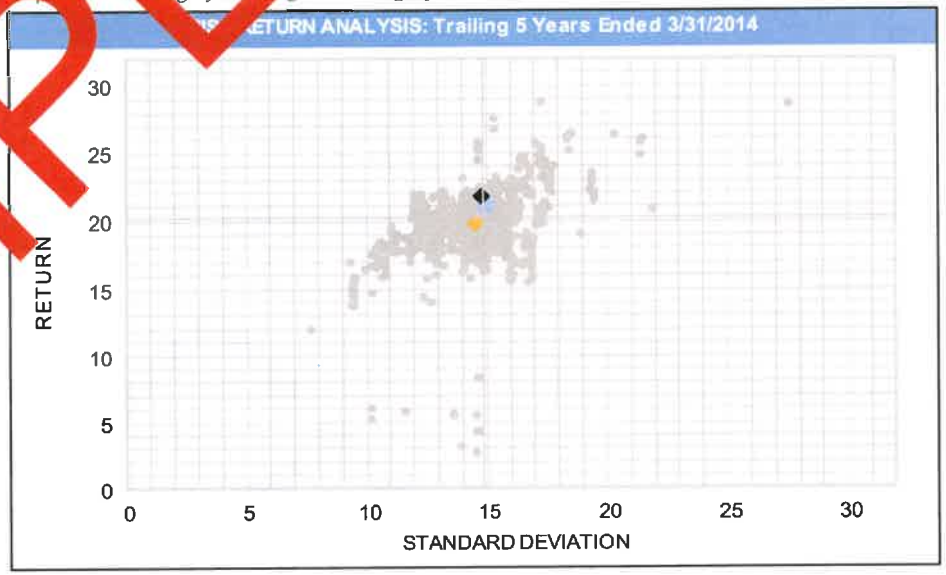
Large Value

Investment Option/Benchmark	YTD Return	Average Annual Total Returns as of 03/31/2014 1 Year	3 Years	5 Years	10 Years	Inception	Inception Date	Risk 5 Years	Alpha 5 Years	Sharpe 5 Years	DDA Rank 3/31/14	Expense Ratio
SA/T. Rowe Price Equity Income Strategy	**1.58%**	**18.43%**	**13.04%**	**20.99%**	**7.32%**	**N/A**	**Jul-01**	**14.91%**	**-0.62%**	**1.35%**	**2**	**0.87%**
Russell 1000™ Value Index	*3.02%*	*21.57%*	*14.80%*	*21.75%*	*7.58%*	---	---	*14.75%*	*0.00%*	*1.41%*	---	---
Lipper Large Cap Value Funds Index	*2.30%*	*22.52%*	*13.37%*	*19.82%*	*6.82%*	---	---	*14.54%*	*-1.22%*	*1.32%*	---	---
Large Value Category Median	*2.29%*	*21.46%*	*13.65%*	*20.27%*	*7.26%*	---	---	*14.89%*	*-0.55%*	*1.35%*	---	---

Return Rank within Category	YTD	1 Year	3 Years	5 Years	10 Ye	Risk	Alpha	Sharpe
SA/T. Rowe Price Equity Income Strategy	**78%**	**77%**	**65%**	**37%**	**47%**	**52%**	**52%**	**48%**
# of funds in Category	**321**	**310**	**270**	**25**	**199**			

Return rank within category is the percentile ranking of an investment option's returns relative to the other investm s in t egory. Th ighest ranking a fund can receive is 1. The lowest is 100.





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Source: Morningstar™ Large Value Category for creating asset class universe.

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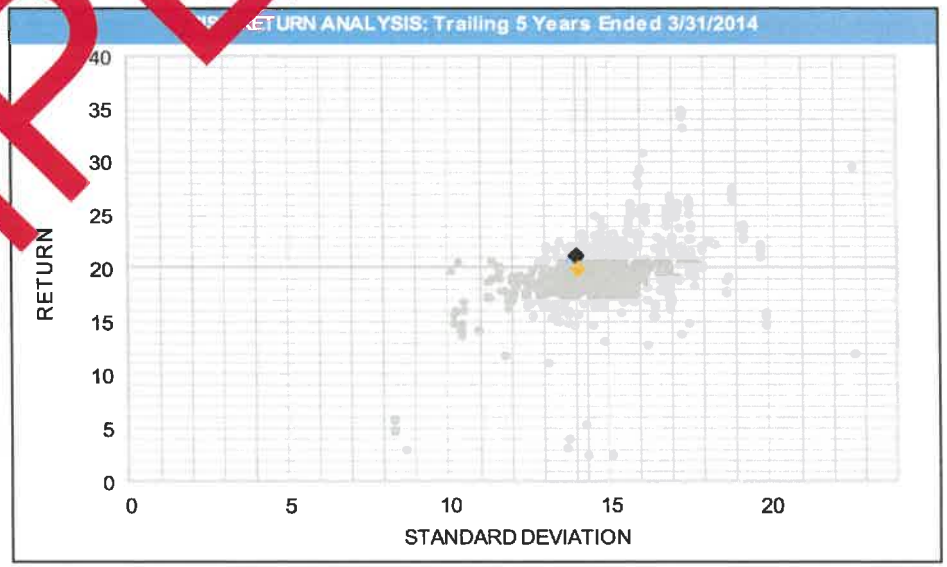
Large Blend

Investment Option/Benchmark	YTD Return	Average Annual Total Returns as of 03/31/2014 1 Year	3 Years	5 Years	10 Years	Inception	Inception Date	Risk 5 Years	Alpha 5 Years	Sharpe 5 Years	DDA Rank 3/31/14	Expense Ratio
Dryden S&P 500 Index Fund	**1.77%**	**21.62%**	**14.48%**	**20.97%**	**7.31%**	**N/A**	**Dec-87**	**13.97%**	**-0.13%**	**1.44%**	**---**	**0.17%**
S&P 500® Index	*1.81%*	*21.86%*	*14.66%*	*21.16%*	*7.42%*	*---*	*---*	*13.99%*	*0.00%*	*1.44%*	*---*	*---*
Lipper Large Cap Core Funds Index	*1.98%*	*21.61%*	*13.79%*	*19.96%*	*6.83%*	*---*	*---*	*14.05%*	*-1.12%*	*1.37%*	*---*	*---*
Large Blend Category Median	*1.74%*	*21.48%*	*13.75%*	*20.27%*	*7.09%*	*---*	*---*	*14.34%*	*-0.84%*	*1.36%*	*---*	*---*

Return Rank within Category	YTD	1 Year	3 Years	5 Years	10 Years	Risk	Alpha	Sharpe
Dryden S&P 500 Index Fund	**47%**	**47%**	**31%**	**32%**	**37%**	**28%**	**28%**	**23%**
# of funds in Category	**484**	**455**	**407**	**37**	**298**			

Return rank within category is the percentile ranking of an investment option's returns relative to the other investments in its category. The highest ranking a fund can receive is 1. The lowest is 100.



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Source: Morningstar™ Large Blend Category for creating asset class universe.

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Large Blend

Investment Option/Benchmark	YTD Return*+	Average Annual Total Returns as of 03/31/2014*+ 1 Year	3 Years	5 Years	10 Years	Inception	Inception Date	Risk 5 Years	Alpha 5 Years	Sharpe 5 Years	DDA Rank* 3/31/14	Expense Ratio*
Large Cap Blend / MFS Fund	**1.39%**	**21.39%**	**14.30%**	**19.81%**	**8.63%**	**N/A**	**Mar-93**	**14.64%**	**-1.83%**	**1.31%**	**4**	**0.57%**
Vanguard Total Stock Mkt Idx Inv	**2.00%**	**22.54%**	**14.50%**	**21.93%**	**7.93%**	**N/A**	**Apr-92**	**14.61%**	**-0.23%**	**1.43%**	**---**	**0.17%**
Russell 1000™ Index	*2.05%*	*22.42%*	*14.75%*	*21.73%*	*7.80%*	*---*	*---*	*14.30%*	*0.00%*	*1.45%*	*---*	*---*
Lipper Large Cap Core Funds Index	*1.98%*	*21.61%*	*13.79%*	*19.96%*	*6.83%*	*---*	*---*	*14.05%*	*-1.12%*	*1.37%*	*---*	*---*
Large Blend Category Median	*1.74%*	*21.48%*	*13.75%*	*20.27%*	*7.09%*	*---*	*---*	*14.34%*	*-0.84%*	*1.36%*	*---*	*---*

Return Rank within Category	YTD	1 Year	3 Years	5 Years	10 Years	Risk	Alpha	Sharpe
Large Cap Blend / MFS Fund	**67%**	**53%**	**37%**	**59%**	**10%**	**59%**	**67%**	**63%**
Vanguard Total Stock Mkt Idx Inv	**35%**	**32%**	**30%**	**14%**	**20%**	**57%**	**30%**	**24%**
# of funds in Category	**484**	**455**	**407**	**37**	**298**			

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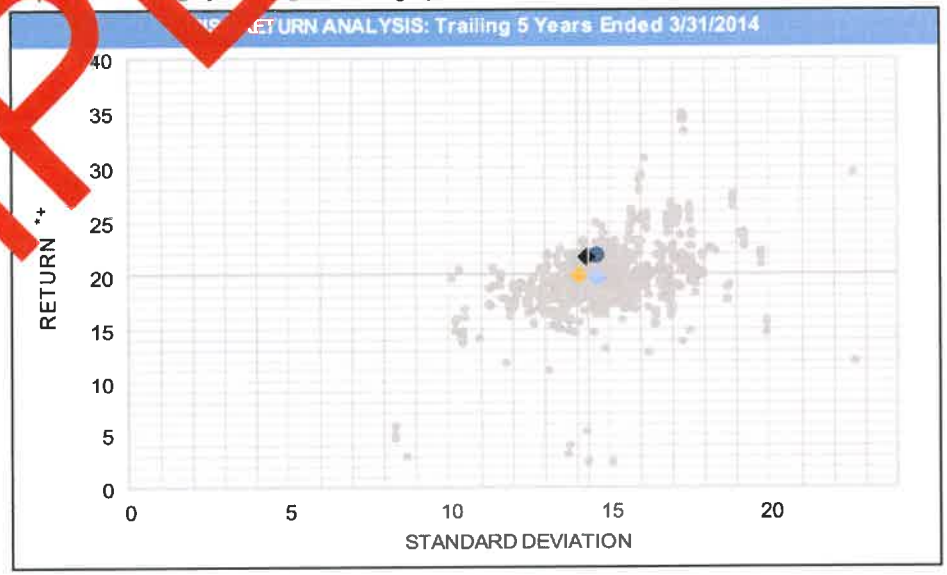

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** For Institutional Funds, the returns for periods prior to the investment manager's inception date may represent the blend of actual separate account performance and the manager's composite for similar strategies. Actual returns and the composite are shown separately in the Plan Summary section earlier in this report. Refer to the Glossary and Notes section at the end of this report for other important information.*

+ For Institutional Funds and Alliance Funds, returns, expense ratios and rankings do not reflect any contract charges.

▲ Please refer to the glossary & notes section at the end of this report for all appropriate notes and disclaimers.

Source: Morningstar™ Large Blend Category for creating asset class universe.

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Large Growth

Investment Option/Benchmark	YTD Return	Average Annual Total Returns as of 03/31/2014 1 Year	3 Years	5 Years	10 Years	Inception	Inception Date	Risk 5 Years	Alpha 5 Years	Sharpe 5 Years	DDA Rank 3/31/14	Expense Ratio
SA/T. Rowe Price Growth Stock Strategy	-1.36%	27.26%	14.97%	21.48%	---	8.60%	Jun-05	16.00%	-1.98%	1.30%	1	0.89%
Russell 1000™ Growth Index	*1.12%*	*23.22%*	*14.62%*	*21.68%*	*7.86%*	---	---	*14.26%*	*0.00%*	*1.45%*	---	---
Lipper Large Cap Growth Funds Index	*-0.11%*	*25.04%*	*13.44%*	*20.47%*	*7.01%*	---	---	*15.73%*	*-2.70%*	*1.26%*	---	---
Large Growth Category Median	*0.60%*	*23.28%*	*13.12%*	*20.21%*	*7.37%*	---	---	*15.55%*	*-2.09%*	*1.28%*	---	---

Return Rank within Category	YTD	1 Year	3 Years	5 Years	10 Years	Risk	Alpha	Sharpe
SA/T. Rowe Price Growth Stock Strategy	91%	17%	20%	29%	---	64%	48%	41%
# of funds in Category	**460**	**451**	**413**	**38**	**312**			

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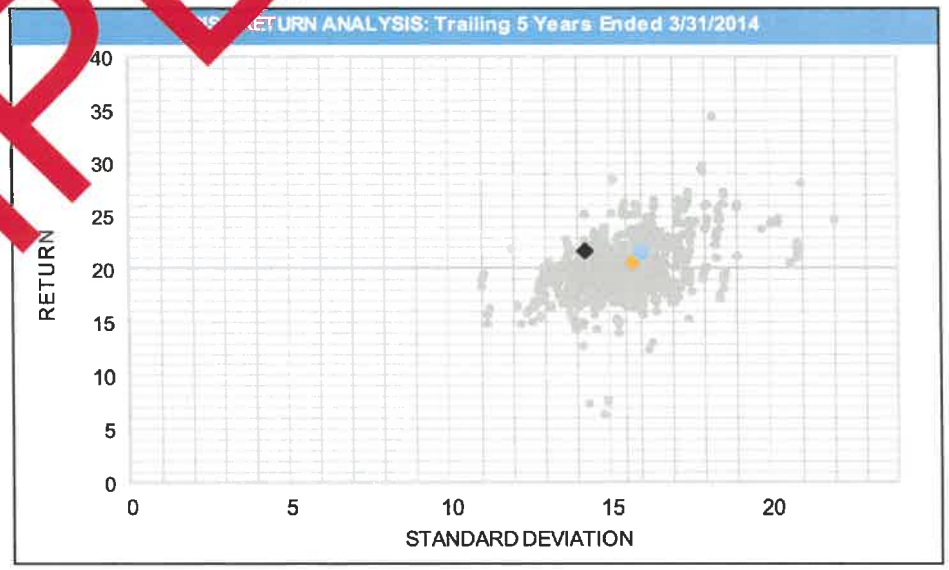

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Source: Morningstar™ Large Growth Category for creating asset class universe.

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Mid Value

Investment Option/Benchmark	Return	1 Year	3 Years	5 Years	10 Years	Inception	Date	5 Years	5 Years	5 Years	3/31/14	Ratio
Mid Cap Value / Integrity Fund	**5.50%**	**27.77%**	**15.77%**	**25.40%**	**---**	**9.06%**	**Jun-05**	**18.36%**	**-2.45%**	**1.33%**	**1**	**1.17%**
Mid Cap Value / Invesco Fund	**2.58%**	**22.19%**	**14.83%**	**26.23%**	**---**	**7.89%**	**May-07**	**16.08%**	**1.33%**	**1.53%**	**1**	**1.16%**
Perkins Mid Cap Value T	**2.18%**	**15.76%**	**9.25%**	**17.51%**	**8.74%**	**N/A**	**Aug-98**	**13.73%**	**-2.84%**	**1.24%**	**---**	**0.77%**
Russell Midcap™ Value Index	*5.22%*	*22.95%*	*15.17%*	*26.35%*	*10.24%*		*---*	*16.72%*	*0.00%*	*1.49%*	*---*	*---*
Lipper Mid Cap Value Funds Index	*3.14%*	*23.69%*	*13.71%*	*24.31%*	*9.10%*	*---*	*---*	*17.17%*	*-1.94%*	*1.36%*	*---*	*---*
Mid-Cap Value Category Median	*3.14%*	*22.34%*	*13.64%*	*23.61%*	*9.33%*	*---*	*---*	*16.64%*	*-1.81%*	*1.33%*	*---*	*---*
Mid Cap Value / Integrity Fund	**4%**	**12%**	**14%**	**26%**	**--**			**79%**	**63%**	**52%**		
Mid Cap Value / Invesco Fund	**65%**	**54%**	**25%**	**16%**	**---**			**34%**	**11%**	**9%**		
Perkins Mid Cap Value T	**73%**	**95%**	**93%**	**96%**	**65%**			**8%**	**75%**	**81%**		
# of funds in Category	**105**	**103**	**92**	**--**	**60**							

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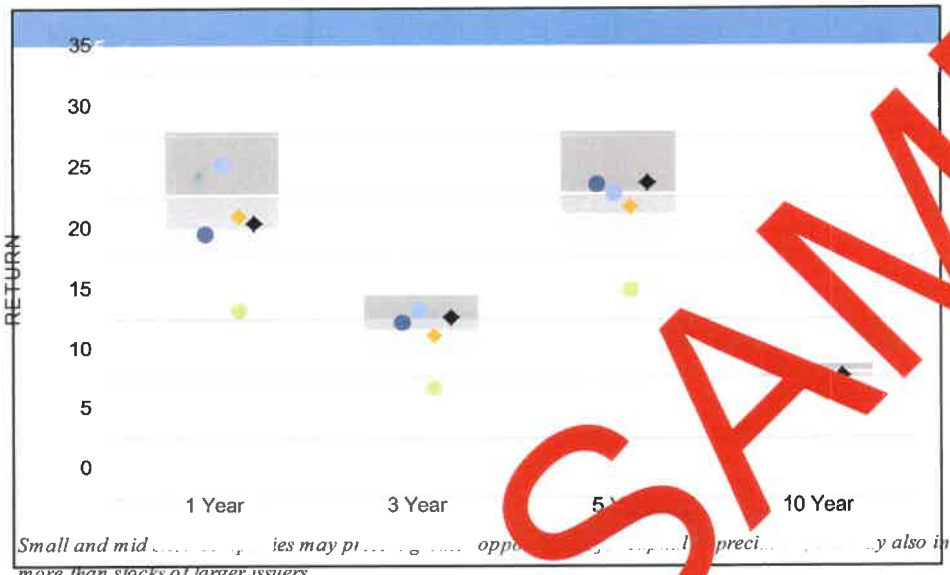

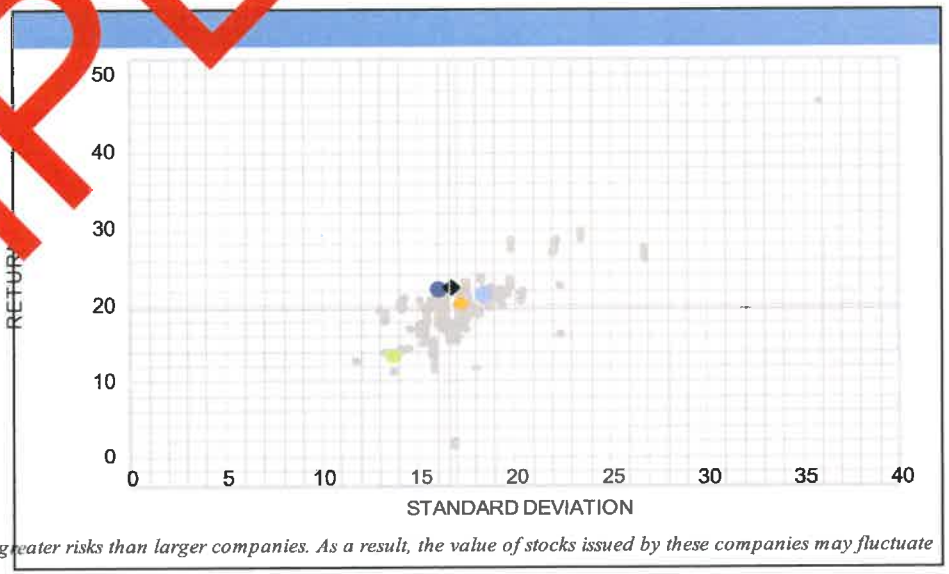

Small and mid ... companies may pr... opp... l appreci... ...y also involve greater risks than larger companies. As a result, the value of stocks issued by these companies may fluctuate more than stocks of larger issuers.

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Source: Morningstar™ Mid-Cap Value Category for creating asset class universe.

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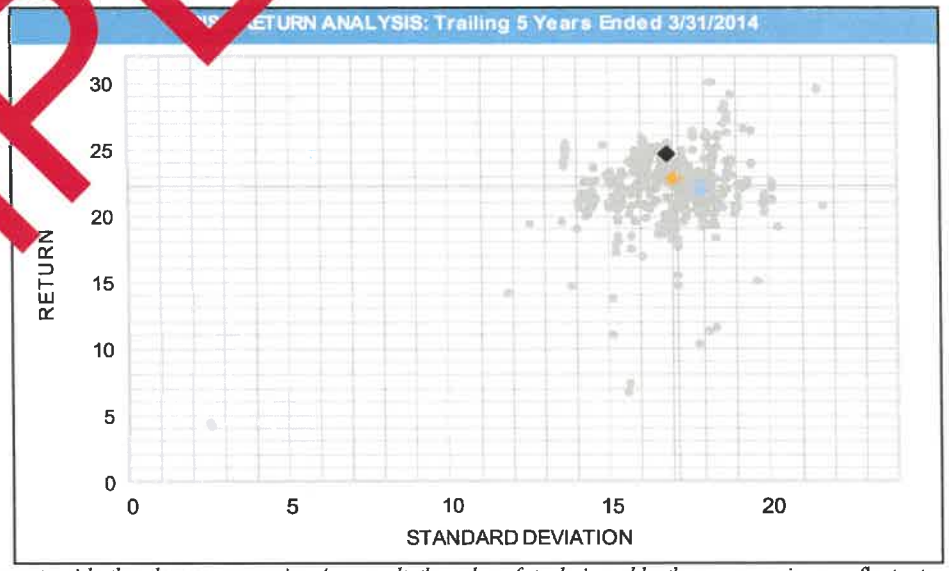
Mid Growth

Investment Option/Benchmark	YTD Return	Average Annual Total Returns as of 03/31/2014 1 Year	3 Years	5 Years	10 Years	Inception	Inception Date	Risk 5 Years	Alpha 5 Years	Sharpe 5 Years	DDA Rank 3/31/14	Expense Ratio
Mid Cap Growth / Westfield Capital Fund	**3.13%**	**25.27%**	**11.07%**	**22.08%**	**---**	**7.61%**	**Jun-07**	**17.85%**	**-2.59%**	**1.21%**	**3**	**0.95%**
Russell Midcap™ Growth Index	*2.05%*	*24.23%*	*13.52%*	*24.73%*	*9.48%*	*---*	*---*	*16.80%*	*0.00%*	*1.40%*	*---*	*---*
Lipper Mid Cap Growth Funds Index	*1.37%*	*23.98%*	*11.38%*	*22.80%*	*9.24%*	*---*	*---*	*17.04%*	*-1.78%*	*1.29%*	*---*	*---*
Mid-Cap Growth Category Median	*1.37%*	*23.61%*	*11.59%*	*22.31%*	*9.09%*	*---*	*---*	*17.16%*	*-1.07%*	*1.30%*	*---*	*---*

Return Rank within Category	YTD	1 Year	3 Years	5 Years	10 Years	Risk	Alpha	Sharpe
Mid Cap Growth / Westfield Capital Fund	**12%**	**31%**	**55%**	**52%**	**---**	**71%**	**68%**	**67%**
# of funds in Category	**218**	**210**	**200**	**18**	**153**			

Return rank within category is the percentile ranking of an investment option's returns relative to the other investm s in t egory. Th ghest ranking a fund can receive is 1. The lowest is 100.



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Source: Morningstar™ Mid-Cap Growth Category for creating asset class universe.

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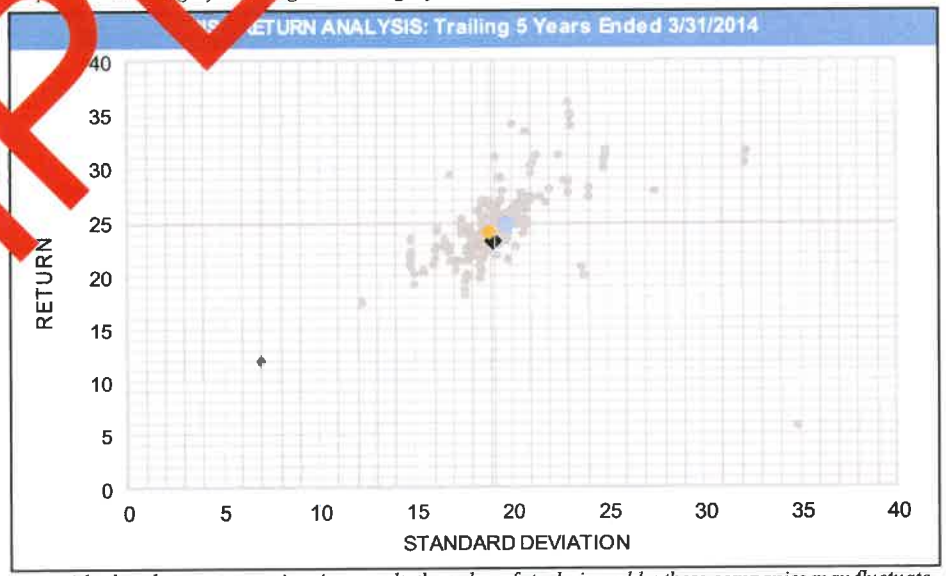
Small Value

Investment Option/Benchmark	YTD Return	Average Annual Total Returns as of 03/31/2014 1 Year	3 Years	5 Years	10 Years	Inception	Inception Date	Risk 5 Years	Alpha 5 Years	Sharpe 5 Years	DDA Rank 3/31/14	Expense Ratio
Columbia Small Cap Value Fund II Z	**2.22%**	**25.71%**	**13.44%**	**24.71%**	**9.87%**	**N/A**	**May-02**	**19.74%**	**0.66%**	**1.22%**	---	**1.07%**
Russell 2000™ Value Index	*1.78%*	*22.65%*	*12.74%*	*23.33%*	*8.07%*	---	---	*19.04%*	*0.00%*	*1.20%*	---	---
Lipper Small Cap Value Funds Index	*1.86%*	*23.16%*	*12.13%*	*24.06%*	*8.83%*	---	---	*18.83%*	*0.97%*	*1.24%*	---	---
Small Value Category Median	*1.64%*	*23.48%*	*13.10%*	*24.75%*	*8.73%*	---	---	*19.17%*	*1.58%*	*1.25%*	---	---

Return Rank within Category	YTD	1 Year	3 Years	5 Years	10 Yr	Risk	Alpha	Sharpe
Columbia Small Cap Value Fund II Z	**36%**	**33%**	**43%**	**54%**	**20%**	**61%**	**79%**	**73%**
# of funds in Category	**115**	**108**	**95**	**85**	**65**			

Return rank within category is the percentile ranking of an investment option's returns relative to the other investments in its category. The highest ranking a fund can receive is 1. The lowest is 100.



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Small and mid sized companies may present greater opportunities for capital appreciation, but may also involve greater risks than larger companies. As a result, the value of stocks issued by these companies may fluctuate more than stocks of larger issuers.

▲ *Please refer to the glossary & notes section at the end of this report for all appropriate notes and disclaimers.*
Source: Morningstar™ Small Value Category for creating asset class universe.

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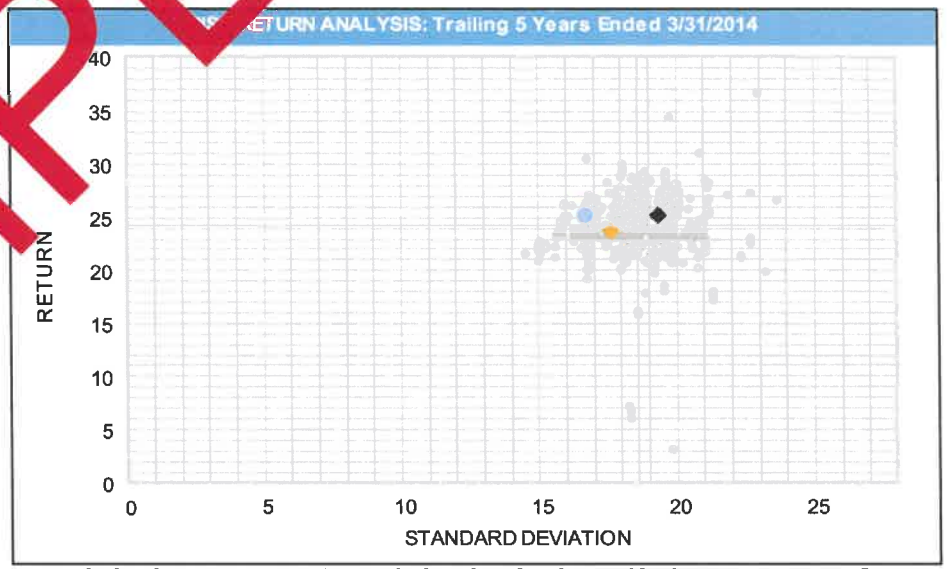
Small Growth

Investment Option/Benchmark	YTD Return	Average Annual Total Returns as of 03/31/2014 1 Year	3 Years	5 Years	10 Years	Inception	Inception Date	Risk 5 Years	Alpha 5 Years	Sharpe 5 Years	DDA Rank 3/31/14	Expense Ratio
Small Cap Growth / TimesSquare Fund	-4.23%	24.07%	15.01%	25.34%	11.31%	N/A	Dec-97	16.67%	3.52%	1.44%	2	1.01%
Russell 2000™ Growth Index	*0.49%*	*27.20%*	*13.62%*	*25.24%*	*8.87%*	---	---	*19.34%*	*0.00%*	*1.26%*	---	---
Lipper Small Cap Growth Funds Index	*-0.47%*	*25.59%*	*12.88%*	*23.77%*	*7.89%*	---	---	*17.67%*	*0.75%*	*1.30%*	---	---
Small Growth Category Median	*0.45%*	*25.40%*	*12.84%*	*24.35%*	*8.84%*	---	---	*18.57%*	*0.93%*	*1.28%*	---	---

Return Rank within Category	YTD	1 Year	3 Years	5 Years	10 Years	Risk	Alpha	Sharpe
Small Cap Growth / TimesSquare Fund	99%	63%	20%	36%	7%	9%	16%	11%
# of funds in Category	**214**	**204**	**191**	**17**	**146**			

Return rank within category is the percentile ranking of an investment option's returns relative to the other investments in the category. The highest ranking a fund can receive is 1. The lowest is 100.



Small and mid sized companies may present greater opportunities for capital appreciation, but may also involve greater risks than larger companies. As a result, the value of stocks issued by these companies may fluctuate more than stocks of larger issuers.

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Source: Morningstar™ Small Growth Category for creating asset class universe.

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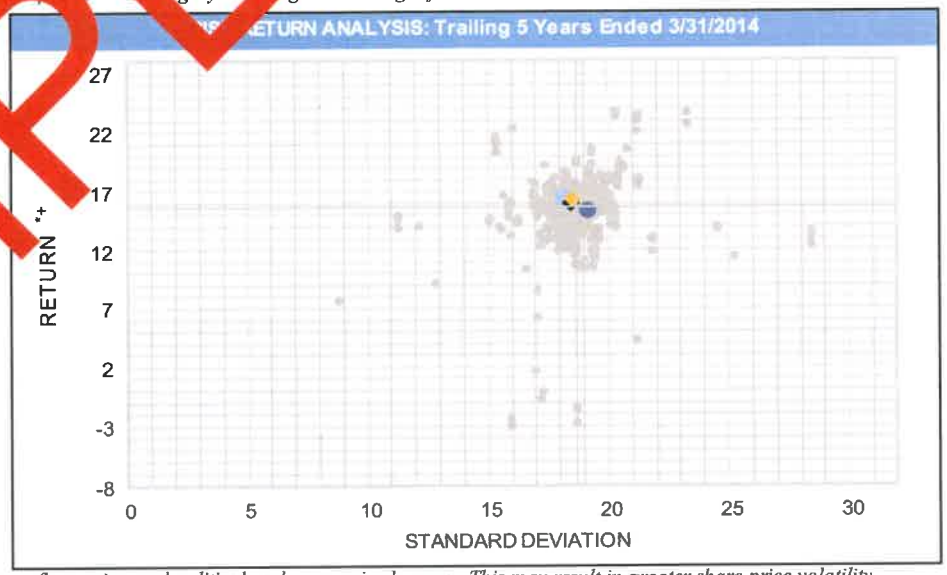
International Blend

Investment Option/Benchmark	YTD Return*+	Average Annual Total Returns as of 03/31/2014*+ 1 Year	3 Years	5 Years	10 Years	Inception	Inception Date	Risk 5 Years	Alpha 5 Years	Sharpe 5 Years	DDA Rank* 3/31/14	Expense Ratio*
International Blend (sub-advised by Wellington Mgmt)	**-1.44%**	**16.70%**	**6.15%**	**16.47%**	**8.20%**	**N/A**	**May-94**	**18.17%**	**0.95%**	**0.93%**	**4**	**1.10%**
Vanguard Total Intl Stock Index Signal	**0.82%**	**12.81%**	**4.42%**	**15.40%**	**6.88%**	**N/A**	**Nov-10**	**19.16%**	**-0.75%**	**0.84%**	**---**	**0.14%**
MSCI EAFE™ Index(net)	*0.66%*	*17.56%*	*7.21%*	*16.02%*	*6.53%*	*---*	*---*	*18.48%*	*0.00%*	*0.89%*	*---*	*---*
Lipper International Funds Index	*0.42%*	*17.22%*	*6.35%*	*16.32%*	*7.04%*	*---*	*---*	*18.52%*	*0.47%*	*0.91%*	*---*	*---*
Foreign Large Blend Category Median	*0.40%*	*15.93%*	*6.16%*	*15.61%*	*6.52%*	*---*	*---*	*18.72%*	*-0.18%*	*0.87%*	*---*	*---*

Return Rank within Category	YTD	1 Year	3 Years	5 Years	10 Years	Risk	Alpha	Sharpe
International Blend (sub-advised by Wellington Mgmt)	**90%**	**41%**	**51%**	**24%**	**14%**	**31%**	**23%**	**21%**
Vanguard Total Intl Stock Index Signal	**31%**	**78%**	**79%**	**57%**	**36%**	**70%**	**70%**	**67%**
# of funds in Category	**207**	**203**	**187**	**17[illegible]**	**119**			

Return rank within category is the percentile ranking of an investment option's returns relative to the other investm[illegible]s in the category. The highest ranking a fund can receive is 1. The lowest is 100.



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Investing in foreign securities presents certain unique risks not associated wi[illegible]omestic investments, such as currency fluctuation and political and economic changes. This may result in greater share price volatility.

** For Institutional Funds, the returns for periods prior to the investment manager's inception date may represent the blend of actual separate account performance and the manager's composite for similar strategies. Actual returns and the composite are shown separately in the Plan Summary section earlier in this report. Refer to the Glossary and Notes section at the end of this report for other important information.*

+ For Institutional Funds and Alliance Funds, returns, expense ratios and rankings do not reflect any contract charges.

▲ Please refer to the glossary & notes section at the end of this report for all appropriate notes and disclaimers.

Source: Morningstar™ Foreign Large Blend Category for creating asset class universe.

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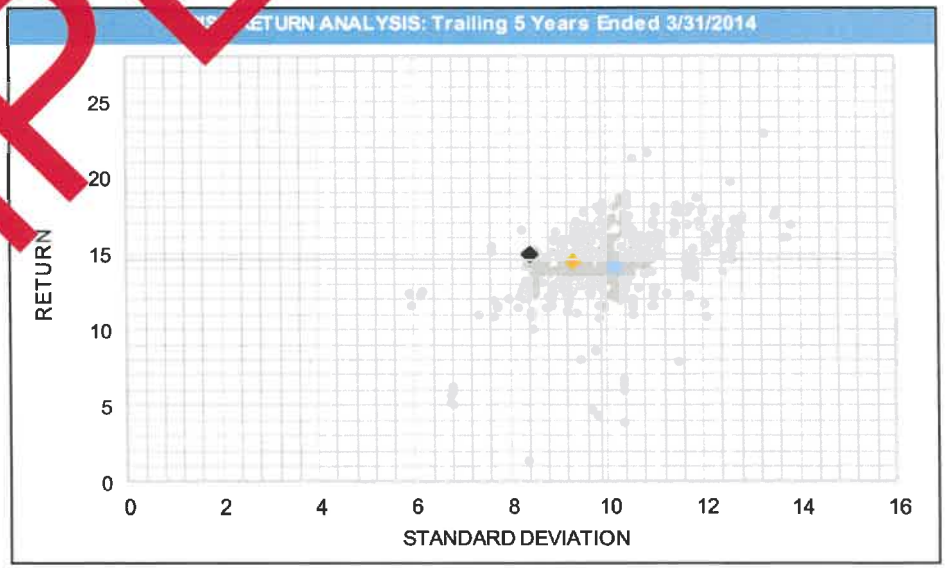
Balanced Blend (Moderate Allocation)

Investment Option/Benchmark	YTD Return	Average Annual Total Returns as of 03/31/2014 1 Year	3 Years	5 Years	10 Years	Inception	Inception Date	Risk 5 Years	Alpha 5 Years	Sharpe 5 Years	DDA Rank 3/31/14	Expense Ratio
Oakmark Equity & Income I	**1.78%**	**19.10%**	**9.85%**	**14.15%**	**8.10%**	**N/A**	**Nov-95**	**10.14%**	**-2.54%**	**1.35%**	**---**	**0.77%**
60% R1000 / 40% Barclays Agg	*2.02%*	*13.03%*	*10.47%*	*14.98%*	*6.76%*	*---*	*---*	*8.41%*	*0.00%*	*1.70%*	*---*	*---*
Lipper Balanced Funds Index	*1.82%*	*12.44%*	*8.90%*	*14.47%*	*6.16%*	*---*	*---*	*9.31%*	*-1.77%*	*1.50%*	*---*	*---*
Moderate Allocation Category Median	*1.59%*	*12.16%*	*8.59%*	*14.57%*	*6.19%*	*---*	*---*	*9.90%*	*-2.26%*	*1.42%*	*---*	*---*

Return Rank within Category	YTD	1 Year	3 Years	5 Years	10 Years	Risk	Alpha	Sharpe
Oakmark Equity & Income I	**41%**	**1%**	**27%**	**60%**	**7%**	**60%**	**55%**	**69%**
# of funds in Category	**243**	**229**	**197**	**18**	**144**			

Return rank within category is the percentile ranking of an investment option's returns relative to the other investm s in t egory. Th ighest ranking a fund can receive is 1. The lowest is 100.



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▲ *Please refer to the glossary & notes section at the end of this report for all appropriate notes and disclaimers.*
Source: Morningstar™ Moderate Allocation Category for creating asset class universe.

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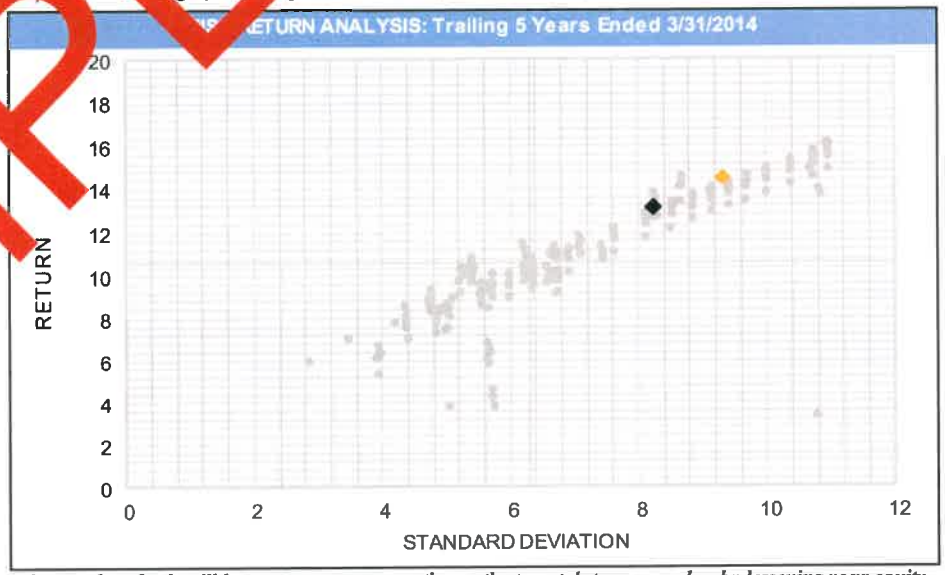
Retirement Income

Investment Option/Benchmark	YTD Return	Average Annual Total Returns as of 03/31/2014 1 Year	3 Years	5 Years	10 Years	Inception	Inception Date	Risk 5 Years	Alpha 5 Years	Sharpe 5 Years	DDA Rank 3/31/14	Expense Ratio
Prudential Day One IncomeFlex Bal Fund	**1.87%**	**7.69%**	**6.96%**	**---**	**---**	**9.96%**	**Jun-09**	**---**	**---**	**---**	**---**	**1.77%**
Prudential Day One IncomeFlex Target Bal Benchmark	*2.13%*	*9.29%*	*8.27%*	*13.17%*	*6.43%*	*---*	*---*	*8.24%*	*0.00%*	*1.54%*	*---*	*---*
Lipper Balanced Funds Index	*1.82%*	*12.44%*	*8.90%*	*14.47%*	*6.16%*	*---*	*---*	*9.31%*	*-0.24%*	*1.50%*	*---*	*---*
Retirement Income Median	*1.61%*	*5.70%*	*5.73%*	*10.65%*	*4.52%*	*---*	*---*	*6.31%*	*0.66%*	*1.58%*	*---*	*---*

Return Rank within Category	YTD	1 Year	3 Years	5 Years	10 Years	Risk	Alpha	Sharpe
Prudential Day One IncomeFlex Bal Fund	**18%**	**28%**	**25%**	**---**	**---**	**---**	**---**	**---**
# of funds in Category	**60**	**59**	**53**	**4**	**11**			

Return rank within category is the percentile ranking of an investment option's returns relative to the other investments in the category. The highest ranking a fund can receive is 1. The lowest is 100.



The target date is the approximate date when investors plan to start withdrawing their money. The asset allocation of target date funds will become more conservative as the target date approaches by lessening your equity exposure and increasing your exposure in fixed income type investments. The principal value of an investment in a target date fund is not guaranteed at any time; including the target date.

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Source: Morningstar™ Retirement Income Median

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Intermediate-Term Bond

Investment Option/Benchmark	YTD Return+*	Average Annual Total Returns as of 03/31/2014+* 1 Year	3 Years	5 Years	10 Years	Inception	Inception Date	Risk 5 Years	Alpha 5 Years	Sharpe 5 Years	DDA Rank* 3/31/14	Expense Ratio*
Core Plus Bond / PIMCO Fund	1.20%	-0.78%	3.78%	6.17%	5.28%	N/A	Jul-02	3.97%	0.95%	1.51%	4	0.58%
Prudential Total Return Bond SA	2.05%	0.40%	5.38%	9.03%	5.65%	N/A	Jun-02	4.01%	3.78%	2.17%	2	0.75%
Vanguard Total Bond Market Index Signal	1.91%	-0.21%	3.71%	4.71%	4.42%	N/A	Sep-06	2.91%	-0.21%	1.57%	---	0.10%
Barclays Aggregate Bond Index	*1.84%*	*-0.10%*	*3.75%*	*4.80%*	*4.46%*	---	---	*2.82%*	*0.00%*	*1.65%*	---	---
Intermediate-Term Bond Category Median	*1.97%*	*0.26%*	*4.12%*	*6.46%*	*4.56%*	---	---	*3.18%*	*1.88%*	*1.93%*	---	---

Return Rank within Category	YTD	1 Year	3 Years	5 Years	10 Years	Risk	Alpha	Sharpe
Core Plus Bond / PIMCO Fund	87%	84%	62%	58%	18%	88%	69%	85%
Prudential Total Return Bond SA	42%	45%	12%	11%	12%	89%	16%	27%
Vanguard Total Bond Market Index Signal	56%	62%	64%	72%	54%	31%	85%	82%
# of funds in Category	**276**	**267**	**253**	**230**	**199**			

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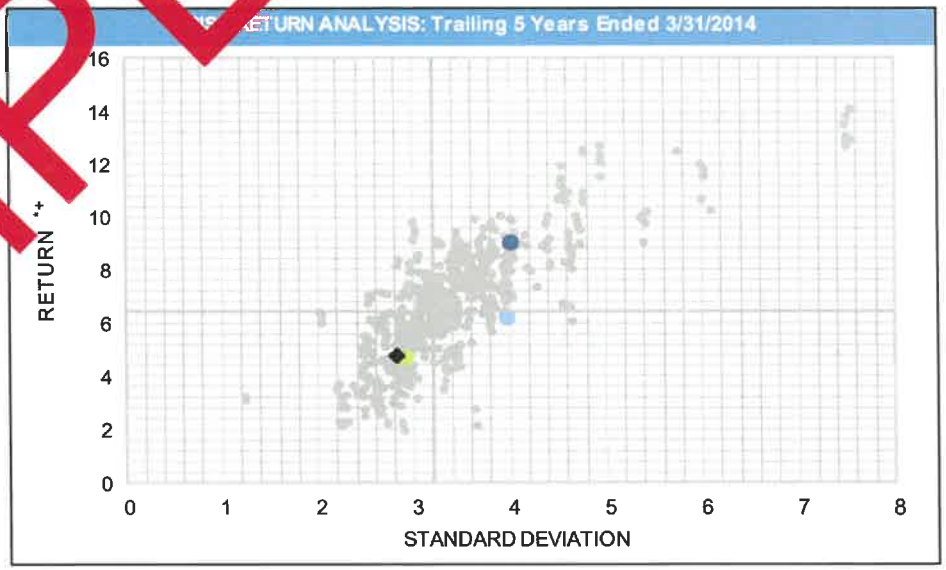

Fixed Income investment (bond) funds are subject to interest rate risk; their value will decline as interest rates rise.

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** For Institutional Funds, the returns for periods prior to the investment manager's inception date may represent the blend of actual separate account performance and the manager's composite for similar strategies. Actual returns and the composite are shown separately in the Plan Summary section earlier in this report. Refer to the Glossary and Notes section at the end of this report for other important information.*

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Source: Morningstar™ Intermediate-Term Bond Category for creating asset class universe.

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Inflation-Protected Bond

Investment Option/Benchmark	YTD Return	Average Annual Total Returns as of 03/31/2014 1 Year	3 Years	5 Years	10 Years	Inception	Inception Date	Risk 5 Years	Alpha 5 Years	Sharpe 5 Years	DOA Rank 3/31/14	Expense Ratio
PIMCO Real Return Admin	**2.14%**	**-7.39%**	**3.35%**	**6.22%**	**4.68%**	**N/A**	**Apr-00**	**5.86%**	**0.95%**	**1.05%**	**---**	**0.73%**
Barclays US Treasury TIPS Index	*1.95%*	*-6.49%*	*3.50%*	*4.91%*	*4.53%*	*---*	*---*	*5.30%*	*0.00%*	*0.91%*	*---*	*---*
Barclays Treasury Bond	*1.34%*	*-1.26%*	*3.40%*	*2.69%*	*4.05%*	*---*	*---*	*3.75%*	*0.45%*	*0.70%*	*---*	*---*
Inflation-Protected Bond Median	*1.81%*	*-6.60%*	*2.97%*	*4.48%*	*4.04%*	*---*	*---*	*5.14%*	*-0.06%*	*0.88%*	*---*	*---*

Return Rank within Category	YTD	1 Year	3 Years	5 Years	10 Years	Risk	Alpha	Sharpe
PIMCO Real Return Admin	**11%**	**84%**	**11%**	**3%**	**9%**	**98%**	**9%**	**12%**
# of funds in Category	**51**	**51**	**45**	**36**	**19**			

Return rank within category is the percentile ranking of an investment option's returns relative to the other investments in the category. The highest ranking a fund can receive is 1. The lowest is 100.

Fixed Income investment (bond) funds are subject to interest rate risk; their value will decline as interest rates rise.

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Source: Morningstar™ Inflation-Protected Bond Category for creating asset class universe.

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Glossary & Notes

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Index Definitions

A market index is an unmanaged portfolio of securities such as stocks and bonds. An index is often used as a comparative benchmark for managed portfolios such as mutual funds. These indices are presented to help you evaluate the performance of the broad market which they represent, and provide you with an understanding of that market's historic long-term performance. They are an unmanaged weighted index providing a broad indicator of price movement. Individual investors cannot invest directly in an index/average. Past performance is not indicative of future results.

Prudential Day One IncomeFlex Target Bal Benchmark : The performance benchmarks are a pro rata combination of the benchmarks for each Fund's underlying asset classes, based on the normal asset allocation for each Fund. The benchmark reflects the weighted average of the underlying Fund's stock/non-traditional assets/bond/cash allocation, as represented by the S&P 1500 Composite® Index, the Russell Developed ex North America Large Cap℠ Index, the MSCI Emerging Markets Net Dividend℠ Index, the Dow Jones UBS Commodities Index, the PRREF Composite Index, the Barclays U.S. Treasury Inflation-Protect Securities (TIPS) Index (Series L), the Barclays U.S. Aggregate Bond Index and the Citigroup Three Month T-Bill. See User Guide for benchmark performance disclosure and definitions.

5 Year Treasury Average Yield : The 5-Year Treasury Average Yield is the average daily treasury yield (Constant Maturity) for U.S. Treasuries with a maturity of five years (negotiable debt obligations of the U.S. Government, considered intermediate in maturity).

60% R1000 / 40% Barclays Agg : 60% Russell 1000 Index/40% Barclays U.S. Aggregate Index is an unmanaged, weighted average composite composed of 60% Russell 1000 Index and 40% Barclays U.S. Aggregate Index (measuring U.S. bonds with maturities of at least one year).

Barclays Agency : Barclays U.S. Agency Index accounts for roughly 35% of the Government Index and includes publicly issued debt of U.S. government agencies, quasi-federal corporations, and corporate or foreign debt guaranteed by the U.S. government.

Barclays Aggregate Bond Index : Barclays U.S. Aggregate Bond Index is a Broad-based benchmark that measures the investment grade U.S. dollar denominated, fixed-rate taxable bond market, including Treasuries government-related and corporate securities, MBS (agency fixed rate and hybrid ARM passthroughs), ABS, and CMBS.

Barclays Asset-Backed Securities Index : Barclays U.S. Asset Backed Securities Index is a component of the U.S. Aggregate Index. The Asset-Backed Securities (ABS) Index has five subsectors: (1) Credit and charge cards, (2) Autos, (3) Home equity loans, (4) Utility, and (5) Manufactured Housing. The index includes pass-through, bullet, and controlled amortization structures. The ABS Index includes only the senior class of each ABS issue and the ERISA-eligible B and C tranche.

Barclays Credit Index : Barclays U.S. Credit Bond Index is a subset of the US Government/Credit Index and the U.S. Aggregate Index. It comprises the US Corporate Index and a non-corporate component that includes foreign agencies, sovereigns, supranationals, and local authorities.

Barclays Government Bond Index : Barclays U.S. Government Bond Index is the U.S. Government component of the U.S. Government/Credit Index. It consists of securities issued by the U.S. Government (i.e., securities in the Treasury and Agency Indices). This includes public obligations of the U.S. Treasury with a remaining maturity of one year or more, publicly issued debt of U.S. Government agencies, quasi-federal corporations, and corporate or foreign debt.

Barclays High Yield Bond Index : Barclays U.S. High Yield Index covers the universe of fixed rate, non-investment grade debt (having a maximum quality rating of Ba1), a minimum outstanding amount of $150 million and at least one year to maturity.

Barclays MBS Index : Barclays U.S. Mortgage Backed Securities Index covers agency mortgage-backed pass-through securities (both fixed-rate and hybrid ARM) issued by Ginnie Mae (GNMA), Fannie Mae (FNMA), and Freddie Mac (FHLMC).

Barclays Treasury Bond : Barclays U.S. Treasury Index accounts for nearly 65% of the Government Index and includes public obligations of the U.S. Treasury that have remaining maturities of more than one year.

Barclays US Treasury TIPS Index : This index includes all publicly issued United States Treasury inflation-protected securities that have at least one year remaining until maturity, are rated investment grade, and have $250 million or more of outstanding face value. In addition, the securities must be denominated in dollars, and must be fixed-rate and non-convertible securities. The index is a market capitalization-weighted index. Inflation notes were included in the broader Barclays U.S. Treasury Index in March 1997 and removed from that index on January 1998.

Citigroup Three Month T-Bill : Citigroup 3 Month T-Bill Index is an index which assumes hypothetical dollar amounts of three-month Treasury bills are purchased at the beginning of each of three consecutive months. As each bill matures, all proceeds are rolled over or reinvested in a new three-month bill. The income used to calculate the monthly return is derived by subtracting the original amount invested from the maturity value.

FTSE NAREIT Equity® Index : The FTSE NAREIT Equity® Indexis an unmanaged market capitalization index of all tax-qualified Equity REITS listed on the NYSE, AMEX, and the NASDAQ that have 75% or more of their gross invested book of assets invested directly or indirectly in the equity ownership of real estate.
This Fund is not sponsored, endorsed, sold or promoted by FTSE International Limited ("FTSE") and FTSE makes no recommendation regarding investing in the Fund. See the User's Guide for a more detailed description of the limited relationship FTSE has with Prudential.

Lipper Balanced Funds Index : Lipper Balanced Funds Index is an equal dollar weighted index of the 30 largest qualifying mutual funds (based on year-end total net assets) for the investment objective (to conserve principal by maintaining a balanced portfolio of stocks and bonds). Typically the stock/bond ratio ranges around 60%/40%.

Lipper International Funds Index : Lipper International Funds Index is an equal dollar-weighted index of the 30 largest qualifying mutual funds (based on year-end total net assets) for the investment objective (to invest assets in securities whose primary trading markets are outside the United States).

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Lipper Large Cap Core Funds Index : Lipper Large-Cap Core Funds Index represents the average of the 30 largest qualifying mutual funds (based on year-end total net assets) in the Lipper Large-Cap Universe. These funds, by portfolio practice, invest at least 75% of their equity assets in companies with market capitalizations (on a three-year weighted basis) greater than 300% of the dollar-weighted median market capitalization of the middle 1,000 securities of the S&P SuperComposite 1500 Index. These funds typically have an average price-to-earnings ratio, price-to-book ratio, and three-year sales-per-share growth value, compared to the S&P 500 Index.

Lipper Large Cap Growth Funds Index : Lipper Large-Cap Growth Funds Index represents the average of the 30 largest qualifying mutual funds (based on year-end total net assets) in the Lipper Large-Cap Universe. These funds, by portfolio practice, invest at least 75% of their equity assets in companies with market capitalizations (on a three-year weighted basis) greater than 300% of the dollar-weighted median market capitalization of the middle 1,000 securities of the S&P SuperComposite 1500 Index. These funds typically have an above average price-to-earnings ratio, price-to-book ratio, and three-year sales-per-share growth value, compared to the S&P 500 Index.

Lipper Large Cap Value Funds Index : Lipper Large-Cap Value Funds Index represents the average of the 30 largest qualifying mutual funds (based on year-end total net assets) in the Lipper Large-Cap Universe. These funds, by portfolio practice, invest at least 75% of their equity assets in companies with market capitalizations (on a three-year weighted basis) greater than 300% of the dollar-weighted median market capitalization of the middle 1,000 securities of the S&P SuperComposite 1500 Index. These funds typically have a below average price-to-earnings ratio, price-to-book ratio, and three-year sales-per-share growth value, compared to the S&P 500 Index.

Lipper Mid Cap Growth Funds Index : Lipper Mid-Cap Growth Funds Index represents the average of the 30 largest qualifying mutual funds (based on year-end total net assets) in the Lipper Mid-Cap Universe. These funds, by portfolio practice, invest at least 75% of their equity assets in companies with market capitalizations (on a three-year weighted basis) less than 300% of the dollar-weighted median market capitalization of the middle 1,000 securities of the S&P SuperComposite 1500 Index. These funds typically have an above average price-to-earnings ratio, price-to-book ratio, and three-year sales-per-share growth value, compared to the S&P Midcap 400 Index.

Lipper Mid Cap Value Funds Index : Lipper Mid-Cap Value Funds Index represents the average of the 30 largest qualifying mutual funds (based on year-end total net assets) in the Lipper Mid-Cap Universe. These funds, by portfolio practice, invest at least 75% of their equity assets in companies with market capitalizations (on a three-year weighted basis) less than 300% of the dollar-weighted median market capitalization of the middle 1,000 securities of the S&P SuperComposite 1500 Index. These funds typically have a below average price-to-earnings ratio, price-to-book ratio, and three-year sales-per-share growth value, compared to the S&P Midcap 400 Index.

Lipper Small Cap Growth Funds Index : Lipper Small-Cap Growth Funds Index represents the average of the 30 largest qualifying mutual funds (based on year-end total net assets) in the Lipper Small-Cap Universe. These funds, by portfolio practice, invest at least 75% of their equity assets in companies with market capitalizations (on a three-year weighted basis) less than 250% of the dollar-weighted median of the smallest 500 of the middle 1,000 securities of the S&P SuperComposite 1500 Index. These funds typically have an above average price-to-earnings ratio, price-to-book ratio, and three-year sales-per-share growth value, compared to the S&P SmallCap 600 Index.

Lipper Small Cap Value Funds Index : Lipper Small-Cap Value Funds Index represents the average of the 30 largest qualifying mutual funds (based on year-end total net assets) in the Lipper Small-Cap Universe. These funds, by portfolio practice, invest at least 75% of their equity assets in companies with market capitalizations (on a three-year weighted basis) less than 250% of the dollar-weighted median of the smallest 500 of the middle 1,000 securities of the S&P SuperComposite 1500 Index. These funds typically have a below average price-to-earnings ratio, price-to-book ratio, and three-year sales-per-share growth value, compared to the S&P SmallCap 600 Index.

MSCI EAFE™ Index(net) : MSCI EAFE™ Index(net) is a market capitalization weighted index comprised of companies representative of the market structure of 21 developed market countries in Europe, Australia and the Far East. The MSCI EAFE Index is available both in local currency and U.S. dollar terms. The returns shown in the performance chart are calculated with dividends reinvested and are net of foreign withholding tax.

MSCI Emerging Markets™ Index(net) : The MSCI Emerging Markets™ Index(net) is a market capitalization-weighted index comprised of companies representative of the market structure of 25 emerging market countries open to foreign investment. The MSCI EMF Index excludes closed markets and those shares in otherwise open markets that are not available for purchase by foreigners. The returns shown in the performance chart are calculated with dividends reinvested and are net of foreign withholding tax. The index is available both in local currency and U.S. dollar terms.

MSCI Europe ex U.K. Index : The MSCI Europe ex U.K. Index is a free float-adjusted market capitalization weighted index that is designed to measure the equity market performance of the developed markets in Europe. As of June 2007, the MSCI Europe ex U.K. Index consisted of the following 15 developed market country indices: Austria, Belgium, Denmark, Finland, France, Germany, Greece, Ireland, Italy, the Netherlands, Norway, Portugal, Spain, Sweden, and Switzerland.

MSCI Japan Net Dividend Index : MSCI Japan Index measures the performance of the large cap equity market listed in U.S. dollars, with net dividends reinvested.

MSCI Pacific Ex Japan Net Dividend Index : MSCI Pacific ex. Japan index measures the performance of stock markets in Australia, Hong Kong, New Zealand, and Singapore, and Malaysia.

MSCI United Kingdom Net Dividend Index : MSCI United Kingdom (net index)is constructed including every listed security in the market. Securities are free float adjusted, classified in accordance with the Global Industry Classification Standard (GICS®), and screened by size, liquidity and minimum free float. The returns shown in the performance chart are calculated with dividends reinvested and are net of foreign withholding tax.

Russell 1000™ Growth Index : The Russell 1000™ Growth Index is a market capitalization weighted index that measures the performance of those Russell 1000 companies with higher price-to-book ratios and higher forecasted growth rates.

Russell 1000™ Index : The Russell 1000™ Index is a market-capitalization weighted index that measures the performance of the 1,000 largest companies in the Russell 3000® Index.

Russell 1000™ Value Index : The Russell 1000™ Value Index is a market capitalization-weighted index that measures the performance of those Russell 1000 companies with lower price-to-book ratios and lower forecasted growth rates.

Russell 2000™ Growth Index : The Russell 2000™ Growth Index is a market capitalization-weighted index that measures the performance of those Russell 2000 companies with higher price-to-book ratios and higher forecasted growth rates.

Russell 2000™ Index : The Russell 2000™ Index is a market capitalization-weighted index that measures the performance of the 2000 smallest companies in the Russell 3000® Index.

Russell 2000™ Value Index : The Russell 2000™ Value Index is a market capitalization-weighted index that measures the performance of those Russell 2000 companies with lower price-to-book ratios and lower forecasted growth rates.

Russell Midcap™ Growth Index : The Russell Midcap™ Growth Index is a market capitalization-weighted index that measures the performance of those Russell Midcap companies with higher price-to-book ratios and higher forecasted growth rates. The stocks are also members of the Russell 1000® Growth Index.

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Russell Midcap™ Index : The Russell Midcap™ Index is a market capitalization-weighted index that measures the performance of the mid-cap segment of the U.S. equity universe. The index consists of approximately 800 of the smallest companies in the Russell 1000® Index.

Russell Midcap™ Value Index : The Russell Midcap™ Value index is a market capitalization-weighted index that measures the performance of those Russell Midcap companies with lower price-to-book ratios and lower forecasted growth rates. The stocks are also members of the Russell 1000® Value Index.

S&P 500® Index : S&P 500® Index (registered trademark of The McGraw-Hill Companies, Inc.) is an unmanaged index with over US $5.58 trillion benchmarked (index assets comprising approximately US $1.31 trillion of this total) that includes 500 leading companies in leading industries of the U.S. economy, capturing 75% coverage of U.S. equities.

S&P 500®-Consmer Staples Index : S&P 500®-Utilities Index includes companies that tend to be less sensitive to economic cycles. It includes manufacturing and distributors of food, beverages and tobacco and producers of non-durable household goods and personal products. It also includes food and drug retailing companies.

S&P 500®-Consumer Discretionary Index : S&P 500®-Consumer Discretionary Index includes companies that tend to be most sensitive to economic cycles. Its manufacturing segment includes automotive, household durable goods, textile and apparel, and leisure equipment. The services segment includes hotels, restaurants and other leisure facilities, media production and services and consumer retailing.

S&P 500®-Financial Services Index : S&P 500®-Financial Services Index contains companies involved in activities such as banking, consumer finance, investment banking and brokerage, asset management, insurance and investment, and real estate, including REITs.

S&P 500®-Health Care Index : S&P 500®-Health Care Index encompasses two main industry groups. The first includes companies who manufacture health care equipment and supplies or provide health care related services, including distributors of health care products, providers of basic health-care services, and owners and operators of health care facilities and organizations. The second group companies primarily involved in the research, development, production and marketing of pharmaceuticals and biotechnology products.

S&P 500®-Industrials Index : S&P 500®-Industrials Index includes companies whose businesses manufacture and distribute capital goods, including aerospace and defense, construction, engineering and building products, electrical and industrial machinery. It also includes companies who provide commercial services and supplies, including printing, employment, environmental, office services and transportation services including airlines, couriers, marine, road, and rail and transportation infrastructure.

S&P 500®-Information Technology Index : S&P 500®-Information Technology Index: Standard & Poor's offers sector indices of the S&P 500 based upon the Global Industry Classification Standard (GICS®). This standard is jointly Standard & Poor's and MSCI. Each stock is classified into one of 10 sectors, 24 industry groups, 64 industries and 139 sub-industries according to the largest source of revenue. Standard & Poor's and MSCI jointly determine all classifications. The 10 sectors are Consumer Discretionary, Consumer Staples, Energy, Financials, Health Care, Industrials, Information Technology, Materials, Telecommunication Services and Utilities. These indices are calculated using the same guiding principles that apply to all Standard & Poor's indices.

S&P 500®-Materials and Processing Index : S&P 500®-Materials and Processing Index includes companies that manufacture chemicals, construction materials, glass, paper, forest products and related packaging products, metals, minerals and mining companies, including producers of steel.

S&P 500®-Other Energy Index : S&P 500®-Other Energy Index encompasses two main industry groups. The first includes companies who manufacture oil rigs, drilling equipment and other energy-related services and equipment, including seismic data collection. The second group includes the exploration, production, marketing, refining and/or transportation of oil and gas products

S&P 500®-Telecom Service Index : S&P 500®-Telecom Service Index contains companies that provide communications services primarily through a fixed-line, cellular, wireless, high bandwidth and/or fiber optic cable network.

S&P 500®-Utilities Index : S&P 500®-Utilities Index encompasses those companies considered to be electric, gas or water utilities, or companies that operate as independent producers and/or distributors of power. This sector includes both nuclear and non-nuclear facilities

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Investment Performance Notes

Important Information about Investment Product Performance

Prudential Retirement constructs Asset Class Categories using MPI Stylus, a product of Markov Processes International LLC, and data provided by Morningstar™, Inc. Categories are constructed by using the appropriate Morningstar™, Inc. category and then removing duplicate share classes from the universe. Duplicate share classes are identified in a database field, and in general the share class with the longest history is used for category construction. Category medians and fund percentile rankings are then calculated using MPI Stylus and therefore may differ from those provided directly by Morningstar™, Inc.

Fund Specific Footnotes

Core Plus Bond / PIMCO Fund - The Separate Account was established 7/19/2002. All performance results are net of the management fee for this Fund of 0.55%. Actual Fund performance is also net of other Fund operating expenses of 0.03% for the prior calendar year. Such Fund operating expenses may reflect the benefit of a commission recapture program. Fee waivers of 0.00% are in place for this Fund. Actual performance shown reflects the imposition of the foregoing expenses and the benefit of any fee waivers and commission recaptures.

Dryden S&P 500 Index Fund - The Separate Account was established 12/31/1987. All performance results are net of the management fee for this Fund of 0.15%. Actual Fund performance is also net of other Fund operating expenses of 0.02% for the prior calendar year. Such Fund operating expenses may reflect the benefit of a commission recapture program. Fee waivers of 0.00% are in place for this Fund. Actual performance shown reflects the imposition of the foregoing expenses and the benefit of any fee waivers and commission recaptures. Effective 4/2004, Quantitative Management, an affiliate of Prudential Investment Management, assumed portfolio management responsibilities for the Fund. Performance since 4/2004 represents performance of Quantitative Management.

International Blend (sub-advised by Wellington Mgmt) - The Separate Account was established 2/2003. All performance results are net of the management fee for this Fund of 1.00%. Actual Fund performance is also net of other Fund operating expenses of 0.10% for the prior calendar year. Such Fund operating expenses may reflect the benefit of a commission recapture program. Fee waivers of 0.00% are in place for this Fund. Actual performance shown reflects the imposition of the foregoing expenses and the benefit of any fee waivers and commission recaptures. Effective 2/1/2012, Wellington Management Company, LLP ("Wellington") replaced Artio Global Management LLC as sub-advisor for the Fund. Performance from 2/1/2012 is that of Wellington.

Large Cap Blend / MFS Fund - The Separate Account was established 1/31/1992. All performance results are net of the management fee for this Fund of 0.55%. Actual Fund performance is also net of other Fund operating expenses of 0.02% for the prior calendar year. Such Fund operating expenses may reflect the benefit of a commission recapture program. Fee waivers of 0.00% are in place for this Fund. Actual performance shown reflects the imposition of the foregoing expenses and the benefit of any fee waivers and commission recaptures. Effective 9/2004, Victory Capital Management (Victory) replaced the multi-manager structure administered by Connecticut General Life Insurance Company. Performance from 9/2004 to 3/2012 is that of Victory. Effective 3/30/2012, MFS Investment Management (MFS) replaced Victory as sub-adviser for the Fund. Performance from 4/2012 forward is that of MFS.

Mid Cap Growth / Westfield Capital Fund - The Separate Account was established 6/28/2005. All performance results are net of the management fee for this Fund of 0.95%. Actual Fund performance is also net of other Fund operating expenses of 0.00% for the prior calendar year. Such Fund operating expenses may reflect the benefit of a commission recapture program. Fee waivers of 0.00% are in place for this Fund. Actual performance shown reflects the imposition of the foregoing expenses and the benefit of any fee waivers and commission recaptures.

Mid Cap Value / Integrity Fund - The Separate Account was established 6/1/2005. All performance results are net of the management fee for this Fund of 1.15%. Actual Fund performance is also net of other Fund operating expenses of 0.02% for the prior calendar year. Such Fund operating expenses may reflect the benefit of a commission recapture program. Fee waivers of 0.00% are in place for this Fund. Actual performance shown reflects the imposition of the foregoing expenses and the benefit of any fee waivers and commission recaptures.

Mid Cap Value / Invesco Fund - The Separate Account was established 5/17/2005. All performance results are net of the management fee for this Fund of 1.15%. Actual Fund performance is also net of other Fund operating expenses of 0.01% for the prior calendar year. Such Fund operating expenses may reflect the benefit of a commission recapture program. Fee waivers of 0.00% are in place for this Fund. Actual performance shown reflects the imposition of the foregoing expenses and the benefit of any fee waivers and commission recaptures. Effective 4/30/2013, the Invesco American Value (Class A) Alliance Fund was converted from an Alliance Fund which invests in shares of a mutual fund to an Institutional Sub-Advised structure. The fund was renamed as the Mid Cap Value/Invesco Fund.

Prudential Day One IncomeFlex Bal Fund - The Separate Account was established 6/30/2009. All performance results are net of the management fee for this Fund of 1.74%. Actual Fund performance is also net of other Fund operating expenses of 0.03% for the prior calendar year. Such Fund operating expenses may reflect the benefit of a commission recapture program. Fee waivers of 0.00% are in place for this Fund. Actual performance shown reflects the imposition of the foregoing expenses and the benefit of any fee waivers and commission recaptures. Performance shown beginning 09/22/2009 represents the actual performance track record of the Prudential Day One IncomeFlex Target Balanced Fund. Performance prior to 09/22/2009 represents simulated performance based on the historical track record of the underlying funds in the fund-of-funds structure, weighted in accordance with the asset allocation of each underlying fund as specified by the Prudential Day One IncomeFlex Target Balanced Fund's glidepath, beginning with the Glidepath Inception Date of June 30, 2009 ("Glidepath Performance"). Glidepath Performance is adjusted to reflect the fees and expenses of the Fund, and reflects daily rebalancing and annual ratcheting along the Fund's glidepath. Glidepath Performance is

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based on hypothetical performance results. Unlike the results shown in the actual performance track record of the Funds, as applicable, Glidepath Performance results do not represent actual trading and may not reflect the impact of material economic and market factors, such as lack of liquidity.

Prudential Total Return Bond SA - The Separate Account was established 2/28/2014. All performance results are net of the management fee for this Fund of 0.75%. Actual Fund performance is also net of other Fund operating expenses 0.00% projected for this calendar year. Such Fund operating expenses may reflect the benefit of a commission recapture program. Fee waivers of 0.00% are in place for this Fund. Actual performance shown reflects the imposition of the foregoing expenses and the benefit of any fee waivers and commission recaptures.

SA/T. Rowe Price Equity Income Strategy - The Separate Account was established 7/16/2001. All performance results are net of the management fee for this Fund of 0.85%. Actual Fund performance is also net of other Fund operating expenses of 0.02% for the prior calendar year. Such Fund operating expenses may reflect the benefit of a commission recapture program. Fee waivers of 0.00% are in place for this Fund. Actual performance shown reflects the imposition of the foregoing expenses and the benefit of any fee waivers and commission recaptures. Effective April 2009 this Separate Account was converted from an Alliance Fund, that invested in shares of a mutual fund, to a retail-branded, sub-advised fund, that invests in a portfolio of securities managed by the mutual fund's investment manager in a manner substantially similar to the mutual fund this Separate Account was invested in.

SA/T. Rowe Price Growth Stock Strategy - The Separate Account was established 6/24/2005. All performance results are net of the management fee for this Fund of 0.87%. Actual Fund performance is also net of other Fund operating expenses of 0.02% for the prior calendar year. Such Fund operating expenses may reflect the benefit of a commission recapture program. Fee waivers of 0.00% are in place for this Fund. Actual performance shown reflects the imposition of the foregoing expenses and the benefit of any fee waivers and commission recaptures. Effective April 2009 this Separate Account was converted from an Alliance Fund, that invested in shares of a mutual fund, to a retail-branded, sub-advised fund, that invests in a portfolio of securities managed by the mutual fund's investment manager in a manner substantially similar to the mutual fund this Separate Account was invested in.

Small Cap Growth / TimesSquare Fund - The Separate Account was established 12/4/1997. All performance results are net of the management fee for this Fund of 1.00%. Actual Fund performance is also net of other Fund operating expenses of 0.01% for the prior calendar year. Such Fund operating expenses may reflect the benefit of a commission recapture program. Fee waivers of 0.00% are in place for this Fund. Actual performance shown reflects the imposition of the foregoing expenses and the benefit of any fee waivers and commission recaptures.

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Glossary

Alpha

A measure of value added by a manager as compared to a passive portfolio with the same market sensitivity or beta. Alpha is a measure of return for residual, or non-market, risk, and is used to measure a manager's contribution to performance due to security or sector selection.

DDA

The Due Diligence Advisor Program employs a disciplined process to select, evaluate, and monitor the institutional sub-advised and mutual fund-based investment offerings. This Program helps to ensure that investments offered by Prudential Retirement are highly competitive and meet the varied investment requirements of retirement plan sponsors and their employees, as well as retirement plan consultants. The "Due Diligence Quartile Rank" provides an overall rank for each manager within the relevant style universe (e.g. Large Cap Stock – Growth). Each Fund is assessed on the basis of nominal risk-adjusted returns, and downside risk (versus and appropriate benchmark). These metrics are weighted based on 1-, 3-, and 5-year results with greatest emphasis place on longer timeframes. Criteria are then used to generate an overall rating that determines a quartile distribution for the Fund within its peer group on a quarterly basis.

Expense Ratio

Investment returns are reduced by various fees and expenses. For each plan investment option, the column shows these charges as an annual percentage. Depending on the type of investment, these charges are paid to Prudential or to unaffiliated mutual fund complexes or bank collective trusts. If the plan has mutual fund investment options, the Expense Ratio is not reduced by any fee or expense waivers from the fund complex, and therefore the actual Expense Ratio may be lower. For other investment options, the benefit of any waivers is reflected in the Expense Ratio shown.

Some mutual funds and bank collective trusts, or their affiliates, compensate Prudential for selling their shares and servicing the retirement plan, as detailed in the Fact Sheet for that investment option. For other investment options, the charges reflected in the Expense Ratio are typically deducted by Prudential in return for investment and recordkeeping services, and product distribution. For some plans, the charges also enable Prudential to satisfy the plan's request for allowances to defray plan expenses. The retirement plan may not include investment options with lower fee structures or lower cost share classes in order to compensate Prudential, in the aggregate, for servicing the retirement plan.

Growth Stocks

Investors employing a growth investment strategy buy stocks of companies with recent history of increasing earnings, in anticipation that earnings momentum will continue. Growth stocks are often characterized by high valuation ratios (e.g., price-to-earnings ratios). See also: value stocks.

Risk

This statistic measures the volatility of a stream of data compared to its average value. Applied to investment performance, standard deviation measures how "choppy" the monthly returns are over a period of time. 66% of all monthly values would fall within one standard deviation of the average, while 95% of all values would fall within two standard deviations of the average.

Sharpe Ratio

This statistic measures the quality of the returns for an investment on a risk-adjusted basis over a given period. It is defined as the excess returns of an investment divided by the standard deviation of returns. Excess returns are the returns of the investment minus the risk-free rate of return offered in the market, typically measured by short-term government instruments such as 3-month T-Bills. For two funds to have the same Sharpe Ratio, the fund with greater volatility must also deliver greater returns. (Sharpe Ratio = Excess Returns/Risk = (Returns on the Investment - Returns on T-Bills) / Standard Deviation)

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Glossary

Value Stocks

Investors employing a value investment strategy buy stocks of companies they believe are under-priced based on their fundamental ability to generate earnings, in anticipation that the price performance of the stock will reverse. Value stocks are often characterized by low valuation ratios (e.g., price-to-earnings ratios). See also: growth stocks.

Risk-Return Charts

Investors who choose to take on additional risk do so in anticipation of higher returns. The risk-return charts are often used to compare investment performance to a benchmark on a risk-adjusted basis. A benchmark (typically an index or market average) is plotted on the chart along with a risk-free rate of return.

See also: Sharpe Ratio

Fund Rank Charts

In order to measure a fund's performance relative to a style specific benchmark and peer group or universe, funds and benchmarks are ranked relative to where they would rank within a given fund category. For example, the top line of the bar indicates the top 5th percentile return of the category. The 25th percentile return of the category is indicated by the second line. The median or 50th percentile return of the category is indicated by the third line. The 75th percentile return of the category is indicated by the fourth line. The bottom line of the bar indicates the 95th percentile return of the category.

Important Information About Prudential and its Businesses

#Prudential Retirement's group variable annuity contracts are issued by Prudential Retirement Insurance and Annuity Company (PRIAC), Hartford, CT, a Prudential Financial company.

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Appendix

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Prudential
Bring Your Challenges

Prudential Retirement's Response to the State of West Virginia Consolidated Public Retirement Board Request for Proposal – CRFP CPR1900000004

Exhibit K – Exceptions and Clarifications

General Response. While we agree in principle with the intent behind the provisions in the RFP, we are unable to accept the following sections as written for reasons including those described below and would appreciate the opportunity to find mutually acceptable alternatives.

General Terms and Conditions

8. Insurance. We can agree to provide reasonable notice of any material adverse change or cancellation of the described coverage within 30 days.

Prudential will provide certificates of insurance to evidence any specific coverage and limits as required by contract. Prudential does not name another entity as additional insured under our errors and omissions or cyber liability policies. We also offer indemnification protection through our Master Service Agreement.

24. Modifications. We must reserve the right to propose amendments that may become effective to conform with changes applicable law or by negative consent in limited circumstances.

27. Assignment. As a large financial services company, we must retain the ability to assign our entire book of business to one of our affiliates. In all other cases, we agree to obtain the Agency's prior written consent.

30. Privacy, Security, and Confidentiality. While we agree to protect all plan and participant data, we cannot agree to this section as written for reasons including that the content available at the URL is apparently subject to change without either Prudential's consent or notice to Prudential. Please see § 2, Confidentiality, Privacy, and Information Security, of Appendix A of our specimen Master Service Agreement for our preferred language.

36. Indemnification. While we agree to indemnify, defend, and hold harmless the State and the Agency, our liability must be limited to actual damages and reasonable out-of-pocket legal fees and expenses.

It is our understanding that these forms are not required at this time. Should Prudential Retirement be awarded the TDC Plan, we would be happy to complete the "Disclosure of Interested Parties to Contracts" form and "Purchasing Affidavit".

West Virginia Ethics Commission

Disclosure of Interested Parties to Contracts

Pursuant to *W. Va. Code* § 6D-1-2, a state agency may not enter into a contract, or a series of related contracts, that has/have an actual or estimated value of $1 million or more until the business entity submits to the contracting state agency a Disclosure of Interested Parties to the applicable contract. In addition, the business entity awarded a contract is obligated to submit a supplemental Disclosure of Interested Parties reflecting any new or differing interested parties to the contract within 30 days following the completion or termination of the applicable contract.

For purposes of complying with these requirements, the following definitions apply:

"Business entity" means any entity recognized by law through which business is conducted, including a sole proprietorship, partnership or corporation, but does not include publicly traded companies listed on a national or international stock exchange.

"Interested party" or *"Interested parties"* means:

(1) A business entity performing work or service pursuant to, or in furtherance of, the applicable contract, including specifically sub-contractors;
(2) the person(s) who have an ownership interest equal to or greater than 25% in the business entity performing work or service pursuant to, or in furtherance of, the applicable contract. (This subdivision does not apply to a publicly traded company); and
(3) the person or business entity, if any, that served as a compensated broker or intermediary to actively facilitate the applicable contract or negotiated the terms of the applicable contract with the state agency. (This subdivision does not apply to persons or business entities performing legal services related to the negotiation or drafting of the applicable contract.)

"State agency" means a board, commission, office, department or other agency in the executive, judicial or legislative branch of state government, including publicly funded institutions of higher education: Provided, that for purposes of W. Va. Code § 6D-1-2, the West Virginia Investment Management Board shall not be deemed a state agency nor subject to the requirements of that provision.

The contracting business entity must complete this form and submit it to the contracting state agency prior to contract award and to complete another form within 30 days of contract completion or termination.

This form was created by the State of West Virginia Ethics Commission, 210 Brooks Street, Suite 300, Charleston, WV 25301-1804. Telephone: (304)558-0664; fax: (304)558-2169; e-mail: ethics@wv.gov; website: www.ethics.wv.gov.

Revised June 8, 2018

West Virginia Ethics Commission

Disclosure of Interested Parties to Contracts

(Required by *W. Va. Code* § 6D-1-2)

Name of Contracting Business Entity: _____ **Address:** _____

_____

Name of Authorized Agent: _____ **Address:** _____

Contract Number: _____ **Contract Description:** _____

Governmental agency awarding contract: _____

☐ **Check here if this is a Supplemental Disclosure**

List the Names of Interested Parties to the contract which are known or reasonably anticipated by the contracting business entity for each category below *(attach additional pages if necessary)*:

1. **Subcontractors or other entities performing work or service under the Contract**
   ☐ Check here if none, otherwise list entity/individual names below.

2. **Any person or entity who owns 25% or more of contracting entity (not applicable to publicly traded entities)**
   ☐ Check here if none, otherwise list entity/individual names below.

3. **Any person or entity that facilitated, or negotiated the terms of, the applicable contract (excluding legal services related to the negotiation or drafting of the applicable contract)**
   ☐ Check here if none, otherwise list entity/individual names below.

Signature: _____ Date Signed: _____

Notary Verification

State of _____, County of _____:

I, _____, the authorized agent of the contracting business entity listed above, being duly sworn, acknowledge that the Disclosure herein is being made under oath and under the penalty of perjury.

Taken, sworn to and subscribed before me this _____ day of _____, _____.

_____
Notary Public's Signature

To be completed by State Agency:
Date Received by State Agency: _____
Date submitted to Ethics Commission: _____
Governmental agency submitting Disclosure: _____

Revised June 8, 2018

STATE OF WEST VIRGINIA
Purchasing Division

PURCHASING AFFIDAVIT

CONSTRUCTION CONTRACTS: Under W. Va. Code § 5-22-1(i), the contracting public entity shall not award a construction contract to any bidder that is known to be in default on any monetary obligation owed to the state or a political subdivision of the state, including, but not limited to, obligations related to payroll taxes, property taxes, sales and use taxes, fire service fees, or other fines or fees.

ALL CONTRACTS: Under W. Va. Code §5A-3-10a, no contract or renewal of any contract may be awarded by the state or any of its political subdivisions to any vendor or prospective vendor when the vendor or prospective vendor or a related party to the vendor or prospective vendor is a debtor and: (1) the debt owed is an amount greater than one thousand dollars in the aggregate; or (2) the debtor is in employer default.

EXCEPTION: The prohibition listed above does not apply where a vendor has contested any tax administered pursuant to chapter eleven of the W. Va. Code, workers' compensation premium, permit fee or environmental fee or assessment and the matter has not become final or where the vendor has entered into a payment plan or agreement and the vendor is not in default of any of the provisions of such plan or agreement.

DEFINITIONS:

"Debt" means any assessment, premium, penalty, fine, tax or other amount of money owed to the state or any of its political subdivisions because of a judgment, fine, permit violation, license assessment, defaulted workers' compensation premium, penalty or other assessment presently delinquent or due and required to be paid to the state or any of its political subdivisions, including any interest or additional penalties accrued thereon.

"Employer default" means having an outstanding balance or liability to the old fund or to the uninsured employers' fund or being in policy default, as defined in W. Va. Code § 23-2c-2, failure to maintain mandatory workers' compensation coverage, or failure to fully meet its obligations as a workers' compensation self-insured employer. An employer is not in employer default if it has entered into a repayment agreement with the Insurance Commissioner and remains in compliance with the obligations under the repayment agreement.

"Related party" means a party, whether an individual, corporation, partnership, association, limited liability company or any other form or business association or other entity whatsoever, related to any vendor by blood, marriage, ownership or contract through which the party has a relationship of ownership or other interest with the vendor so that the party will actually or by effect receive or control a portion of the benefit, profit or other consideration from performance of a vendor contract with the party receiving an amount that meets or exceed five percent of the total contract amount.

AFFIRMATION: By signing this form, the vendor's authorized signer affirms and acknowledges under penalty of law for false swearing (*W. Va. Code* §61-5-3) that: (1) for construction contracts, the vendor is not in default on any monetary obligation owed to the state or a political subdivision of the state, and (2) for all other contracts, that neither vendor nor any related party owe a debt as defined above and that neither vendor nor any related party are in employer default as defined above, unless the debt or employer default is permitted under the exception above.

WITNESS THE FOLLOWING SIGNATURE:

Vendor's Name: _____

Authorized Signature: _____ Date: _____

State of _____

County of _____, to-wit:

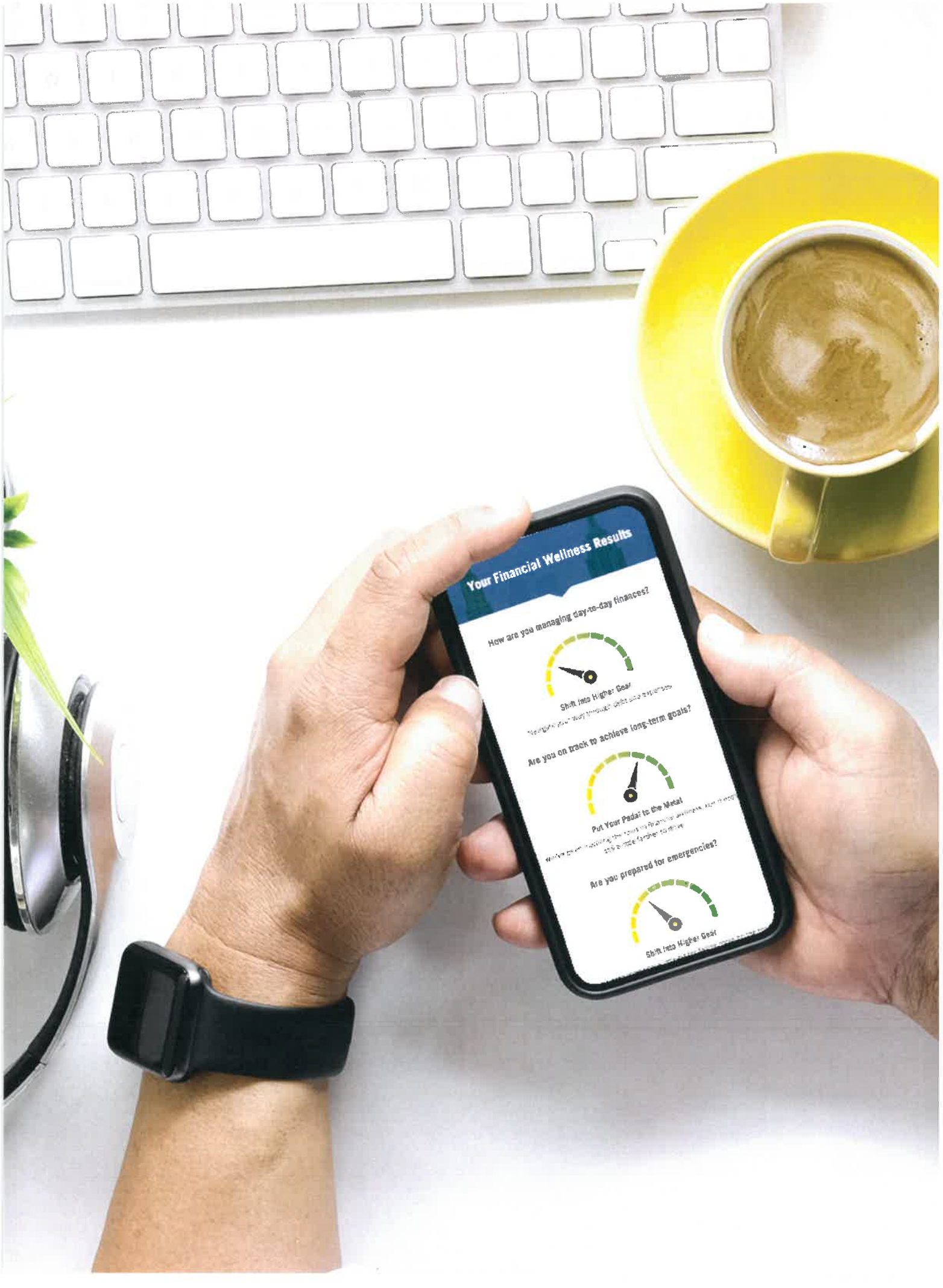
Taken, subscribed, and sworn to before me this ___ day of _____, 20___.

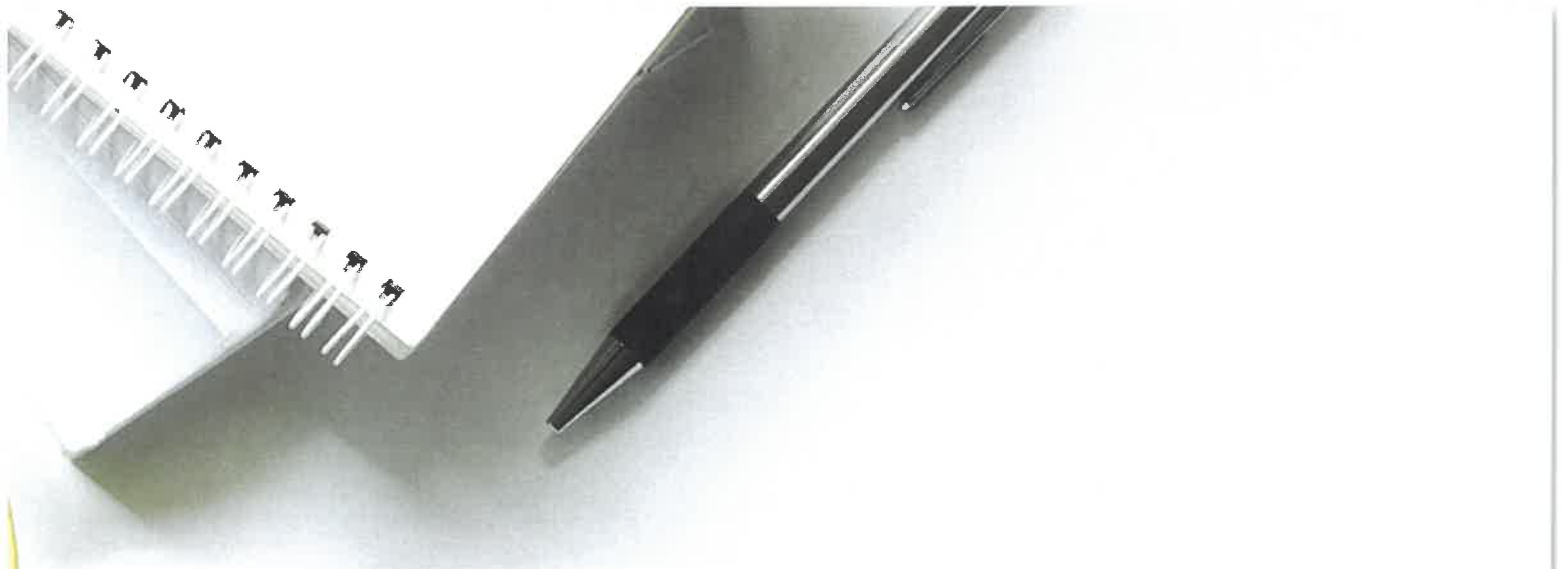
My Commission expires _____, 20___.

AFFIX SEAL HERE **NOTARY PUBLIC** _____

Join the Financial Wellness Journey

Start here →


Your Financial Wellness Results
How are you managing day-to-day finances?
Shift into Higher Gear
Are you on track to achieve long-term goals?
Put Your Pedal to the Metal
Are you prepared for emergencies?
Shift into Higher Gear

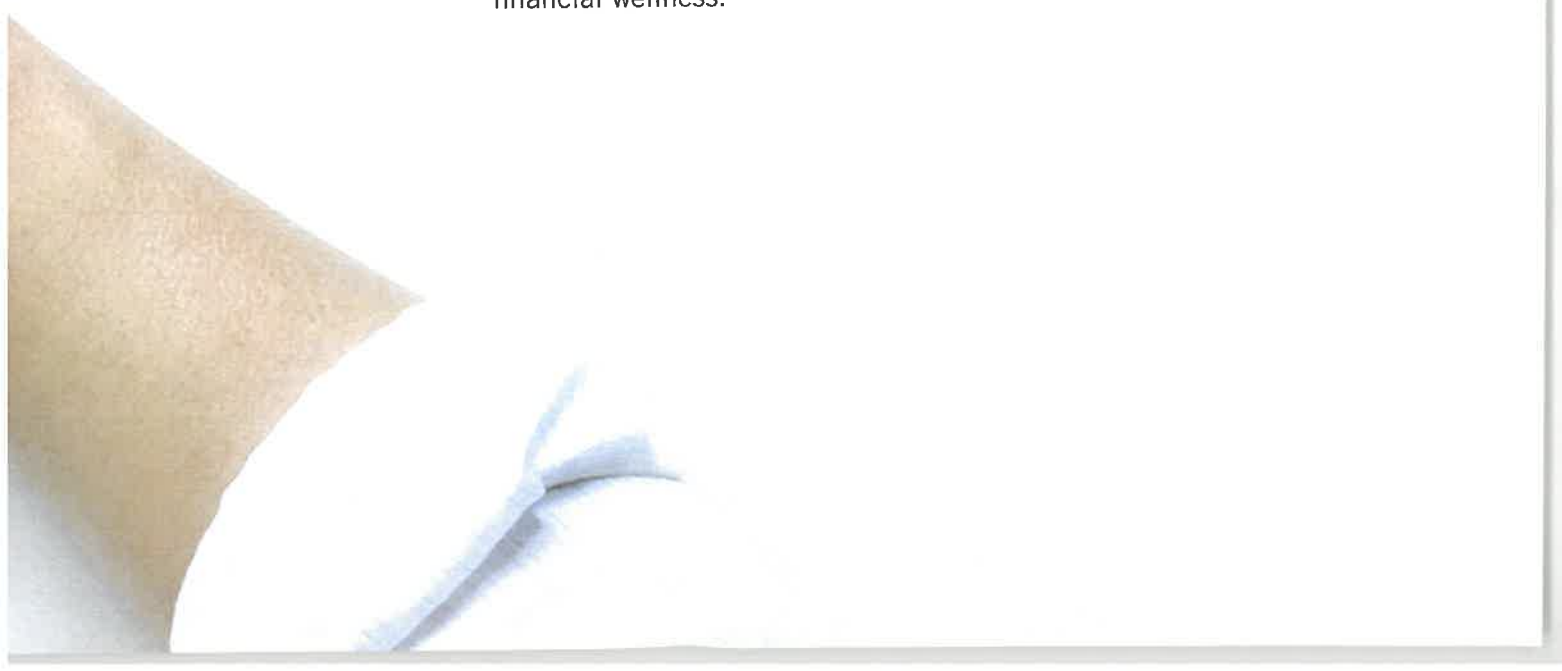


Financial wellness starts here →

When it comes to financial goals, every participant is unique. Each person has their own schedule, life and preferences. Which is why we're getting personal.

Using data as our foundation, we're engineering an entirely new campaign and transforming how we engage with participants. We'll zero in on educational topics that matter. We'll reach participants where they are, and in ways they prefer: print, email, text, social media, via desktop and mobile devices.

We'll help guide their journey, meeting them at a starting point and guiding them to what comes next, helping them take the next best action to get them down the path. And, everything we do is based on one result: to help your participants achieve financial wellness.



Getting to know your participants

Providing the right retirement plan takes getting to know the participant. We develop recommendations based on observations we make of your participant population, then provide you and your employees with the tools you need to achieve your goals.

Teachers and support staff geographically dispersed across 55 county systems in West Virginia plus six additional educational service entities.

Diverse in terms of education, compensation and job type.

Many need help with understanding the long-term nature of retirement investments as evidenced by the low utilization of target-date funds and the high concentration in the stable value option.

Regardless of income level, many struggle with the daily financial challenges that can have adverse effects on their ability to concentrate at work and their long-term commitment to the profession.

Building your plan based on your needs

Every organization has its own set of challenges—which is why no two retirement plans can ever really be alike. We will get to know your specific challenges and offer solutions not just to meet your needs today, but to grow and evolve as your business does.

Effectively an efficiently communicate the transition to Prudential in a way that instills confidence and builds excitement.

Position the retirement program to help retain, develop and ultimately retire high quality individuals in an increasingly competitive labor market.

Streamline the communication and education process to limit administrative burden while delivering the right message to the right person at the right time in a way they want to receive it, promoting positive actions to a more secure financial future.

Improve the overall financial well-being of employees, allowing them to concentrate on serving their communities free from outside distraction.

Transition and beyond

From the very start of our relationship, we will seek to understand your values, environment and culture.

We approach plan communications as an opportunity to:

- Engage participants using the media they prefer
- Welcome them to the services they will experience
- Encourage non-participants to join the plan
- Communicate any plan or investment changes
- Distribute appropriate regulatory notices

Here are the transition communication activities you can expect, as well as some initial recommendations for custom campaigns.

Initiative	Timing*	Description	Delivery
Initial announcement	Eight weeks prior to transfer	Postcard announcing plan provider change	Home mail
Transition website	Six weeks prior to transfer	Website that offers employees educational materials covering a variety of financial literacy topics, as well as information about the transition	Online
Transition packets	Six weeks prior to transfer	Documents that explain the transition process and meet legal requirements	Home mail On site Online
Transition education promotion	Two weeks prior to transfer	Materials delivered to selected locations to promote on-site and web-based meetings	Internal posting Online On site
Plan education materials	Week prior to transfer	All materials that explain the plan and investments delivered to all employees	Home mail On site Online
Transition complete notice	Week following transfer	Postcard and email announcing that the blackout is complete and all account tools are now available	Home mail Online
Education meetings	TBD based on your input	Meetings and virtual sessions to introduce Prudential and re-introduce the plan	In person or virtual
New-hire materials	Quarter following transfer	Develop new-hire plan orientation delivering consistent, scalable introduction to retirement plan	Emailed to new hires Posted on benefits intranet
What lies ahead message	TBD based on your input	Message urging employees to register their accounts online and use the Retirement Income Calculator	Email

In addition to transition and custom campaigns, your employees will experience our omni-channel Participant Engagement Program.

Let's get to the point

veryone has information overload. That's why we've created relatable content that's ersonal and action-oriented. And, it evolves. So once appropriate action has been taken, ne messages they receive will change to guide participants to take the next best action or their individual financial wellness.

t begins broadly...

JANUARY	FEBRUARY	MARCH	APRIL
New year, new you	Tips for preparing for retirement	Behaviors that may impact your financial future	Market volatility and the fears of investing
MAY	**JUNE**	**JULY**	**AUGUST**
Investment strategies for all types of people	The importance of preparing for emergencies	The different type of investment vehicles for retirement	What does life look like in retirement?
SEPTEMBER	**OCTOBER**	**NOVEMBER**	**DECEMBER**
Common investment mistakes	How to survive a financial retirement setback	Managing daily expenses	Planning for your family's future

HEME OF THE MONTH

ach month is assigned a general theme. /e'll communicate it with:

- one general education email
- up to two take-action emails, which may also include beneficiary update and contribution increase prompts
- social media outreach and the availability of on-demand webinars to supplement general education and take-action emails

And refines to focus on the topics that matter to each participant, based on their interactions...

- Managing student loan debt
- Handling daily finances
- Budgeting to help reach goals
- Building up emergency savings for life's unexpected events
- How to ensure a stream of retirement income
- Protecting retirement savings from market downturns
- Asset allocation and diversification to help meet financial goals
- Life changes and the impact on finances
- Saving for other long-term goals
- Preparing for unexpected financial emergencies
- How to break the paycheck-to-paycheck cycle
- Plus, topics will evolve as their financial needs evolve

When you treat participants like people, you don't just help them feel secure about their savings...you help them feel better about where they work.

We will deliver holistic financial wellness through a careful balance of cutting edge technology and human interaction.

We meet participants where they are, whether that's online:

- Virtual advice and coaching
- On-demand tools and seminars

Or in person:

- Live meetings and webinars
- One-on-one coaching and assistance

We go beyond communications to ensure participants have the assistance they need, in the way they want it, on their journey to financial wellness.

In 2020, a program that's different for everyone

Here's a glimpse at the program through the eyes of three different participants:

Derek *30 years old, Teacher*

WHAT HE TOLD US HE'S CONCERNED ABOUT

- His huge student debt will make it impossible for him to ever be able to afford to live in his own place.
- He has no savings for an unexpected emergency.
- That he'll always have to live paycheck to paycheck.

DEREK'S PROGRAM INCLUDES

- Invitations to webinars and self-paced learning modules on budgeting and paying down debt.
- Encouragement to use the budgeting tool so he can begin to break the paycheck-to-paycheck cycle.
- Awareness about the "emergency savings" feature in his retirement plan.
- Tips on consolidating and paying down student debt, on his own and through his employer.

Knowing that debt and budget are important, Derek takes advantage of the self-paced learning that he can do during off hours, which is helpful since he's on second shift.

Derek takes advantage of the online tools on his retirement plan site to create a budget and connect his financial accounts so he can learn and begin to automatically take control of his day to day.

Not wanting to have to call home for help, Derek logs in to his account and decides to shift a portion of his automatic savings into this feature, "just in case."

With his student debt keeping him awake at night, Derek enrolls in Student Loan Assistance, and immediately feels more in control of his financial life.

An individual's journey to financial wellness is unique, and our participant engagement program recognizes that. Using an integrated, omni-channel approach, our focus is to educate participants and guide them to what's next on their financial wellness journey.

webinar flyer postcard statement message email w/video

Elizabeth *39 years old, Administrator*

WHAT SHE TOLD US SHE'S CONCERNED ABOUT

While she earns a good living, she's worried she's not properly saving for her daughter's college education and her own retirement.

Between her recent divorce, and competing financial priorities, she slipped back into living paycheck to paycheck.

ELIZABETH'S PROGRAM INCLUDES

Encouragement to use the budgeting tool to simplify her financial picture and set saving priorities.

Grateful for a digital approach that fits into her schedule, Liz clicks in and creates a new household budget in about 15 minutes.

Invitations to a webinar about saving for a child's college education.

...which she decides to watch, knowing that she's got a lot to do if she wants to help her daughter get the education she needs.

Strategies for recovering financially from a financial setback.

Her divorce was tough, emotionally and financially. With most of her focus on her feelings, she's grateful to have some guidelines to follow for getting her finances back on track.

Walt *53 years old, Pre-retiree*

WHAT HE TOLD US HE'S CONCERNED ABOUT

If he's saving enough to retire by 65.

That the next market disaster will ruin his retirement hopes.

That he will be able to maintain his independence in retirement and not run out of money.

WALT'S PROGRAM INCLUDES

Tips on how to shift retirement investments as he gets near retirement.

It's an "aha" moment for Walt. A gambler by nature, he thought the best approach was to invest for maximum growth. He never considered the negative impact.

Awareness of an investment feature that will automatically shift his investments to help protect him during market downturns.

Not comfortable directing his own investment, he loves this idea.

Alerts about features in his retirement plan that can convert a portion of his savings into retirement income that will never run out.

As a gambler, Walt loves a sure thing. So this is an easy decision for him to log in to his account and opt in.

An easy-to-use calculator that will show him if he's doing enough, and all of the possible sources of retirement income.

He clicks in, and in less than 10 minutes he sees clearly that he's not doing enough. The good news is that, he doesn't need to do much more. And, because the tool is connected to his account, he's just a few mouse clicks from making it happen.

Post Conversion Communications Calendar

JAN

Email 1: FW Education New Year/New You (general retirement education + targeted RMD content)

Email 2: Account check-up

National Webinar Series
Check out your updated retirement account

Social
Happy new year, why not check your account's health

FEB

Email 1: FW Education
Preparing for retirement

Email 2: Where should you/how much do you need to retire tool
Email 3: Choose/update beneficiary

National Webinar Series
To prepare for the future, you need to know where you stand (Retirement Income Calculator or financial wellness self-assessment)

Social
Give your loved ones the gift of a more secure financial future

MAR

Email 1: FW Education
Behaviors stopping you from preparing for the future

National Webinar Series
Life events (early/mid/late career)

Social
Short video on behavioral hurdle OR carousel ad on hurdles

JUL

Email 1: FW Education
Different investment options for retirement (Traditional vs Roth, annuities, target-date funds)

Email 2: Use the Retirement Income Calculator

National Webinar Series

Social
Article—learn about the different products

AUG

Email 1: FW Education
How life can look in retirement

Email 2: Choose/update beneficiary

National Webinar Series

Social
(DCL type of ad) different types of retirement lifestyles

SEP

Email 1: FW Education
Common investment mistakes

Email 2: Consolidate accounts

National Webinar Series

Social
Happy National 401(k) day

To increase the effectiveness of the communication plan, we will strive to increase the number of employees with email addresses on file by promoting new account tools and services.

Post Conversion Communications Calendar

APR

Email 1: FW Education Investment strategies for all types

Email 2: What is your investment style?

Postcard 3: Register your account online

National Webinar Series

Social
Short video on investment strategy 101

MAY

Email 1: FW Education
Market volatility and the fears of investing

Email 2: Diversify investments

National Webinar Series

Social
Prudential thanks nurses on Nurses Week

JUN

Email 1: FW Education
Preparing for emergencies

Email 2: Choose/update beneficiary

National Webinar Series

Social
A series of posts on emergency examples

OCT

Email 1: FW Education Financial/ retirement setback

Email 2: Use cash flow tool

Email 3: Diversify investments

National Webinar Series

Social
Life event setbacks and how to bounce back

NOV

Email 1: FW Education
Managing daily expenses/debt

Email 2: Diversify—Use the budgeting calculator

National Webinar Series

Social
Five tips on setting up a budget

DEC

Email 1: FW Education
Planning for your family's future

National Webinar Series

Social
Happy Holidays

FW Education/Content | Participant Engagement Program | Webinar Content | Social

Content subject to change

Connect with people, on site, online or on demand

Prudential provides resources to educate and enlighten your employees (as well as to accomplish your goals), from workshops, webinars and one-on-one counseling to videos and digital tools.

Retirement Counseling Resources

GROUP ENGAGEMENT

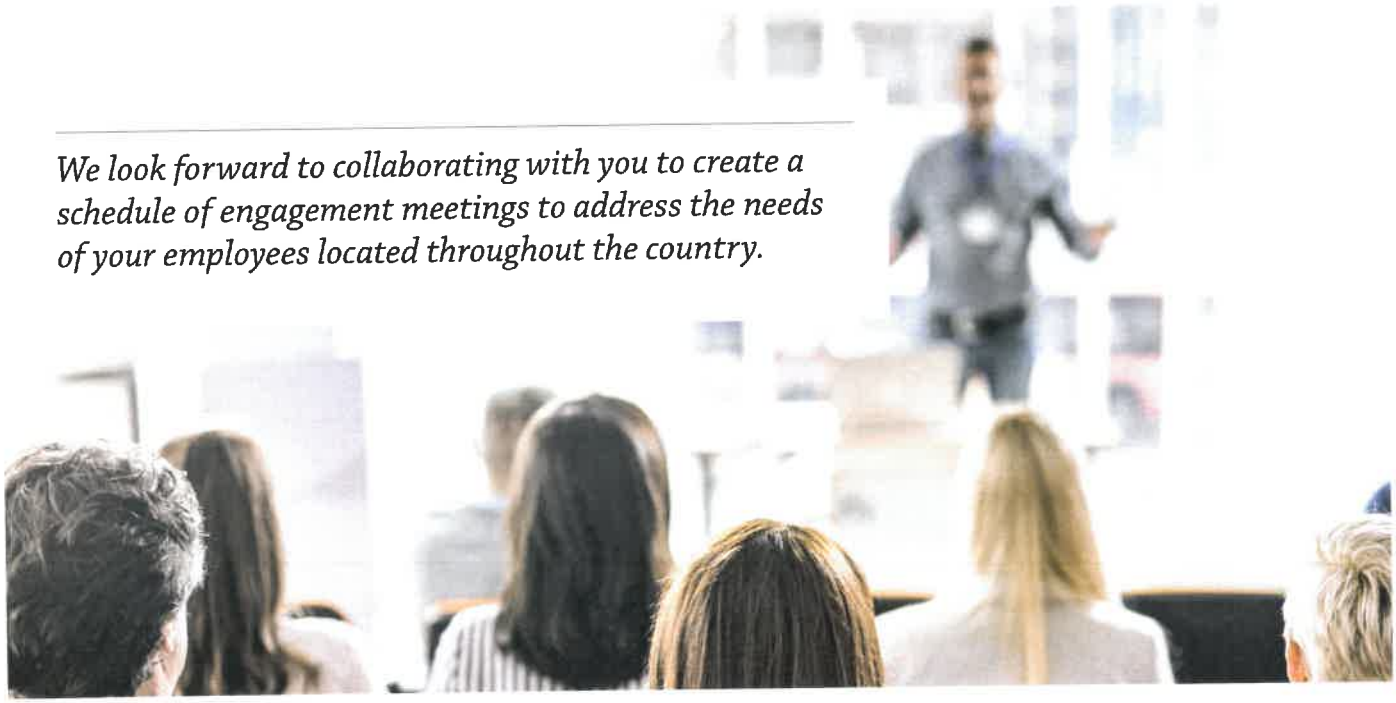
Like you, we believe a meeting is not just a meeting, but an event experience!

At our **on-site meetings** and **live webinars**, retirement counselors use videos, web demos, our Financial Wellness assessment, and hands-on content to engage and encourage your employees to act on what they've learned. Our events offer a more dynamic way to help people explore the behaviors that can keep them from achieving long-term financial security.

ONE-ON-ONE COUNSELING

To meet more specific needs, retirement counselors can provide **individual consultations** to participants and retirees. Our counselors can walk your employees through our Retirement Income Calculator and create a **personalized income projection and gap analysis**; help them understand asset allocation and **review their investment options**; and **answer almost any questions** they have about your plan and preparing for retirement.

We look forward to collaborating with you to create a schedule of engagement meetings to address the needs of your employees located throughout the country.



Digital account tools

Through your mobile-optimized plan portal, prudential.com, employees can access easy-to-use tools that deliver personalized tracking and guidance.

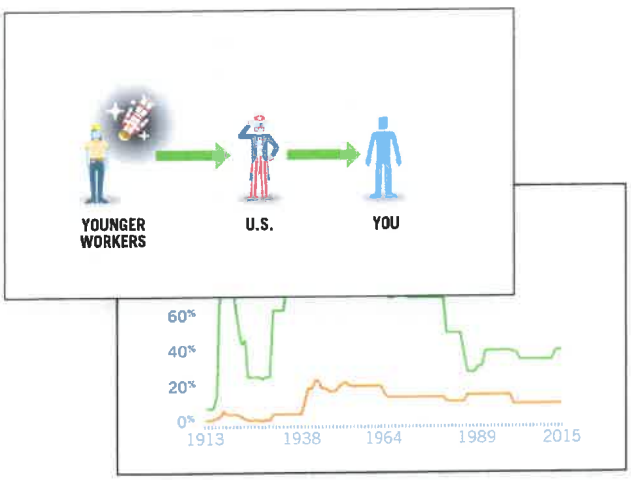
FINANCIAL WELLNESS

- Learn how to take control of day-to-day finances (managing debt, budgeting basics)
- Discover how to achieve key financial goals (savings, investments, understanding Social Security)
- Explore ways to prepare for the unexpected (family finances)
- Targeted communications (women, money, student loan repayment)

RETIREMENT INCOME CALCULATOR (RIC)

- Real-time gap-analysis tool helps participants define their retirement goals and determine if they're saving enough to achieve them
- Delivers in-depth next steps in a personalized report and action plan
- *Do It Now* button makes it easy to act on guidance

Videos



We offer a series of readily accessible online videos on a variety of retirement planning topics.

By phone

OPTIONAL PERSONAL RETIREMENT COUNSELING SERVICES

Our experienced retirement counselors can help with almost any aspect of retirement planning. Counselors are available weekdays, 8 a.m. to 6 p.m. ET, at **800-249-2430**.

PARTICIPANT SERVICE CENTER

Participant service representatives are available weekdays, from 8 a.m. to 9 p.m. ET, to answer questions and help with transactions, at **800-249-2430.**

Measuring results in two ways

We know it works

We set out to discover what effect educational content has on participants' engagement—specifically when it comes to increasing plan contributions. Through an extensive testing approach in 2018, we learned that participants who received the educational content had a 5% uplift in their deferral contribution.

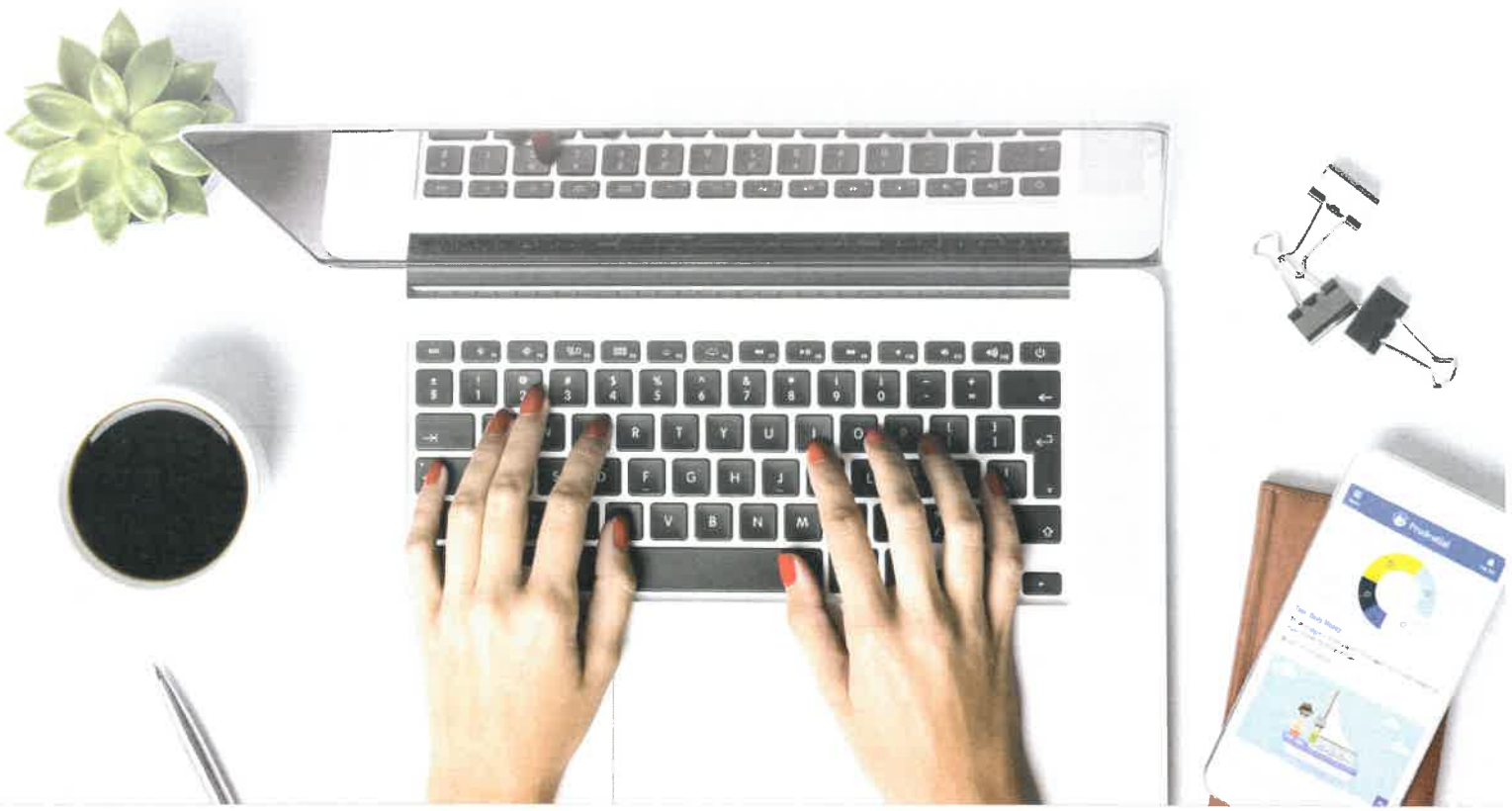
AGGREGATE METRICS

We proactively test the campaign through:

- open rates
- click throughs
- actions taken
- webinar attendance and engagement
- social media engagement

CREATIVE THAT RESPONDS TO PARTICIPANTS' NEEDS IN REAL TIME

As your participants take action toward financial wellness, our state-of-the-art platform tracks their activity, teaching us about each participant's changing needs, interests and goals. What we learn shapes our creative production in real time, informing our choice of copy and imagery to help each participant further down the path to financial wellness.



It's good for them, and for you

When you give your workforce the tools, understanding and motivation they need to help take control of their financial lives, you help them focus and become more productive.

Productive people are powerful drivers of an organization's bottom line. They bring their "full selves" to work every day and allow an organization to focus their human and financial resources on its core mission. Even more than that, workers who are financially well also have a positive influence that multiplies throughout their families and their communities.

That's the power of The Wellness Effect.

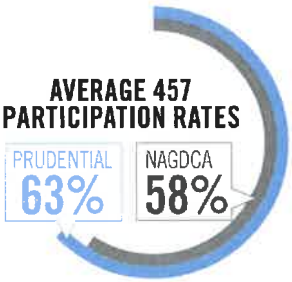
COMMUNICATION AND EDUCATION FOR PUBLIC SECTOR EMPLOYEES

Prudential Retirement® addresses the needs of public sector employees with a comprehensive communication and education program.

Prudential
Bring Your Challenges®

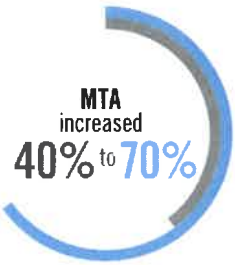
Participant Engagement Outcomes

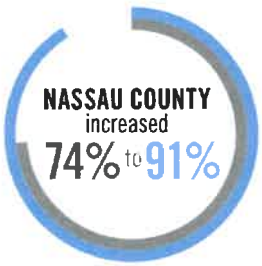
OUR PARTICIPANT ENGAGEMENT PROGRAMS DRIVE STRONGER RESULTS THAN INDUSTRY AVERAGES.[1]

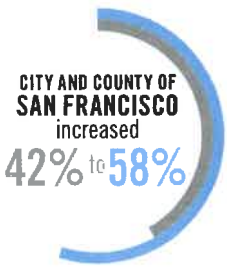


GOVERNMENTAL CLIENT SUCCESS[1]

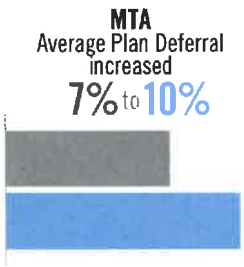
PLAN PARTICIPATION

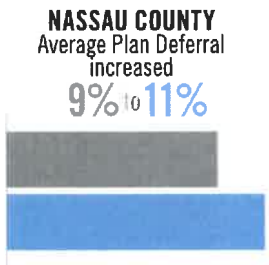


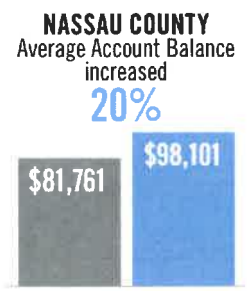




DEFERRAL RATES AND ACCOUNT BALANCES

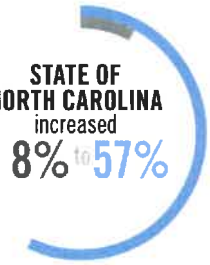






DIVERSIFICATION

Adoption of Prudential's GoalMaker® asset allocation program



RETIREMENT READINESS

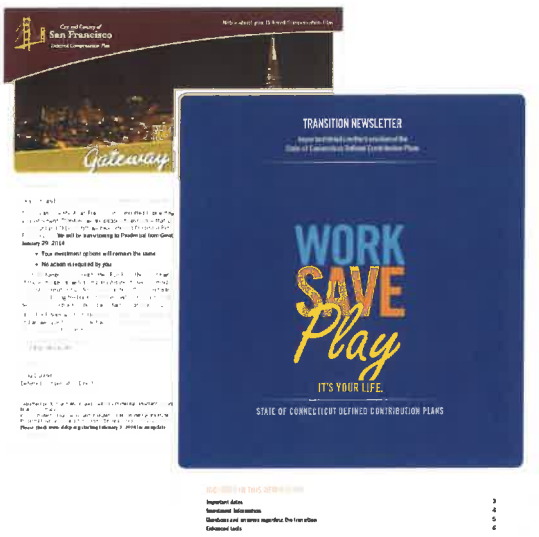
GoalMaker is an optional tool and available at no additional cost. GoalMaker's model allocations are based on generally accepted financial theories that take into account the historic returns of different asset classes. Past performance of any investment does not guarantee future results. Prudential Financial encourages participants to consider their other assets, income and investments when enrolling in the GoalMaker program. We also recommend participants periodically reassess their GoalMaker investments to make sure their model portfolio continues to correspond to their changing attitudes and retirement time horizon.

Plan data ranges: MTA 2008–2017; Nassau County 2009–2015; City and County of San Francisco 2014–2016, New Jersey State Employees 2006-2015; State of North Carolina 2006-2015.

[1] Source: Prudential Retirement, from January 2014 through December 2016; Public Sector Defined Contribution Plan Survey Report, NAGDCA, 2015.

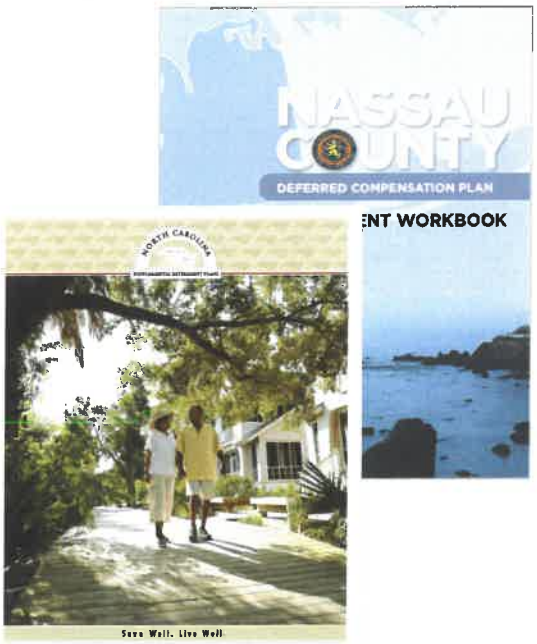
Governmental Communications

Over the years, we have successfully converted and provided ongoing multimedia communications to governmental clients.

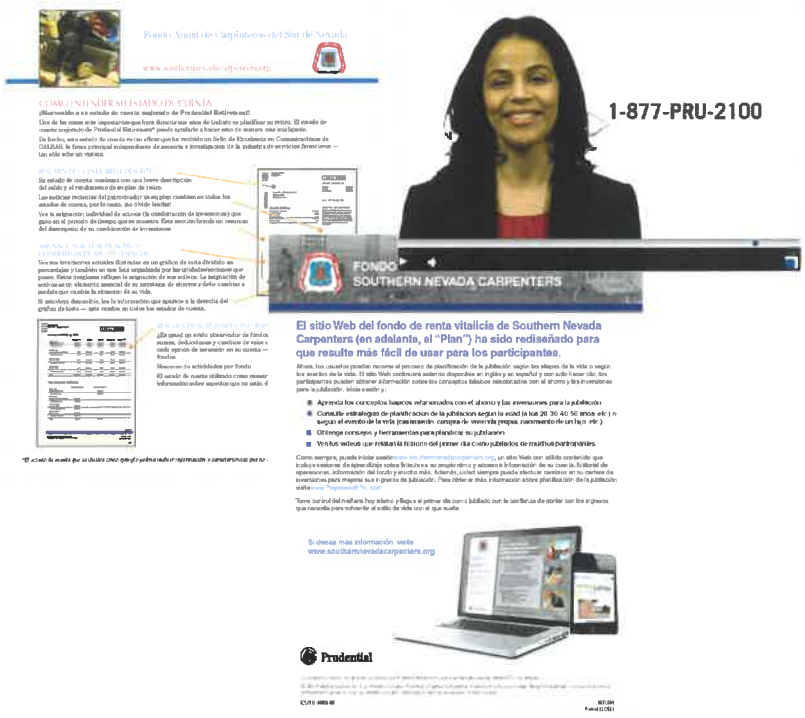


Announcement and Transition Flyers

Meeting Flyers and Posters



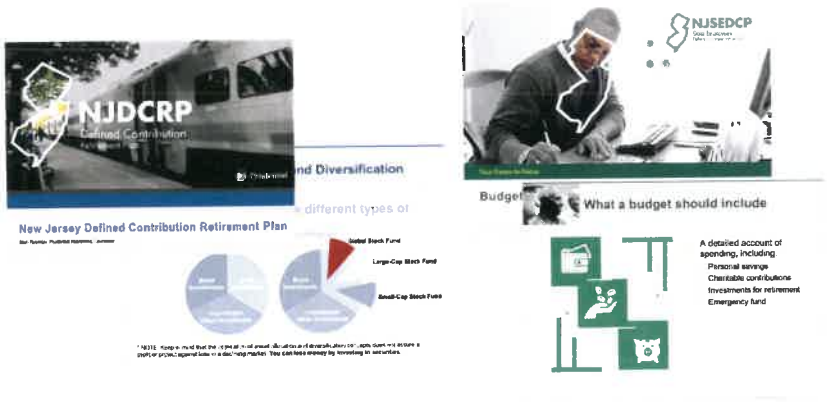
Retirement Guides



Spanish Language "How-to"
Instructional Flyers and Presentations

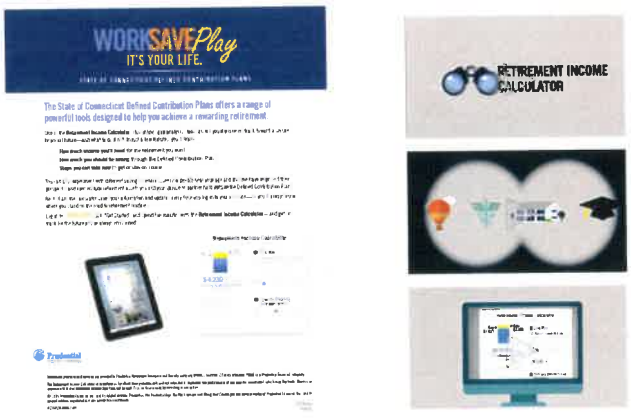
Custom Retirement Education Websites

Videos and Calculators



Retirement Education Presentations

Take Action Cards



Retirement Income Communications

Financial Literacy and Wellness Websites

Retirement products and services are provided by Prudential Retirement Insurance and Annuity Company (PRIAC), Hartford, CT, or its affiliates. PRIAC is a Prudential Financial company.

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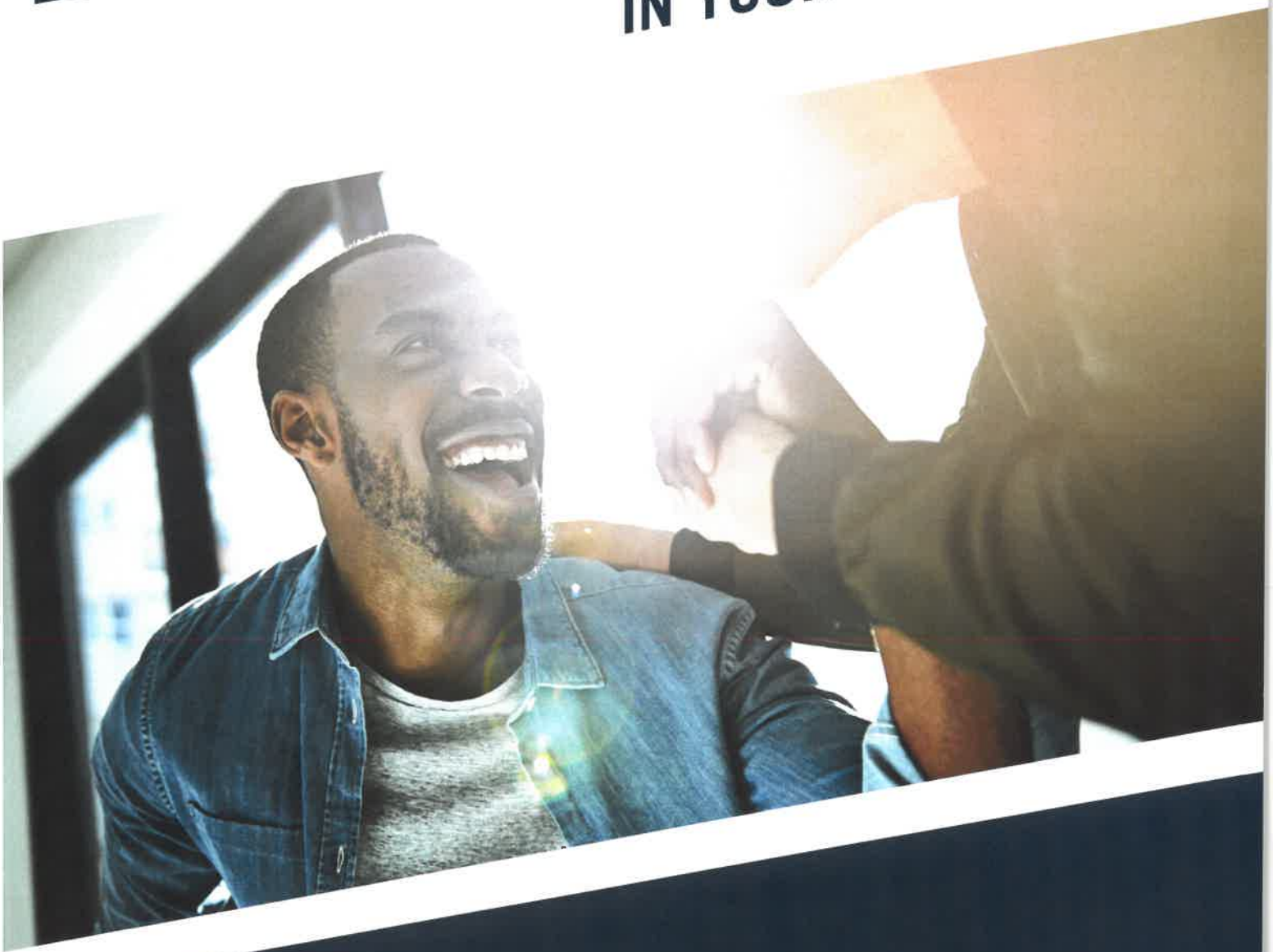
UNLOCK THE POWER OF THE WELLNESS EFFECT IN YOUR WORKPLACE



Financial wellness capabilities

For Plan Sponsor and Financial Professionals Only

Prudential
Bring Your Challenges®

UNLOCKING THE POWER OF THE WELLNESS EFFECT

The necessity is clear, for your organization and for your workers

28%

of employees are distracted by financial issues at work[1]

More than 80%

of HR professionals say financial issues impact employee performance[2]

+1 to 1.5%

higher employer costs if employees delay retirement by one year[3]

Providing workers with access to financial wellness education and tools can help them adopt behaviors they need to:

Manage day-to-day finances

Achieve financial goals

Protect against financial risks

A financially well workforce translates to specific, real benefits to your organization:

Improved productivity and engagement

Enhanced workforce management

Optimized benefits spend

[1] PWC, Employee Financial Wellness Survey, April 2016.

[2] International Foundation of Employee Benefit Plans, Inc. (IFEBP), "Financial Education for Today's Workforce, 2016 Survey Results," 2016.

[3] Prudential, "Benefits Optimization: Insights into Benefit Plan and Portfolio Design," 2016. With supporting research and analysis conducted by the University of Connecticut's Goldenson Center for Actuarial Research.

FINANCIAL WELLNESS DIGITAL EXPERIENCE

Integrated

Account information is interwoven with tailored educational content, like custom calculators and relevant articles, to produce a seamless, integrated experience.

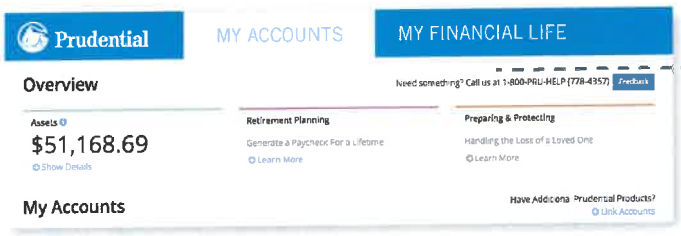
Convenient

My Financial Life, built right into the *My Accounts* page, puts all the capabilities at their fingertips any time, from any device.

Relevant

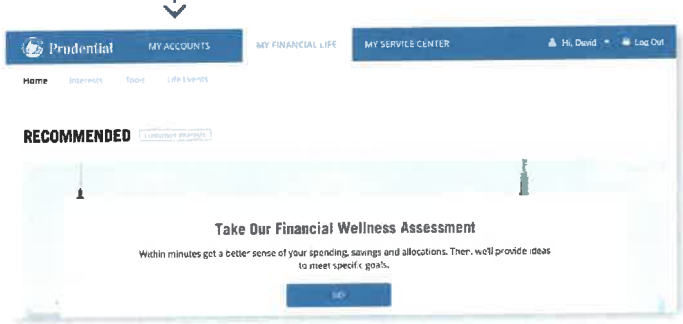
Data from interactions and preferences helps us deliver content and tools your workers need, when they need it.

It all starts on the *My Accounts* homepage, where the navbar offers a tab for *My Financial Life*.



For illustration only; does not represent performance of any actual Prudential investment product.

Clicking the "My Financial Life" tab reveals the resources available.



Personalized around workers' individual needs

Our platform responds to each worker's individual needs to address their unique situations to help put them and their family on the path to financial wellness.

- Optimize engagement with relevant content and tools
- Provide holistic advice that includes financial planning, income and protection
- Apply analytics and scoring to determine the best solution, based on needs and preferences

Recent Grad
UNDER 35

Just Married
UNDER 35

New Homeowner
AGE 35–55

Pre-Retiree
AGE 55+

Getting Divorced
AGE 55+

Job Changer
UNDER 35

New Parent
AGE 35–55

College Savings
AGE 35–55

Survivor/Beneficiary
AGE 55+

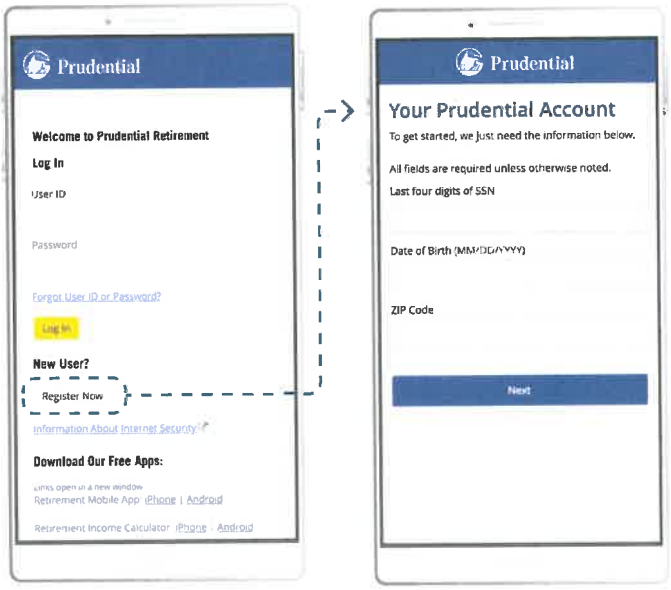
Retiree
AGE 65+

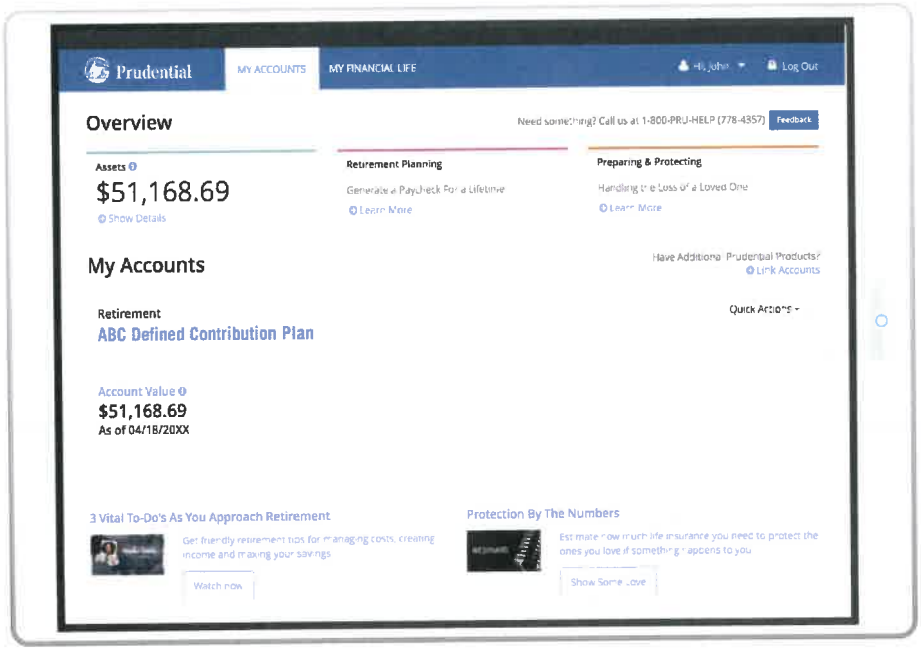
A PARTICIPANT ACCOUNT EXPERIENCE TO IMPROVE FINANCIAL WELLNESS OUTCOMES

Getting started

Workers log in to their account and set up a new profile if they've not previously. New users can click *Register Now* to set up an account.

To help you monitor engagement, registration is tracked





My Accounts

The *My Accounts* page provides a consolidated view of all your financial accounts and one-click access to *My Financial Life*, the gateway to the financial wellness digital experience.

Usage and engagement reporting available

For illustration only; does not represent performance of any actual Prudential investment product.

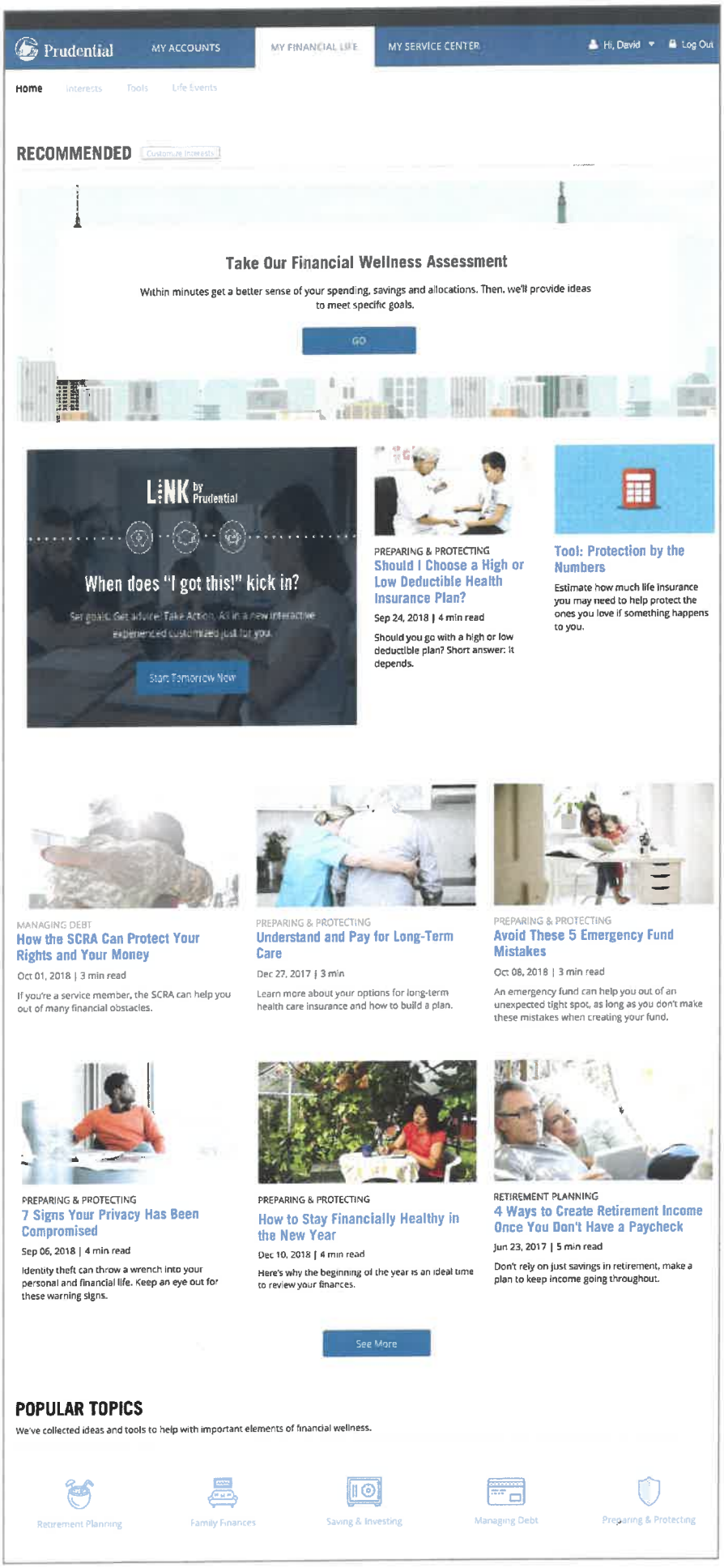
My Financial Life

The *My Financial Life* tab is the gateway to the full set of available capabilities. Content will be personalized, reflecting workers' engagement over time.

My Financial Life provides access to:

- Tools, like the *Financial Wellness Assessment*, *Plan a Budget* and *Debt Management*
- Educational materials including *Retirement Planning, Family & Finances* and *Life Events*

Utilization reporting captures demographics and content usage



Recommended next best action is highly visible

New and recommended capabilities are highlighted

Articles are personalized to workers' interests

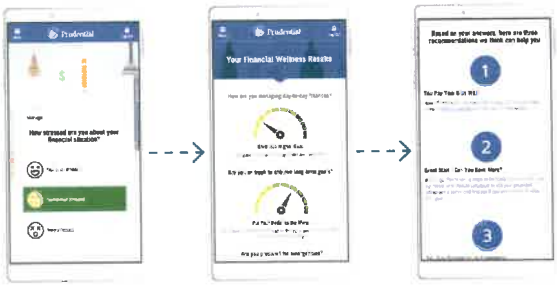
Easy, one-click access to popular topics

EDUCATION & TOOLS

Financial Wellness Assessment

Personalized tips and action items

After answering 15 easy questions about key financial behaviors, workers receive suggested areas of focus to help them and their loved ones improve financial wellness.



Aggregated assessment results will show you the financial stress trends among your workers

My Interests

Content personalization

Workers tell us what topics are most important to them. Then content and tools are personalized accordingly on their *My Financial Life* pages.

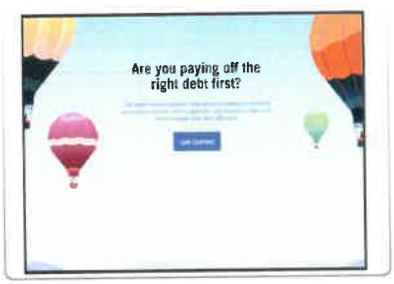
Aggregate data will show you what's most important to your workers

Plan a Budget

Budgeting tool

Workers have the power to manage their personal finances and a budget on a single site. Being able to consolidate their views of bank and credit accounts from among approximately 15,000 institutions and providers can make it easier to track spending by category, identify trends and plan for expenses.

Offer your workforce an award-winning budgeting tool



Debt Manager

Customized recommendations

Help your workers prioritize their debt payoff goals. This easy-to-use tool gives immediate feedback about what debt they may want to pay first for maximum progress and efficiency.

Help your workers manage and reduce debt management stress

PLANNING & SOLUTIONS

Prudential Pathways

Financial wellness education option

Workers receive non-solicitous financial education from licensed and registered local professionals. This easy-to-implement program provides valuable information for all ages and life stages, directly to employees either via webinars accessible through *My Financial Life* or through on-site seminars and one-hour education sessions. Optional one-on-one consultations are available at the worker's request.

Expand worker financial knowledge with webinars or on-site education

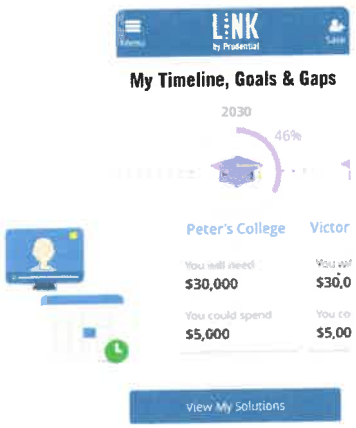
LINK by Prudential

Financial guidance and individualized solutions

LINK by Prudential helps workers see what they have and what they need. It lets them create a roadmap that may help get them to their personal financial destinations, and connect them to the advanced technology, financial advisors and access to solutions to help them get where they want to go.

Increase worker access to financial guidance and solutions that can help meet their specific goals

The products and services described in this document are voluntary products and services that are offered on an individual basis. They are not part of any employee benefit plan, or any program sponsored or endorsed by an employer.



For illustration only; does not represent performance of any actual Prudential investment product.

68%

of U.S. adults do not have a trusted advisor who offers comprehensive financial planning

50%

don't know where to turn when they need financial advice and support

Source: Harris Poll on behalf of Northwestern Mutual, "2016 Planning & Progress Study: Closing the Gap," June 2016.

73% of young Americans are putting off saving for retirement due to student loan debt.[1]

Source: 2016 Workplace Benefits Report, Bank of America Merrill Lynch, April 2016.

Vault Advisor and Vault Pay

Student loan assistance offered through Vault, a third-party provider

Vault Advisor helps workers aggregate loans and choose repayment scenarios suited to their unique situations. *Vault Pay* lets you help workers pay down their student loan debt by enabling employer contributions.

Reducing student loan debt may increase retirement savings contributions

In Plan Emergency Savings Feature

An after-tax option in your retirement plan

Help your workers save for the unexpected by offering the option to make after-tax, payroll-deducted contributions into the retirement plan. Think of it as a dual-purpose savings vehicle—a safety net that can serve as an additional source of long-term retirement savings if the money is not withdrawn.[1]

Helps reduce pre-tax retirement plan leakage by helping workers save for the unexpected

Contact your Prudential representative to explore adding to your plan

63%

of American workers don't have enough savings to meet a $500 financial emergency.[2]

Financial Wellness Coaching—Piloting in 2019

Integrated one-on-one education sessions

Workers can schedule personalized financial coaching sessions on *My Financial Life*. Coaching is available by phone or video and covers topics like budgeting, emergency savings and retirement savings.

Aggregate reporting provides insight into post-coaching actions taken

Retirement counseling for job changers and retirees

Friendly support can make all the difference

Easy access to retirement counseling makes life simpler for you and your workers when separating from service. Whether reviewing their options, including consolidating accounts, individuals simply call us to work one-on-one with a dedicated retirement counselor.

Prudential does it all—no forms to interpret, no meetings to organize, no transfers to coordinate.

50%

of Americans don't know where to turn when they need financial advice and support.[3]

[1] All investing involves various risks, including the possible loss of principal. Withdrawals of after-tax retirement contributions will include a pro-rata share of the earnings, which are reportable as taxable income and generally subject to a 20% withholding. Distributions taken before age 59½ may also be subject to a 10% early withdrawal tax and plan restrictions. You should consult competent tax advice when considering taking any withdrawals from retirement accounts. Keep in mind that Prudential does not give tax advice. **You can lose money by investing in securities.**

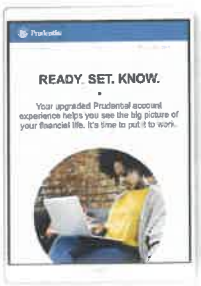
[2] Forbes.com, "63% Of Americans Don't Have Enough Savings To Cover A $500 Emergency," Jan. 6, 2016.

[3] Harris Poll on behalf of Northwestern Mutual, "2016 Planning & Progress Study: Closing the Gap," June 2016.

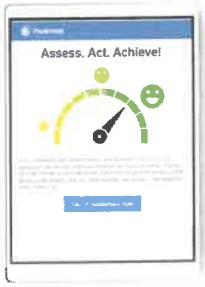
Participant Engagement Program

The participant engagement program works to encourage participants to assess their financial lives and use the *My Financial Life* education and tools to help them progress toward their goals.

Automated program leverages data to personalize content over time



New web registrant welcome email



Self-assessment email and reminders

Monthly financial wellness email

Monthly Financial Wellness Email

Delivered automatically each month, the financial wellness email engages workers with personalized content in an easy-to-read format. It also highlights new financial wellness features as they're rolled out.

Leverages data to personalize content over time

Themed headline
Grabs attention

Featured item
Introduces new capabilities to emphasize tools based on individual needs

Top articles
Personalized over time to speak to specific individual needs

AN EFFECTIVE WAY TO ENGAGE WORKERS

Results from our pilot program* show the new financial wellness experience works—for workers and for organizations. These stats demonstrate engagement that can lead to improved financial wellness outcomes.

50%
Average employee email open rate

20%
Email click-through rate

65%
Repeat visits

90%
Assessment completion rate

Security Matters: Introducing Customer Fraud Loss Protection

Subject to certain conditions, for accounts where Prudential Retirement® serves as the plan recordkeeper, we will restore losses in those Prudential Retirement accounts that result from others' fraudulent use of personally identifiable information caused through no fault of the account holder.**

In addition to Customer Fraud Loss Protection, Prudential employs a number of security measures. They include:

- Restricted registration, which enables secure accounts from the start
- Two-factor authentication, which makes transactions and account changes more secure
- Halting potential fraudulent electronic funds transfers (EFTs), which reduces the risk of loss
- Enhancing authentication tools and processes in our Participant Service Center

Prudential is truly committed to protecting customer data. We are equally committed to protecting our customers from fraud.

*2016 pilot program with 90,000 employee participants.

**Please see our Customer Fraud Loss Protection document for complete terms and conditions, which is available on request.

EXPERIENCE. INSPIRATION.

Prudential's financial wellness experience provides integrated solutions, such as student loan assistance, an interactive financial roadmap, in-plan emergency savings, financial coaching, reporting and on-site and digital financial education seminars, like Prudential Pathways®, making it easier for you and your workforce to take action on key financial goals.

These capabilities are just the beginning. There is no one more capable of delivering a financial wellness solution that can help drive the outcomes that matter most to your organization than Prudential.

For more information, please contact your Prudential representative.

Prudential
Bring Your Challenges®

All investing involves various risks, including the possible loss of principal. Withdrawals of after-tax retirement contributions will include a pro-rata share of the earnings, which are reportable as taxable income and generally subject to a 20% withholding. Pre-tax contributions and any earnings withdrawn are subject to income taxes and if taken before age 59½ may also be subject to a 10% early withdrawal tax and plan restrictions. You should consult competent tax advice when considering taking any withdrawals from retirement accounts. Keep in mind that Prudential does not give tax advice. **You can lose money by investing in securities.**

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Prudential LINK and LINK by Prudential occasionally may be referred to as LINK.

Vault is not affiliated with Prudential Financial Inc.

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Retirement Counselors are registered representatives of Prudential Investment Management Services LLC (PIMS), Newark, NJ, a Prudential Financial company.

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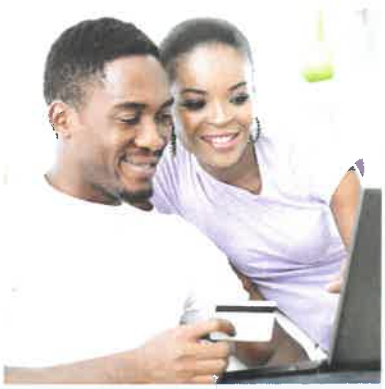
For Plan Sponsor and Financial Professionals Only

PRUDENTIAL PATHWAYS: DRIVING FINANCIAL WELLNESS ENGAGEMENT



Prudential
Bring Your Challenges®

What is Financial Wellness?

Prudential believes financial wellness is when individuals adopt the behaviors that result in:

Managing their day-to-day finances

Achieving important financial goals

Protecting themselves against key financial risks

Why Financial Wellness Matters

Improve Productivity and Engagement

28%

of employees are distracted by financial issues at work[1]

80%

of employers say financial issues impact employee performance[2]

Maximize Benefit Dollars

$57 billion

early retirement plan withdrawals each year[3]

28%

of employees say financial stress affects their health[1]

Improve Workforce Management

44%

of workers plan to retire later than previously planned[1]

1 to 1.5%

higher employer costs if employees delay retirement by one year[4]

1. PWC, Employee Financial Wellness Survey, March 2016.
2. International Foundation of Employee Benefit Plans, "Financial Education for Today's Workforce: 2016 Survey Results," accessed June 2018.
3. BenefitsPRO, "Stop 401(k) Leakage Now," Feb. 23, 2015.
4. Prudential, "Benefits Optimization: Insights into Benefit Plan and Portfolio Design," 2016. With supporting research and analysis conducted by the University of Connecticut's Goldenson Center for Actuarial Research.

PRUDENTIAL PATHWAYS ONSITE LEARNING

Prudential
PATHWAYS
A Financial Wellness Series

PATHWAYS PROGRAM AT A GLANCE

Prudential Pathways:

- Holistic financial education seminars at your workplace with no solicitation
  - Seminar Series
  - 25+ one hour topical seminars
  - Workshop to assist employees with completing important financial wellness exercises
  - Executive education seminars
- Complements existing retirement plan education
- Promotes utilization of retirement plans
- Delivered onsite at the workplace by local, specially trained, Prudential financial professionals who are selected using stringent criteria
- Reach all employees using various modes of delivery
- Available to all employees, their guests and retirees
- No cost to you or your employees
- Employer's benefit plan is integrated into the presentation
- Easy to implement and administer — all communications, registration, satisfaction surveys, data and metrics reporting is handled by Prudential

SEMINAR SERIES

A series of engaging onsite financial wellness seminars. These easy-to-understand seminars are designed to teach employees how to best manage their financial house in all areas related to financial wellness.

Seminar 1

GREAT STRIDES: Understanding the Fundamentals of Financial Wellness

Specifically, we'll cover:

- Creating and fine-tuning a budget
- Fundamental concepts of investing, including:
  - Paying yourself first
  - Pre-tax investing
  - Tax-deferred vehicles
  - Principles of time and compounding
  - Dollar cost averaging
  - Asset allocation concepts
- Savings and investment vehicles to help meet your long-term financial goals
- Challenges in retirement: longevity risk, inflationary risk, and medical expenses
- College funding vehicles

Activities	In-Class	Out-of-Class
Envision Exercise	•	
Retirement Savings Calculator		•
Budget Exercise	•	
Map My Retirement		•

Seminar 2

FOR THE LONG HAUL: Building Your Road to Retirement

Specifically, we'll cover:

- Key elements of a retirement plan
- Building your road to retirement
- Common roadblocks when investing for the future and how to avoid them
- Be better equipped in retirement to keep goals in focus and on track
- How to help manage investment risks through diversification and prudent asset allocation
- Investing pitfalls and how they can be avoided
- Developing a plan for retirement income. Creating a paycheck from the retirement assets you've accumulated
- Overview of Social Security

Activities	In-Class	Out-of-Class
Map My Retirement		•
Asset Allocation Questionnaire		•
Cash Flow Worksheet	•	
RMD Calculator		•

Seminar 3

CRUISING ALONG: Protecting Yourself and Your Loved Ones

Specifically, we'll cover:

- Why protecting assets is just as important as accumulating assets
- Ways to help protect and secure financial wellness against predictable and unforeseen circumstances
- Various types of insurance, including:
  - Property & casualty
  - Medical
  - Life
  - Disability Income
  - Long-Term Care
- Healthcare in retirement and the role Medicare plays, including:
  - Parts A, B, C, & D
  - Supplemental insurance

Activities	In-Class	Out-of-Class
HHS.gov		•
Life Insurance Needs Estimator		•
Medicare.gov		•
Medicare Booklet		•

Seminar 4

THE JOURNEY CONTINUES: Creating a Solid Plan for the Future

Specifically, we'll cover:

- The importance of maximizing employee benefits
- Optional – A company representative can provide an overview of the employee benefit package
- Common estate planning concepts including:
  - Wills
  - Trusts
  - Beneficiaries
  - Probate
  - Powers of Attorney
  - Medical directives
- Estate planning pitfalls, including:
  - Not having a plan or putting it in writing
  - Not preparing a custodial agreement for minors
  - Neglecting to use common and readily available estate planning documents to minimize taxes and probate court fees

Activities	In-Class	Out-of-Class
Optional: Employee Benefits Overview	•	
LifeStages Folio	•	
Estate Planning/Wealth Transfer Checklist	•	
Financial Wellness Checklist	•	

MENU OF ONE-HOUR SESSIONS

This program covers a broad range of topics such as budgeting, college funding, retirement planning strategies, tax and estate planning strategies, and even transitioning from married life.

These educational seminars are intended for every demographic of employee within your organization as well as retirees.

THE BASICS

The Basics of Credit & Banking Services — Establishing and maintaining good credit can be vital for future financial stability. This session covers the advantages and risks of using credit; which banking services to be wary of; and how to choose and maintain a checking account.

The Basics of Saving & Investing — This session provides an overview of the difference between saving and investing. It will also cover the importance of paying yourself first, how interest is calculated, the rule of 72, various types of investments, avoiding credit fraud and more.

Financial Challenges That Matter Most — When experiencing challenges in your life it is important to make sound financial decisions. This session will provide best practices for growing and managing your income, protecting your assets and minimizing debt.

Strategies for College Funding — Paying for college is one of the major financial decisions you will face in life. This session will provide strategies to save for college, including 529 College Savings Plans and Coverdell Education Savings Accounts.

Don't Try to Predict the Stock Market — Historically making investment decisions by timing the rise and fall of the stock market has proven to not be the best way to maximize investment returns. In this session you will learn about more tried and true approaches to investing in the stock market.

Budgeting and Debt Management — This session focuses on budgeting, how to prioritize your bills and the importance of saving and investing.

Student Loans - How to Pay Off Your Debt — Graduating from college is an exciting time in one's life. Student debt, however, can sometimes make the transition into the working world difficult. This course discusses the impact student loan debt has on borrowers and provides repayment options and payoff strategies.

Is Your Financial House in Order? — This session will cover key concepts such as budgeting, debt management, protection of assets, preparing for retirement and creating a financial legacy for your loved ones.

Steps to Buying and Selling a Home — This session reviews the important decisions and steps that are needed when someone is buying or selling their home.

RETIREMENT

Roadmap to Retirement — This session outlines your journey on the Roadmap to Retirement and discusses actions that you should consider at particular ages to ensure you get the most out of your retirement.

Your Social Security Benefits — This session provides an in-depth explanation on the retirement, disability and death benefits of Social Security.

Are You Prepared for the Financial Challenges in Retirement? — This session will cover the most common challenges faced in retirement and provide strategies to help create a more secure future.

Healthcare in Retirement — Understanding healthcare is important, especially since it will be one of the greatest expenses you face in retirement. This session will highlight what Medicare covers, understanding out of pocket medical expenses, as well as long term care and supplemental insurance. We'll also provide helpful tips for preparing now to pay for healthcare in retirement.

Retirement Planning Toolkit — Choosing when to retire is a difficult and important decision that involves a number of issues that you may want to consider in your retirement planning. This session will provide the tools you need to make an informed decision.

MENU OF ONE-HOUR SESSIONS

TAXES & ESTATE PLANNING STRATEGIES

Taking Control of Your Taxes — This session will focus on learning how investment decisions in today's challenging tax environment can impact the income you receive in retirement.

It's Your Estate, Are You in Control? — Estate planning is not just about taxes and how to reduce them. In this session we will discuss that it's also about making sure that your assets are distributed as you wish and to whom you wish.

Estate Planning for the LGBT Community — Estate planning is very important – especially in the LGBT community. This session will provide tips for how LGBT individuals and couples can make sure assets are distributed to whom they wish.

What You Need to Know About the Tax Cuts and Jobs Act — In today's tax environment, it's important to consider the tax implications of investment decisions. This session will examine the Tax Cuts and Jobs Act and look at some efficient opportunities that can help manage taxes.

ASSET PROTECTION

How Insurance Can Help Protect Your Assets — This session will discuss how life, health, auto, disability, long-term care and homeowners insurance can play an important role in your asset protection plan.

What You Should Know About Life Insurance — Life Insurance isn't just to pay for final expenses – in fact, it can be used in multiple ways. This session will uncover uses for life insurance and help you determine how much life insurance you may need, as well as, provide an overview of the different types to consider.

SPECIALTY

Women & Money – Taking Control of your Financial Future — This session will cover results and observations from Prudential's research study "Financial Experiences and Behaviors Among Women" and provide an action plan for women to take control of their financial future.

Financial Challenges of Transitioning from Married Life — This session is for recently widowed or divorced individuals and provides steps for ensuring a more stable financial future.

Financial Challenges of the Sandwich Generation — Caring for children and parents at the same time can be challenging. This session will discuss not only the issues the sandwich generation faces but also potential solutions.

Managing Money for Teens — This session will teach parents of teens or teens themselves how to create a budget, the importance of savings and investing accounts and responsibilities of independent living.

Managing Money for Kids — This session is geared toward younger children and pre-teens and will help frame an understanding of managing money. Topics will include spending tips, how to set money goals and the benefits of saving.

Taking Care of Your Loved Ones as They Age — This session discusses the various issues caregivers face when taking care of aging loved ones and the importance of developing a caregiving plan.

Teaching Your Children Good Money Habits — It's never too early to teach children about basic money management. This session will look at some age-by-age questions and lessons to help you reinforce your family's values about spending, giving, and saving.

WORKING SESSION

Pathways Working Session — Attendees will complete several exercises to help organize their financial life, identify the type of retirement they wish to have and begin creating financial strategies.

EXECUTIVE SERIES – 90 MINUTES EACH

Advanced Asset Accumulation — This session will help you gain a better understanding of the financial concepts behind investing within your portfolio, tax planning strategies, asset creation and preservation, risk management as well as protecting your assets. Learn more about how to effectively accumulate and distribute deferred compensation funds and common stock options & grants.

Advanced Asset Distribution — Attend this session to learn more about distribution of assets and tax sensitivity, strategic deferred compensation and how the assets you've accumulated can provide an income stream in retirement.

Advanced Estate Planning Strategies — This session will cover the four-step estate planning process along with different types of trusts, portability of exemption of spouses, and more.

SUMMARY OF PARTICIPANT SURVEY RESULTS[5]

Making financial education a positive experience for employees

92% said they were satisfied overall with the program.[6]

95% would recommend the program to a co-worker or friend.[7]

96% said their speaker was easy to understand.[8]

94% rated the information as valuable.[8]

92% rated the content valuable and relevant.[8]

93% said the content was easy to understand.[8]

More importantly, our seminars helped inspire participants to take action.

97% plan to maximize their employee benefits.

96% plan to create or update a will.

98% will check and update their beneficiary forms.

97% will create a budget.

95% will rebalance their portfolio.

Employer Testimonials:

"Prudential Pathways has been an integral part of our financial wellness strategy at Cintas. Since rolling out this program in August of 2016, they have proven themselves as great partners time and time again. Their coverage map across the country allows us to offer the program to the majority of our employees at times that are convenient for the location. The speakers are licensed and engaging. We have received rave reviews from our employees around the country on their presenters. For our more remote employees, Prudential worked with us to develop a virtual website solution. We are grateful for the time and effort Prudential has put into developing this strong program!"

- Cintas

Employee Testimonials:

"Access to presenter to get questions answered."

"Brought up items that I have been thinking about and now feel more confident crossing off the "To Do list"."

"Exposure to areas not discussed anywhere else in life (Medicare, insurance)."

"Feeling like I can take control of my finances-finally!"

WEBINARS

Each of your employees has different financial needs and communication preferences. We use a variety of integrated communication methods, like webinars, to enable further engagement and learning. Webinars are also a great way to reach employees who don't have access to in person sessions.

- Offered on a monthly basis and will last approximately 30 minutes
- A different topic is featured each month
- The Pathways Series will be available via webinar
- Webinar participants will have the opportunity to request a one-on-one with a local Pathways representative

5. Results based on feedback provided by 22,447 participants from January 2015 through June 2018.
6. Positive ratings of "very satisfied" or "extremely satisfied."
7. Defined as "promoters" giving ratings of 7– 10 out of an 11-point recommend scale. 7 (very likely) – 10 (extremely likely).
8. Positive ratings of "very good" or "excellent."

THE BENEFITS OF FINANCIAL WELLNESS EDUCATION

Employers can:	Employees can:
Provide holistic financial wellness education that complements existing retirement education	Receive objective financial education in person from experienced local financial professionals
Promote utilization of retirement plan	Have a dedicated resource who is licensed and registered to answer all of their questions
Demonstrate concern for employee well-being	Attend seminars at their worksite for their convenience and bring guests
Reduce questions coming from your employees about what to do, which in turn saves time	Learn how benefits fit into their overall financial wellness
Non-solicitation -objective financial education	Feel increased satisfaction and improve productivity
Easily put the program in place with little administrative time and at no cost	Learn how to better manage their finances day-to-day
Help improve employee satisfaction and productivity	Achieve important financial goals and protect themselves against key financial risks
Provide education to suit the needs of all employees	
Inspire employees to improve their financial wellness	
Reach all employees, regardless of location	

Contact Your Prudential Representative today to discuss how this workplace solution can help your employees.

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OFFER PLAN PARTICIPANTS IN-PERSON COUNSELING... VIRTUALLY.

We know that participants want to connect with Prudential when and where they want to—on their own terms. That's why, in addition to traditional in-person engagement, we're now covering the same topics, virtually.

Virtual one-on-one meetings

Zero travel time. Participants can meet with counselors at work or remotely. And you don't need to scramble to find a conference room or provide resources.

Reach everyone. Whether your workforce is centrally located or remote, all it takes is an internet connection to participate.

Relax. Working to achieve financial wellness should make you feel better. Let participants begin their financial wellness adventure with home-field advantage. Why not meet from the comfort of your own space?

Virtual education sessions

Incite action. We run live and on-demand meetings with real interactive feedback that lets participants take action during the virtual sessions.

Actionable insight. You can track metrics like attendance, engagement, satisfaction and outcomes. Together, we'll test and refine for optimum results.

Ready when you are. Take travel times, conference rooms or logistics like shift coverage out of the equation. It's an optimal way to maximize your meeting days—and your employees' time. Perfect for employees with busy schedules!

Now that you've read about the benefits, read on to see how it all comes together

Virtual engagement and education makes it easier for your workers to get the education they need, giving them the opportunity to interact with our retirement counselors without sacrificing the flexibility and ease required to manage their work/life balance.

These options don't require workers to be on site to interact with the counselors.

On-Demand Education All education sessions, like New Hire Orientation, can be recorded and made accessible for your workers 24/7. Links within the sessions connect attendees to their retirement accounts, any session-specific documents and any additional information referenced.

Virtual Retirement Meetings Your workers can attend educational workshops hosted by a retirement counselor, virtually, on specific dates and times. These sessions are customized for your plan, focusing on topics of interest to participants. At the end of the webinar, the retirement counselor will take questions.

For even greater convenience, the presentation portion of the meetings can be pre-recorded and scheduled to play at any time, 24/7. Links within the pre-recorded session let viewers connect to their accounts. Or they can place a call to a participant service representative.

Virtual One-on-One Consultations Online and by phone, your workers can meet with a retirement counselor to discuss your plan, review their accounts or talk about retirement planning. These meetings are by appointment only. To attend, the worker logs in to a secure web session, which ensures his or her privacy.

Contact your Prudential representative to add any of these programs to your calendar today.

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PARTICIPANT WORKSHOPS

Informative and impactful, our suite of core and specialty workshops focuses on topics of special interest to participants and can be delivered at a group meeting or online via webinar.

How Do I Save for Retirement?*

Participants will learn how to get started with their retirement plan, how to help overcome hurdles that can keep them from saving for the future and where to go for the help they need.

Where to Save

Participants will learn why it's important to save for retirement, four options to help build retirement savings and the potential advantages of saving through an employer-sponsored plan.

How Do I Save More for Retirement?*

Participants will learn why it's important to save for retirement, how small actions today can potentially help them prepare for a brighter future and budgeting strategies that can help them save more now.

Creating a Solid Budget

Participants will explore the importance of a budget, learn how to create one to help manage finances and discover budgeting strategies to help them save more today.

How Do I Choose My Investments?*

Participants will learn why selecting a proper investment mix is so important, the basics of asset allocation and the difference between their plan's "Do it yourself" and "Do it with help" options.

How to Make the Most Out of My Retirement Savings

Participants will learn how to visualize their retirement—even one that's a long way away, plus three important steps to take now to help maximize current savings and project future resources.

5 Steps to Retirement Readiness

Participants will learn how to visualize their retirement and how to help project their expenses today and in retirement, and will discover where their retirement income will come from and how to help protect it.

Why It's Important for Women to Prepare for Retirement

Participants will uncover key factors and considerations facing women as they prepare for retirement, find out how longevity and workforce issues uniquely affect women—and get valuable tips that may help them secure a stronger financial future.

Help Me Understand Investing

Participants will learn about common saving and investing vehicles, how risk vs. reward can affect investment choices and how to create their own personalized investment plan.

Avoiding Common Investing Mistakes

Participants will learn how to identify—and avoid—common retirement planning mistakes, how to help avoid investing pitfalls and where to find valuable tools and resources that can assist them along the way.

How Having a Game Plan Can Help Secure Your Retirement*

Participants will learn how to diversify their investments, the importance of increasing savings levels and where to find tools and resources that can assist with retirement planning.

Help Me Understand My Social Security Benefits

Participants will learn how to calculate their future benefits, how to calculate spousal benefits, if applicable—and discover strategies that can help them maximize future benefits.

*Workshops available in Spanish.

Keep in mind that application of asset allocation and diversification concepts does not assure a profit or protect against loss in a declining market. **You can lose money by investing in securities.**

ON SITE OR ONLINE, WE'LL HELP YOUR PARTICIPANTS STAY ON TRACK

Hosted by Prudential retirement counselors, our unique Retirement Labs and Educational Workshops are a proven way to help inspire and motivate participants. They're part of our four-step, behavior-based approach, designed to engage, educate and empower participants at every stage of their retirement planning.

Four stages of participant engagement:

1. **Capture attention**
2. **Build interest**
3. **Motivate action**
4. **Sustain momentum**

And it's working—our behavior-based communications have already demonstrated an up-to-60% increase in positive actions taken by plan participants.*

*Prudential participant study response data collected between October 2013 and October 2014.

Contact your Prudential Representative to add any of these programs to your calendar today.

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ENGAGE AND EDUCATE.

WITH PRUDENTIAL RETIREMENT EDUCATIONAL WORKSHOPS

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