457(b) DEFERRED COMPENSATION PLAN ENROLLMENT KIT

DC GOVERNMENT EMPLOYEES

Begin your retirement savings today

DCRetire.com

DC

401(a) AND 457(b) PLANS

457(b) Deferred Compensation Plan
Plan #: 307230

A Small Step Goes a Long Way – Enroll Today!

A 457(b) Deferred Compensation Plan is designed to supplement your retirement savings. While a 401(a) retirement plan and/or Social Security may go a long way, they may to be enough. Saving to your 457(b) plan can help you maintain your desired standard of living.

This booklet contains important information you will need to enroll in your employer's 457(b) deferred compensation plan, through which you can save and invest for your future with tax advantages.

Contributions from your paycheck go automatically to your retirement account.

As part of your enrollment, you will need to make three important decisions:

1. How much to contribute
2. How to invest
3. Who to designate as your beneficiary(ies)

As the financial provider that administers your plan, ICMA-RC can help you every step of the way.

Sincerely,
ICMA-RC

VISIT US AT
www.DCRetire.com

WHAT YOU NEED TO DO:

Please complete and return the enrollment form. See the instructions and form section beginning on page 9.

See contact information on page 2 if you have questions.

TO CONTACT US PLEASE CALL
800-669-7400

About ICMA-RC

Founded in 1972, ICMA-RC is a non-profit independent financial services corporation focused on providing retirement plans and related services for more than a million public sector participant accounts and approximately 9,000 retirement plans. Our mission is to help build retirement security for public employees. We deliver on our mission by focusing on service, quality and value.

All of our retirement programs, administrative services and educational tools have been developed specifically for public sector retirement plan participants like you.

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Table of Contents

Plan Highlights

Review this summary information to understand how your 457(b) Deferred Compensation Plan works.

ENROLLMENT

Simply complete the enclosed enrollment form and submit it to your employer. Participating in a retirement plan, such as your 457(b) plan, can have a significant positive impact on your future.

CONTRIBUTIONS

You must decide the amount you wish to contribute each pay period to your retirement plan.

- You can change your contribution amount at any time. When you submit a change, it will take effect the following calendar month.
- The minimum contribution is $20 per biweekly payroll period, or $43 per monthly payroll period.
- The maximum contribution for 2017, is $18,000, up to $24,000 if you are age 50 or over, or up to $36,000 if you qualify for pre-retirement catch-up contributions.
- You can elect to make pre-tax and/or Roth contributions to the plan.
- You may also transfer, or roll over, other eligible retirement accounts to your 457(b) plan.

Pre-Tax Contributions reduce your taxable income for the year. These amounts, along with associated earnings, will be taxed as ordinary income in the year they are withdrawn from your account.

Roth Contributions are made on an after-tax basis and do not reduce your taxable income for the year. However, Roth contributions and associated earnings can be withdrawn tax free if:

- five years have passed since January 1 of the year of your first Roth contribution, and
- you are at least 59½ years old (or disabled or deceased).

INVESTMENTS

Your contributions will be invested in the funds that you select, and the value of your account will fluctuate based on the performance of the funds. Carefully review the enclosed information relating to your investment options before making your selections. You can make changes to your investments at any time.

WITHDRAWALS

After you separate from service with your employer, you will be eligible to withdraw your money at any time. However, you will not be required to take any withdrawals until after age 70½.

While you are still employed, your withdrawal options are limited to the following circumstances:

- After you attain age 70½.
- Small account balance distributions. If your balance is under $5,000, and no contributions have been made for a period of two years.
- Rollover assets. Assets that you roll-in to the plan from another eligible retirement plan, such as a plan with a previous employer.
- Emergency withdrawals. Under certain emergency situations, as defined by the IRS.

LOANS

Your plan allows you to borrow money from your account while you are still employed. The maximum loan amount is limited to half of your account balance or $50,000, *whichever is less*. Additional information is available by contacting ICMA-RC.

SUMMARY DESCRIPTION The actual rules governing your plan are contained in state retirement laws and the federal tax code. This publication provides a summary of the rules, and is not a complete description of the law. If there are any conflicts between what is written in this publication and what is contained in the law, the applicable law will govern.

This plan introduction is designed to provide you with general plan information. If there is a conflict between the information in this summary and the Plan document, the Plan document will be controlling document.

ACCOUNT INFORMATION

You can review your account information online by logging into your account at **www.DCRetire.com**. Or, use the automated phone system at **800-669-7400**.

You will receive quarterly account statements showing detailed information on your account, including your current balance and investment performance. Sign up for ICMA-RC's eDelivery services to receive email notifications when your quarterly statements and transaction confirmations are available online.

ENROLLING IN YOUR 457(b) DEFERRED COMPENSATION PLAN

Review this information to help guide your contribution and investment decisions.

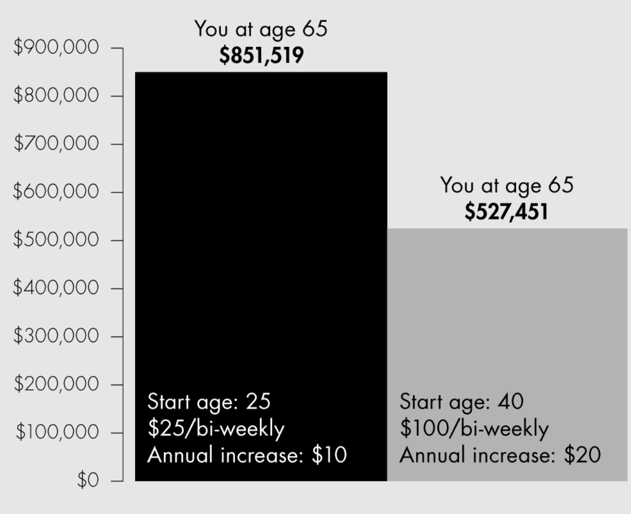
DON'T DELAY — START SAVING NOW

Don't put off enrolling — there are no age or length of service requirements. Your 457(b) plan provides flexibility and control.

- Contribution amounts can be changed, stopped, restarted at any time. You can start small while you determine your ideal savings rate.
- Investment options can be changed at any time.
- Beneficiary designations can be changed at any time.

CONTROL WHAT YOU CAN

Although you cannot predict how the financial markets will perform or future inflation, tax rates, or other economic conditions, you can control when you start saving for retirement.



For illustrative purposes only. Assumes a 7% average annual return.

And starting earlier can give you a huge advantage. View the preceding chart — by starting to save at, say, age 25 instead of age 40, you can save a lot less each pay period and save about the same amount over your lifetime but come out way ahead. Of course, regardless of your current age, it's never too late to start.

HOW MUCH TO CONTRIBUTE

The benefits you will receive from a 401(a) retirement plan or Social Security could go a long way to providing a comfortable retirement, but additional savings will likely be needed to help you live comfortably over a potentially long retirement.

You can make contributions to the Plan by agreeing to defer a dollar amount of your salary. Your deferrals are made on a pre-tax basis, and all earnings are tax deferred until benefits are distributed to you. The District does not make any contributions to this plan.

- Your plan does allow you to also make after-tax Roth contributions — while you get no immediate tax benefit, future withdrawals including earnings may be tax free.
- The minimum contribution is $20 per biweekly payroll period, or $43 per monthly payroll period.
- Maximum contribution is set by the IRS and is subject to cost-of-living adjustments every year.
- Visit **www.icmarc.org/learn** for a variety of resources designed to help you save.
- For a more in-depth and personalized recommendation, consider ICMA-RC's Guided Pathways® (**www.icmarc.org/guidedpathways**).
- Or, request a consultation with your ICMA-RC representative.

Contribute What You Can. Even small savings can really add up over time. In fact, starting out small, and then increasing how much you save by just a little each year could go a long way.

HOW TO INVEST

As you choose your investments, consider the following:

Determine your risk level — how much investment risk you need to consider taking, and are comfortable taking. Use this to help you decide the approximate percentage of your money that should be in stock funds vs. bond funds vs. lower-risk options such as stable value funds and money market funds.

Consider a level of risk that is most likely to allow you to meet your long-term goals but also that you can maintain, especially during rough stretches.

Asset Allocation

The pie charts show different portfolios allocated between stocks and bonds.

The bar charts under each pie chart show the range of compounded annual returns for each portfolio for one, five and 10-year periods from 1926 to 2013. (For example, 10-year periods run from 1926 to 1935, 1927 to 1936, and so on.)

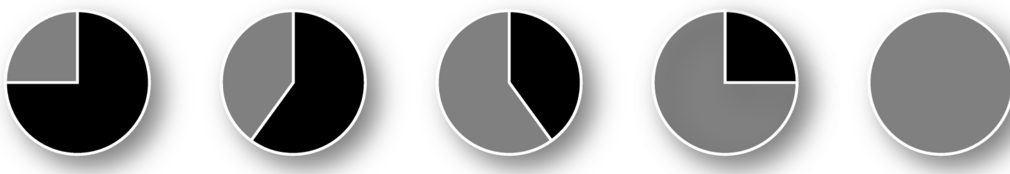
Portfolios near the conservative end of the spectrum have been less volatile and more predictable. But note that even they have resulted in losses in some periods.

Portfolios near the aggressive end of the spectrum have been more volatile and less predictable, but historically have resulted in higher returns.

Sample Asset Mixes

Bonds | Stock

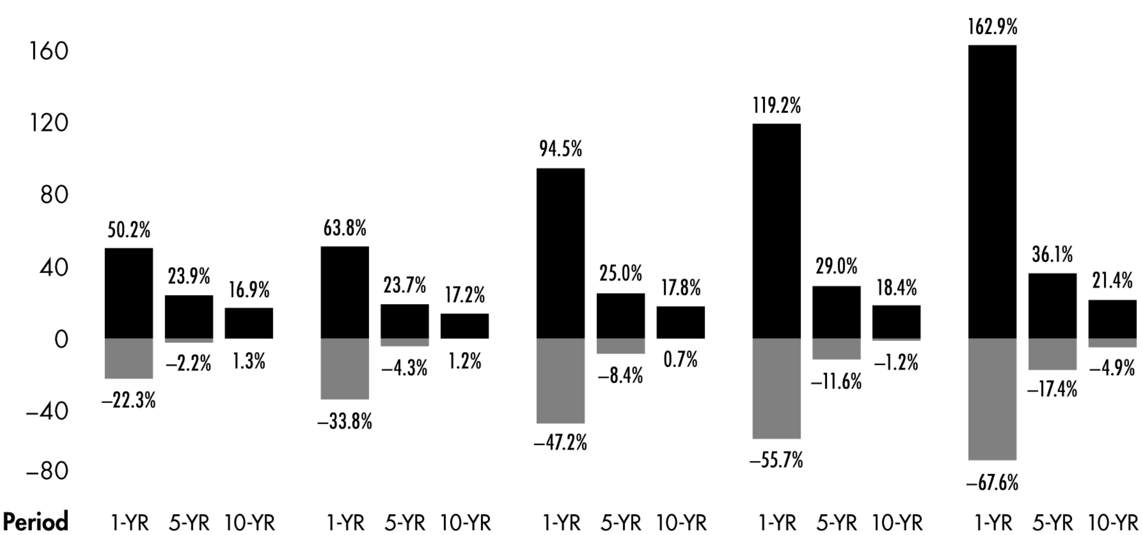
	Conservative	Moderate Conservative	Moderate	Moderate Aggressive	Aggressive



Allocation	25% Stock 75% Bonds	40% Stock 60% Bonds	60% Stock 40% Bonds	75% Stock 25% Bonds	100% Stock 0% Bonds

Risk and Return Over Time (1926–2013)

	Conservative	Moderate Conservative	Moderate	Moderate Aggressive	Aggressive
Average Annual Return	**7.1%**	**7.8%**	**8.7%**	**9.3%**	**10.0%**



Average Annual Returns and Range of Returns (1926–2013)

Source: Morningstar Direct SM

Performance figures on this page were calculated using historical returns of the Standard & Poor's 500 Index and U.S. Long-Term Government Bonds. These indexes were used as proxies for equity and fixed-income asset classes, respectively, and do not predict actual or future performance of any fund(s) or account(s).

Past performance is no guarantee of future results. Future returns may be lower than those depicted in the illustrations above.

Be diversifed. Own diferent types of investments. This does not ensure against losses, but can help you manage risk.

To help guide your risk and diversification decisions, see the Asset Allocation page:

- Take a look at the historical risk and return of different mixes of stocks and bonds. Higher-risk options like stocks have provided higher returns but also much steeper losses during certain time periods. But even low-risk options still have risk; they will be more likely to lose money to inflation over time.
- Review the different investment options and services available to you.

AVAILABLE INVESTMENT OPTIONS

Consider the following options to help you build a diversified portfolio with an appropriate overall level of risk.

Simplify and diversify with one fund. Target funds invest in a variety of individual stock and bond funds and may be appropriate if you are looking to simplify your investment decisions while still being diversified. Consider a:

- Target-date fund with the year in the fund name that closely matches the year you expect to begin withdrawals. Target-date funds are designed to gradually reduce risk over time.[1]

Build your own investment portfolio. If you are comfortable picking and choosing from different funds, this option provides the most flexibility and control.

And ICMA-RC has tools to help – Asset Class Guidance and Fund Advice, part of our Guided Pathways® service, provide recommendations for you to follow.

Ask ICMA-RC to invest and manage your account for you. You will be enrolled in ICMA-RC's Managed Accounts service, which provides professional account management through each stage of your career and in retirement, from building up your savings to drawing them down. Managed Accounts:

- Recommends how much you need to contribute to reach a comfortable retirement
- Selects and manages your investments for you based on your personal and financial situation
- Makes periodic updates to help keep you on track
- Helps you transition from building up your savings to drawing them down.

Managed Accounts helps you take the guesswork and complication out of these very important saving, investing, planning, and withdrawal decisions. It provides a strategy for you to follow and then manages your account for you, saving you time and minimizing the likelihood that you overreact to market upturns and downturns.

You are charged an asset-based fee for these services. [2,3,4]

Be Smart about Investing. Learn more about personal finances, including retirement planning, without being overwhelmed. Discover tools to help you plan, save, and invest for your future at **www.icmarc.org/realize**.

1 *A target-date fund is not a complete solution for all of your retirement savings needs. An investment in the fund includes the risk of loss, including near, at or after the target date of the fund. There is no guarantee that the fund will provide adequate income at and through an investor's retirement. Selecting the fund does not guarantee that you will have adequate savings for retirement.*

2 *Underlying mutual fund expenses and plan administration fees still apply. Please read the current applicable prospectus or disclosure documents and the VantageTrust Fund Fees and Expenses document accompanying the Making Sound Investment Decisions: A Retirement Investment Guide for a description of these fees and expenses.*

3 *Underlying mutual fund expenses and plan administration fees still apply. Please read the current applicable prospectus or disclosure documents and the VantageTrust Fund Fees and Expenses document accompanying the Making Sound Investment Decisions: A Retirement Investment Guide for a description of these fees and expenses.*

4 *Investment advice and analysis tools are offered to participants through ICMA-RC, a federally registered investment adviser. Investment advice is the result of methodologies developed, maintained and overseen by the Independent Financial Expert, Morningstar Investment Management LLC. Morningstar Investment Management LLC is a registered investment advisor and subsidiary of Morningstar, Inc. Morningstar, Inc. and Morningstar Investment Management LLC are not affiliated with ICMA-RC. All rights reserved. The Morningstar name and logo are registered marks of Morningstar, Inc.*

TAX ADVANTAGES

Let's say you are in the 25% federal income tax bracket, have a $40,000 annual salary and determine you need to save 5% per paycheck, or $77, for your future retirement.

When $77 is saved pre-tax, it is not subject to tax until later when you withdraw, so it reduces your paycheck by only $58. **Pre-tax contributions help you save**.

Investment earnings are tax-deferred so your account can grow before being subject to tax.

Roth Contributions. Your plan does allow you to also make after-tax Roth contributions – while you get no immediate tax benefit, future withdrawals including earnings may be *tax-free*. [5] Visit **www.icmarc.org/rothanalyzer** to help you determine how to split your contributions between pre-tax and Roth.

WHO TO DESIGNATE AS YOUR BENEFICIARY

It is important to designate the individuals who will receive your retirement account assets after you die.

Designating beneficiaries overrides your will. If you choose beneficiaries:

- Your assets will be paid out according to your wishes and will not be subject to the potential costs and delays of probate, as well as creditor claims.
- Your beneficiaries may receive more tax advantages.

Next Steps

Enroll today! Take the first step to a secure retirement and enroll in the plan.

Manage your account — conveniently

- Online — sign up for Account Access at **www.DCRetire.com**
- By phone — 24-hour access through the automated phone system at **800-669-7400**

Go paperless. Receive notifications that your transaction confirmations and quarterly statements are available online. Visit **www.icmarc.org/paperless** to learn more.

Get personalized service. Your ICMA-RC representative can help you enroll and continue to plan your retirement, throughout your working and retirement years.

Periodically review your retirement strategy to determine if you should adjust how much you are saving and your investments. Do so about once a year or anytime you experience a major life change.

Completing the Enrollment Form

The most important step to begin achieving your retirement goals is to enroll. Please review the investment options information and remove the form pages from this enrollment book before completing the Enrollment Form.

Section 1: Complete all required personal information.

Section 2: Specify the dollar amount you wish to contribute each pay period.

Section 3: Designate your beneficiaries.

Section 4: Choose one of the investment selections:

SIMPLIFY AND DIVERSIFY WITH ONE FUND

Target-Date Fund

- If you select this option, you must select the Target-Date Fund, for the year that most closely matches when you expect to begin making gradual withdrawals, typically when or after you retire.
- Target-Date Fund are composed of portfolios of other funds.
- Underlying fund selection and asset mix of Target-Date Funds are intended to reflect time until you begin making gradual withdrawals, typically when or after you retire.
- Asset mix of each "dated" Target-Date Fund becomes increasingly conservative over time.
- Review and select the fund from the Balanced/Asset Allocation Funds list in the Investment Options section.

BUILD YOUR OWN INVESTMENT PORTFOLIO — allows maximum flexibility.

- Review the funds listed in the Investment Options section.
- Select the funds and the desired allocation.

ASK ICMA-RC TO INVEST AND MANAGE YOUR ACCOUNT FOR YOU

- If you select this option, you will be enrolled in ICMA-RC's Managed Accounts service.
- You are charged an ongoing asset-based fee for this service.
- All eligible funds in your plan are considered for inclusion in Managed Accounts.
- Provides savings rate and retirement age recommendations.
- Takes into consideration retirement age, current income, desired retirement income, ICMA-RC accounts, Social Security, and if you make available, pensions and other savings and investments.
- Monitors and reallocates your ICMA-RC account on an ongoing basis to account for provided changes in your personal and financial situation.

Section 5: Sign your completed form and submit to your employer for approval.

Section 6–9: If you selected Managed Accounts in Section 4, you must complete Sections 6–9.

For additional details and disclosure on the above steps, please refer to the enrollment form instructions on the back of the form.

457(b) Deferred Compensation Plan Employee Enrollment Form — Page 1

457
MA

1. REQUIRED PERSONAL INFORMATION

Employer Plan Number: 307230 **Employer Plan Name: DC 457(B) DEFERRED COMP PLAN**

Social Security Number *(for tax-reporting purposes)* : ___ ___ ___- ___ ___ - ___ ___ ___ ___

Full Name of Participant: ____
Last First M.I.

Mailing Address/Street: ____

City: ______________________________ **State:** ___ ___ **Zip Code:** ___ ___ ___ ___ ___

Date of Birth: ___ ___ /___ ___ /___ ___ ___ ___ (mm/dd/yyyy) **Date Employed/Rehired:** ___ ___ /___ ___ /___ ___ ___ ___ (mm/dd/yyyy) ❑ **Rehire? check if Yes**

Provide your email to be enrolled in e-Delivery automatically. You will receive email notification when your quarterly statements and transaction confirmations are available online. You may opt out by checking the box below. **Email Address** (required for e-Delivery): ______________________________ ❑ No, I do not wish e-Delivery at this time.

Job Title: ______________________________

Please indicate what Agency you are employed by: ❑ D.C. Courts ❑ D.C. Housing ❑ D.C. Water & Sewer ❑ United Medical Center (UMC) ❑ Other District Agency ______________

Preferred Phone Number: (___ ___ ___) ___ ___ ___ - ___ ___ ___ ___ **Gender:** ❑ Male ❑ Female **Marital Status:** ❑ Married ❑ Single
Area Code

2. CONTRIBUTION AMOUNT

Specify the dollar amount you wish to contribute each pay period. Contributions will begin as soon as administratively possible following the month in which this form is signed.

❑ **Pre-tax** deferrals of $______________ from my pay each pay period.

❑ **Roth** deferrals of $______________ from my pay each pay period.

3. BENEFICIARY DESIGNATION

- Update and designate additional beneficiaries at any time via Account Access at www.DCRetire.com.
- Failure to indicate any percentage or failure to use whole percentages (e.g., enter 33%, not 33.33% or 33 1/3 %) that total 100% for your "Primary" beneficiary(ies) and 100% for your "Contingent" beneficiary(ies) may invalidate your beneficiary designation.
- Check one "Beneficiary Type" and one "Relationship" for each beneficiary. Failure to do so may result in your designation being invalid.
- **Married Participants - Some 401 plans require that you obtain consent from your spouse if you do not designate him/her as the primary beneficiary for 100% of your account. If you live in a community property state (AZ, CA, ID, LA, NV, NM, TX, WA, or WI), you must obtain consent from your spouse to designate a nonspouse beneficiary for greater than 50% of the account. Use the Beneficiary Designation Form, available online at www.DCRetire.com, if spousal consent is required.**

Beneficiary Type: ☑ Primary Relationship (Check One): ❑ Spouse ❑ Non-Spouse ❑ Trust* ❑ Charity

______________________________ __ __/__ __/__ __ __ __ __ __ __ - __ __ - __ __ __ __ __ __ __%
Name Date of Birth Social Security Number % of Benefit
(whole % only)

Beneficiary Type(Check One): ❑ Primary ❑ Contingent Relationship (Check One): ❑ Spouse ❑ Non-Spouse ❑ Trust* ❑ Charity

______________________________ __ __/__ __/__ __ __ __ __ __ __ - __ __ - __ __ __ __ __ __ __%
Name Date of Birth Social Security Number % of Benefit
(whole % only)

Beneficiary Type(Check One): ❑ Primary ❑ Contingent Relationship (Check One): ❑ Spouse ❑ Non-Spouse ❑ Trust* ❑ Charity

______________________________ __ __/__ __/__ __ __ __ __ __ __ - __ __ - __ __ __ __ __ __ __%
Name Date of Birth Social Security Number **% of Benefit**
(whole % only)

457(b) Deferred Compensation Plan Employee Enrollment Form — Page 2

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Employer Plan Number 307230

Social Security Number ___ ___ ___ - ___ ___ - ___ ___ ___ ___

Name *(please print)* ______________________________

Beneficiary Type(Check One): ❑ Primary ❑ Contingent Relationship (Check One): ❑ Spouse ❑ Non-Spouse ❑ Trust* ❑ Charity

Name	Date of Birth	Social Security Number	% of Benefit (whole % only)
______________________________	__ __/__ __/__ __ __ __	__ __ __-__ __-__ __ __ __	__ __ __%

* ***Trust Beneficiaries -*** *You must submit a copy of your entire trust document with the enrollment form if you desire the beneficiaries of the trust to be treated as designated beneficiaries for the purpose of determining required minimum distributions.*

Designate additional beneficiaries online after your account is established, or write "see attached sheet" and attach and sign a separate piece of paper with your name, plan number, Social Security number, and the additional beneficiary information.

4. INVESTMENT SELECTION

Choose only one of the investment selections. Your selection will determine how contributions to your account will be invested. If no allocation instructions are provided, the percentages do not total 100%, or the allocation instructions are invalid, assets will be allocated to the default investment selected by your employer until additional instructions are received from you. Review the ***Notice Regarding Default Investments*** included in the Enrollment Kit for more information. Note: The allocation instructions you provide will apply to payroll contributions only.

Simplify and diversify with one fund

❑ **Target Date Fund.** Fund Code __ __ __ __ **= 100%**

OR

❑ **Build your own investment portfolio**
Input the fund codes and allocation percentages (must total 100%) to show how contributions to your account will be invested. A list of funds and codes can be found on the Investment Options Sheet.
Note: Please use whole percentages only.

INVESTMENT ALLOCATION			
Code	Percent	Code	Percent
			TOTAL = 100%

OR

Ask ICMA-RC to invest and manage your account for you

❑ **Managed Accounts** - By electing this option, you agree to have your account professionally managed by ICMA-RC. If you elect this option, do not complete Option #2.

Annual Salary: $ ________________ Desired Retirement Age: ______ Your Annual Desired Retirement Income: $ __________________ or __________________%
(100% of current after-tax salary is recommended)

Additional Employer Annual Contribution (if applicable) __________*% or $*__________________

Will you receive Social Security Retirement Benefits? ❑ Yes ❑ No Annual Social Security Retirement Benefit $______________ (Please see instructions for further details)

Number of Dependents ___________

Will you receive Pension payments outside of Social Security or your 457 or 401 Plan retirement accounts? ❑ Yes ❑ No. If you select "Yes" please complete A, B and C below:

(A) Age at which Pension Begins__________ (B) Annual Pension Benefit Amount (choose only one) Option A: $__________________ (In today's dollars) you expect to receive in retirement
Or
Option B: _________% of your salary you expect to receive in retirement

(C) Is your Pension subject to a cost of living adjustment (COLA) in retirement? ❑ Yes ❑ No

457(b) Deferred Compensation Plan Employee Enrollment Form — Page 3

Employer Plan Number
307230

Social Security Number
___ ___ ___ - ___ ___ - ___ ___ ___ ___

Name *(please print)* ______________________________

5. AUTHORIZED SIGNATURES

Submit this form to your employer promptly to avoid investment delay. If this form is faxed to ICMA-RC please do not mail the original.

Note that by signing this form you acknowledge that you agree to the following disclosure: I understand that ICMA-RC has established required procedures for Internet and telephone transfers that include personal identification numbers, recording of instructions, and written confirmations. In the event I choose to transfer funds by Internet or telephone, I agree that neither the VantageTrust Company, ICMA-RC, ICMA-RC Services, LLC, nor Vantagepoint Transfer Agents, LLC, will be liable for any loss, cost, or expense for acting upon any Internet or telephone instructions believed by it to be genuine and in accordance with the required procedures.

You hereby verify that by signing this Enrollment Form you have read and understand: 1) *ICMA-RC Guided Pathways® Fund Advice and Managed Accounts Investment Advisory Agreement,* dated September 2015 (the "Investment Advisory Agreement"), including the information on Managed Accounts advisory fees and 2)*Part 2A of ICMA-RC's Form ADV for Guided Pathways®* and *Retirement Readiness Reports Advisory Services.*

By signing this Enrollment Form, you also certify that you agree to all the terms and conditions set forth on the enclosed Investment Advisory Agreement and that you are also executing the Investment Advisory Agreement as of the date you sign this Enrollment Form.

______________________________ __ __/__ __/__ __ __ __ Employee ID ______________
Participant's Signature Month Day Year For Employer Use Only

______________________________ __ __/__ __/__ __ __ __
Authorized Employer Official's Signature Month Day Year

______________________________ __ __/__ __/__ __ __ __

INTERNAL USE ONLY

RPS signoff

Faxed to: DCHR ______________________________

Faxed to: ICMA-RC ______________________________

DCHR signoff

Completion ______________________________

457(b) Deferred Compensation Plan Employee Enrollment Form — Page 4

Employer Plan Number
307230

Social Security Number
___ ___ ___ - ___ ___ - ___ ___ ___ ___

Name *(please print)*
____

Additional Managed Accounts Information

Only complete and return this page if you selected Managed Accounts (Option 1) in the "Allocation of Contributions" section on Page this form, and wish to further personalize your enrollment in Managed Accounts.

6. RETIREMENT INFORMATION

ONLY COMPLETE THIS SECTION IF YOU ARE WITHIN 10 YEARS OF YOUR DESIRED RETIREMENT AGE AND THE VT RETIREMENT INCOMEADVANTAGE FUND IS AN AVAILABLE INVESTMENT OPTION IN YOUR RETIREMENT PLAN

A. To what extent is this retirement account intended to be a source of ongoing income during your retirement years?

❑ Extremely likely - Nearly 100% chance ❑ Likely - 75% chance (default) ❑ Not likely - Less than 50% chance

B. Once you have reached age 65, on average you should expect to live an additional 20 to 25 years. Given your own health status and family history do youfeel you will live?

❑ Shorter than average ❑ Near average (default) ❑ Longer than average

C. Bequest Amount $__________________________

7. YOUR SPOUSE OR PARTNER INFORMATION

Please read the instructions on the back for important information about including Spouse or Partner information.

Spouse or Partner Name

____

Last First MI

Date of Birth
___ ___ / ___ ___ / ___ ___ ❑ Male ❑ Female **Desired Retirement Age:** ___ ___

Current Annual Salary
$ ______________________________

Your Spouse's or Partner's Annual Desired Retirement Income: $ ___________________ or ___________________%
(100% of current after-tax salary is recommended)

Will your Spouse or Partner receive Social Security Retirement Benefits? ❑ Yes ❑ No

Annual Social Security Retirement Benefit $______________ (Please see instructions for further details)

Spouse or Partner's Pension

(A) Age at which Pension Begins ___ ___

(B) Annual Pension Benefit Amount (choose only one): **Option #1**: $_________________ *(In today's dollars)* your spouse/partner expects to receive in retirement **OR**
Option #2: __________% of your spouse/partner's salary he/she expects to receive in retirement

(C) Is this Pension subject to a cost of living adjustment (COLA) in retirement? ❑ Yes ❑ No

8. OUTSIDE ACCOUNT INFORMATION

Outside Account 1: Account Owner ❑ You or ❑ Your Spouse/Partner

Account Type *(Check only one)* ❑ 401(k) ❑ 401(a) ❑ 403(b) ❑ 457 ❑ Traditional IRA ❑ Roth IRA ❑ Taxable Savings ❑ Taxable Brokerage

Account Name ____

Total Account Balance $ _______________ You or your Spouse/Partner Annual Contribution $ _________________ Employer Annual Contribution *$ _______________________* *If applicable*

Asset Allocation Details

US Stocks _________ % Bonds ________%
International Stocks _________ % Cash ________%
Total = 100%

Outside Account 2: Account Owner ❑ You or ❑ Your Spouse/Partner

Account Type *(Check only one)* ❑ 401(k) ❑ 401(a) ❑ 403(b) ❑ 457 ❑ Traditional IRA ❑ Roth IRA ❑ Taxable Savings ❑ Taxable Brokerage

Account Name ____

Total Account Balance $ _______________ You or your Spouse/Partner Annual Contribution $ _________________ Employer Annual Contribution *$ _______________________* *If applicable*

Asset Allocation Details

US Stocks _________ % Bonds ________%
International Stocks _________ % Cash ________%
Total = 100%

9. SIGNATURE

Participant Signature __________________________ Date _______________________________________

ADDITIONAL MANAGED ACCOUNTS INFORMATION INSTRUCTIONS

Only complete and return this page if you selected Managed Accounts (Option #1) in the "Allocation of Contributions" section on Page 1 of this form and wish to further personalize your enrollment in Managed Accounts.

Although this additional information is not required to enroll you in Managed Accounts, we strongly recommend you provide as much information about yourself as possible to help ICMA-RC provide you with a more personalized level of account management.

Retirement Information: Only complete this section if you are within 10 years of your desired retirement age and the VT Retirement IncomeAdvantage Fund is an available investment option in your Retirement Plan. If you are within 10 years of your desired retirement age and the VT Retirement IncomeAdvantage Fund is an available investment option in your Retirement Plan and you do not provide an answer, the second answer listed for both questions will be used ("Likely -75% chance" and "Near average").

If the VT Retirement IncomeAdvantage Fund is an option in your Retirement Plan, based on your overall situation and responses to the following questions, Managed Accounts may recommend that a portion of your assets be invested in the VT Retirement IncomeAdvantage Fund, a VantageTrust Fund that invests in a separate account under a group variable annuity issued by a third-party insurance company, based on your overall situation and responses to the following questions. A Guarantee Fee of 1.00% is assessed by the third-party insurance company for the VT Retirement IncomeAdvantage Fund guarantees and is included along with other fund fees and expenses in the VT Retirement IncomeAdvantage Fund's net expense ratio. These guarantees are also subject to certain limitations, terms, and conditions.Please see the *VT Retirement IncomeAdvantage Fund Summary Important Considerations* document for more information.

Your Spouse or Partner Information provided in Section 6: Including information on your Spouse's or Partner's salary will increase your household retirement income and retirement income goals, which has a direct impact on the advice you will receive. If you elect to include your spouse or partner, it is important that you provide information on his/her Social Security benefits, Pensions, and Outside Accounts.

Social Security Retirement Benefits: Please indicate whether your spouse or partner will expect to receive Social Security retirement benefits. If you select "Yes" or do not select either box, we will include an estimate of Social Security benefits.

Annual Social Security Retirement Benefit: If no Annual Social Security Retirement Benefit is provided, Managed Accounts will generate an estimated amount based on your spouse or partner's current salary. If you wish to have Social Security benefits included in the account management for a retired spouse or partner, you must provide an estimated annual dollar amount.

Pension:

- *Annual Pension Benefit Amount,* please choose only one of the two below options:

  Option #1 - Enter the annual benefit amount your spouse or partner expects to receive in retirement in today's dollars.
  OR
  Option #2 - Enter the percentage of salary your spouse or partner expects to receive in retirement.

- Select "Yes" to "Is their pension subject to a cost of living adjustment (COLA)?", if your spouse or partner's annual pension benefit will increase after retirement.

Outside Accounts Information provided in Section 8:

- Annual Outside Account contributions will be considered as Pre-Tax for all account types except for Roth IRA, Taxable Savings, and Taxable Brokerage which will be considered Post-Tax.
- Please designate the asset allocation for the listed outside accounts. If no asset allocation is provided or if the asset allocation provided does not total 100%, the asset allocation will initially be designated as 55% U.S. Large Cap Stocks, 5% U.S. Small CapStocks, and 40% Bonds.
- To provide information on more than two outside accounts, (1) write "see attached sheet" in the section and (2) attach and sign a separate piece of paper with your name, plan number, Social Security Number, and additional outside account information.

Once you have completed this page, sign it and submit it to your employer along with Page 1 of the enrollment form.

A confirmation package will be mailed to you following receipt, in good order, of all necessary documentation. This package will confirm your personal and financial information and provide you with your wealth forecast and information on how ICMA-RC will be managing your account.

To update your information, including the asset allocation for your outside accounts, at any time after your Managed Accounts enrollment, go online to www.icmarc.org or call Investor Services at 800-669-7400 to request a *Guided Pathways® Managed Accounts Update Form.*

DC 401(A) RETIREMENT PLAN & 457(B) DEFERRED COMPENSATION PLAN

Fee and Investment Disclosure | September 30, 2016

This disclosure document includes important information to help you understand the fees associated with your plan and to compare the expenses and fees of the investment options made available in your retirement plan. If you have further questions regarding the plan's investment options, would like to view the most recent monthly and quarterly performance, direct your contribution allocations, transfer from one investment option to another, or to request a printed copy of this disclosure you may log on to Account Access at www.DCRetire.com or contact us at 800-669-7400.

I. Plan Related Information

This section discusses fees that may be assessed to your account, either as a participant in the plan or for services made available by the plan that you may choose to use.

ADMINISTRATION	
Administration	up to 0.220% (annualized) on assets
GUIDED PATHWAYS®	
Fund Advice[1,2,3]	$20 annual fee
Managed Accounts[1,2,4]	0.25% on First $500,000 0.00% on All assets over $500,000
BROKERAGE (457 PLAN ONLY)	
Self-Directed Brokerage[5,6]	$50 one-time setup fee (additional fees by brokerage provider also apply)
LOANS (457 PLAN ONLY)	
Origination, Refinance, Reamortization	$75 per application
Loan Maintenance	$50 annual fee
EXPEDITED DISBURSEMENT	
Wire	$15 per use
FedEx	varies by delivery address

Some of the plan's administrative expenses for the preceding quarter were paid from the total operating expenses of one or more of the plan's investment options. The total operating expenses of each investment, which include any amount paid to offset administration, are shown in Section II Investment Related Information.

1 *Investment advice and analysis tools are offered to participants through ICMA-RC, a federally registered investment adviser. Investment advice is the result of methodologies developed, maintained and overseen by the Independent Financial Expert, Morningstar Investment Management LLC. Morningstar Investment Management LLC is a registered investment advisor and subsidiary of Morningstar, Inc. Morningstar, Inc. and Morningstar Investment Management LLC are not affiliated with ICMA-RC. All rights reserved. The Morningstar name and logo are registered marks of Morningstar, Inc.*

2 *Underlying mutual fund expenses and plan administration fees still apply. Please read the current applicable prospectus and the VantageTrust Fund Fees and Expenses document accompanying the Making Sound Investment Decisions: A Retirement Investment Guide for a description of these fees and expenses.*

3 *The annual Fund Advice fee may be waived for participants who qualify for ICMA-RC's Premier Program.*

4 *Managed Accounts is not suitable for all investors. Please contact our Guided Pathways® team or your ICMA-RC Retirement Plan Specialist and fully read the ICMA-RC Guided Pathways® Fund Advice and Managed Accounts Investment Advisory Agreement prior to enrolling in Managed Accounts to determine if this service is right for you.*

5 *ICMA-RC and TD Ameritrade are separate, unaffiliated companies and not responsible for each other's services or policies. Brokerage services are provided by TD Ameritrade, Inc. a registered broker-dealer and member of FINRA/SIPC/NFA.TD Ameritrade is a trademark jointly owned by TD Ameritrade IP Company, Inc. and the Toronto-Dominion Bank. Used with permission.*

6 *For a complete list of brokerage account fees and charges, please refer to the TD Ameritrade Commissions and Service Fees document. To obtain a copy, contact Investor Services at 800-669-7400.*

II. Investment Related Information

Fees and Expenses

The fees and expenses table below discloses total annual operating expenses for the plan's investment options as well as any shareholder-type fees or trading restrictions. The total annual operating expenses of these investment options reduce their rate of return.

The cumulative effect of fees and expenses can substantially reduce the growth of your retirement savings. Visit the Department of Labor's Web site for an example showing the long-term effect of fees and expenses at http://www.dol.gov/ebsa/publications/understandingretirementfees.html. Fees and expenses are only one of many factors to consider when you decide to invest in an option. You may also want to think about whether an investment in a particular option, along with your other investments, will help you achieve your financial goals.

Investment Option*	Net Expense Ratio	Revenue Sharing	Administrative Fee**	Total Cost	Total Cost (per $1,000)
STABLE VALUE/CASH MANAGEMENT					
VT PLUS Fund[1,i]	0.56%	0.00%	0.22%	0.78%	$7.80
Vanguard Federal Money Market Fund[2,3]	0.11%	0.00%	0.03%	0.14%	$1.40
BOND					
DC Plus Fixed Income Fund[4]	0.33%	0.08%	0.14%	0.47%	$4.70
PIMCO Real Return Collective Trust II Fund	0.31%	0.00%	0.22%	0.53%	$5.30
BALANCED/ASSET ALLOCATION					
Vanguard Target Retirement Income Trust I CIT Fund[5]	0.07%	0.00%	0.22%	0.29%	$2.90
Vanguard Target Retirement 2010 Trust I CIT Fund[5]	0.07%	0.00%	0.22%	0.29%	$2.90
Vanguard Target Retirement 2015 Trust I CIT Fund[5]	0.07%	0.00%	0.22%	0.29%	$2.90
Vanguard Target Retirement 2020 Trust I CIT Fund[5]	0.07%	0.00%	0.22%	0.29%	$2.90
Vanguard Target Retirement 2025 Trust I CIT Fund[5]	0.07%	0.00%	0.22%	0.29%	$2.90
Vanguard Target Retirement 2030 Trust I CIT Fund[5]	0.07%	0.00%	0.22%	0.29%	$2.90
Vanguard Target Retirement 2035 Trust I CIT Fund[5]	0.07%	0.00%	0.22%	0.29%	$2.90
Vanguard Target Retirement 2040 Trust I CIT Fund[5]	0.07%	0.00%	0.22%	0.29%	$2.90
Vanguard Target Retirement 2045 Trust I CIT Fund[5]	0.07%	0.00%	0.22%	0.29%	$2.90
Vanguard Target Retirement 2050 Trust I CIT Fund[5]	0.07%	0.00%	0.22%	0.29%	$2.90
Vanguard Target Retirement 2055 Trust I CIT Fund[5]	0.07%	0.00%	0.22%	0.29%	$2.90
Vanguard Target Retirement 2060 Trust I CIT Fund[5]	0.07%	0.00%	0.22%	0.29%	$2.90
PIMCO All Asset Fund[3,6]	0.88%[A]	0.00%	0.22%	1.10%	$11.00
U.S. STOCK					
DC Plus Large Cap Value Fund[4]	0.57%	0.05%	0.17%	0.74%	$7.40
American Funds Fundamental Investors[3,6,ii]	0.31%	0.00%	0.22%	0.53%	$5.30
Vanguard Institutional Index Fund[3,6]	0.04%	0.00%	0.02%	0.06%	$0.60
DFA US Core Equity 1 Portfolio[3,6]	0.19%	0.00%	0.22%	0.41%	$4.10
DC Plus Large Cap Growth Fund[4]	0.50%	0.00%	0.22%	0.72%	$7.20
Ariel Fund[3,6,7]	0.72%	0.00%	0.22%	0.94%	$9.40
Vanguard Small-Cap Index Fund[3,6,8]	0.07%	0.00%	0.02%	0.09%	$0.90
Brown Capital Management Small Company Fund[3,6,8,9]	1.07%	0.00%	0.22%	1.29%	$12.90

Investment Option*	Net Expense Ratio	Revenue Sharing	Administrative Fee**	Total Cost	Total Cost (per $1,000)
INTERNATIONAL/GLOBAL STOCK					
American Funds New Perspective Fund[3,6,10,ii]	0.45%	0.00%	0.22%	0.67%	$6.70
Harbor International Fund[3,6,10,ii]	0.76%[B]	0.10%	0.12%	0.88%	$8.80
Virtus Emerging Markets Opportunities Fund[3,6,10]	1.31%	0.20%	0.02%	1.33%	$13.30
SPECIALTY					
Nuveen Real Estate Securities Fund[3,6,11]	0.87%	0.00%	0.22%	1.09%	$10.90
VantageBroker (457 Plan Only)	N/A	0.06%	0.16%	0.16%	$1.60

* *Frequent trading rules are designed to detect and discourage trading activities that may increase costs to all investors. All funds or underlying funds are monitored for frequent trading. Certain funds or underlying funds may impose fees or restrictions to deter frequent trading. Current information about these fees or restrictions can be found in a fund's or underlying fund's prospectus. You may contact us to obtain a prospectus or to answer questions by calling 800-669-7400, emailing investorservices@icmarc.org, or visiting www.icmarc.org. You can obtain information about ICMA-RC's Frequent Trading Policy at www.icmarc.org/frequenttrading.*

** *Includes Revenue Sharing.*

A *An expense waiver or reimbursement is not included due to receipt of incomplete or inconsistent data. For additional information regarding the fund's fees including possible waivers please read the fund's prospectus.*

B *A contractual expense waiver exists for this fund and will expire on 02-28-2017.*

i *Direct transfers from a stable value fund to competing funds are restricted. Competing funds may include, but are not limited to money market mutual funds, certificates of deposit, stable value funds, investment options that offer guarantees of principal or income, certain short-term bond funds and self-directed brokerage accounts. Certain restrictions may apply when you want to transfer money from a stable value fund to a competing fund. These restrictions generally include waiting periods before transfers can be made back into a stable value fund.*

ii *Certain funds or underlying funds may charge a redemption fee. Current information about redemption fee, if any, will be contained in the fund's or underlying fund's prospectus. You may contact us to obtain a prospectus or to answer questions by calling 800-669-7400, emailing investorservices@icmarc.org, or visiting www.icmarc.org.*

1 *Please read* Making Sound Investment Decisions: A Retirement Investment Guide *and the accompanying* VantageTrust Fund Fees and Expenses *document ("Guide") carefully for a complete summary of all fees, expenses, investment objectives and strategies, and risks before investing. For a current Guide, contact ICMA-RC by calling 800-669-7400 or log into your account at www.icmarc.org.*

2 *An investment in this 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. The 7-Day Yield more closely reflects the Fund's current earnings than the quotation of total return.*

3 *Please read the fund's prospectus carefully for a complete summary of all fees, expenses, investment objectives and strategies, risks, financial highlights, and performance information. Investing involves risk, including possible loss of the amount invested. Investors should carefully consider the information contained in the prospectus before investing. You may contact us to obtain a prospectus or to answer questions by calling 800-669-7400, emailing investorservices@icmarc.org, or visiting www.icmarc.org.*

4 *The expense ratio for a " fund of funds" includes acquired fund fees and expenses, which are expenses incurred indirectly by the fund through its ownership in other mutual funds.*

5 *The fund is not a complete solution for all of your retirement savings needs. An investment in the fund includes the risk of loss, including near, at or after the target date of the fund. There is no guarantee that the fund will provide adequate income at and through an investor's retirement.*

6 *Returns and/or expenses provided by Morningstar, Inc. Copyright © 2016. All Rights Reserved. The information contained herein: (1) is proprietary to Morningstar and/or its content providers; (2) may not be copied or distributed; and (3) is not warranted to be accurate, complete or timely. Neither Morningstar nor its content providers are responsible for any damages or losses arising from any use of this information. ICMA-RC does not independently verify Morningstar data.*

7 *Funds that invest primarily in mid-capitalization companies involve greater risk than is customarily associated with investments in larger, more established companies. Equity securities of mid-capitalization companies generally trade in lower volume and are generally subject to greater and less predictable price changes than the securities of larger companies.*

8 *Funds that invest primarily in small-capitalization companies involve greater risk than is customarily associated with investments in larger, more established companies. Equity securities of small-capitalization companies are generally subject to greater price volatility than those of larger companies due to less certain growth prospects, the lower degree of liquidity in the markets for their securities, and the greater sensitivity of smaller companies to changing economic conditions. Also, small-capitalization companies may have more limited product lines, fewer capital resources and less experienced management than larger companies.*

9 *Certain funds may be subject to style risk, which is the possibility that the investment style of its investment adviser will trail the returns of the overall market. In the past, different types of securities have experienced cycles of outperformance and underperformance in comparison to the market in general. For example, growth stocks have performed best during the later stages of economic expansion and value stocks have performed best during periods of economic recovery. Both styles may go in and out of favor. When the investing style used by a fund is out of favor, that fund is likely to underperform other funds that use investing styles that are in favor.*

10 *Funds that invest in foreign securities are exposed to the risk of loss due to political, economic, legal, regulatory, and operational uncertainties; differing accounting and financial reporting standards; limited availability of information; currency fluctuations; and higher transaction costs. Investments in foreign currencies or securities denominated in foreign currencies (including derivative instruments that provide exposure to foreign currencies) may experience gains or losses solely based on changes in the exchange rate between foreign currencies and the U.S. dollar. The risk of investing in foreign securities may be greater with respect to securities of companies located in emerging market countries. The value of developing or emerging market currencies may fluctuate more than the currencies of companies with more mature markets.*

11 *Sector funds tend to be riskier and more volatile than the broad market because they are generally less diversified and more volatile than other mutual funds.*

Glossary

Please refer to *http://www.icmarc.org/for-individuals/plansmart/glossary.html* for a glossary of investment and fee related terms.

DC 457(B) DEFERRED COMP PLAN Investment Options

Stable Value/Cash Management	Ticker	Code
VT PLUS Fund		7071
Vanguard Federal Money Market	VMFXX	5527
Bond		
DC Plus Fixed Income		1170
PIMCO Real Return CIT II		1620
Guaranteed Lifetime Income		
VT Retirement IncomeAdvantage		8077
Balanced/Asset Allocation		
Vanguard Target Retire Inc Tr		1600
Vanguard Target Retire 2010 Tr		1601
Vanguard Target Retire 2015 Tr		1602
Vanguard Target Retire 2020 Tr		1603
Vanguard Target Retire 2025 Tr		1604
Vanguard Target Retire 2030 Tr		1605
Vanguard Target Retire 2035 Tr		1606
Vanguard Target Retire 2040 Tr		1607
Vanguard Target Retire 2045 Tr		1608
Vanguard Target Retire 2050 Tr		1609
Vanguard Target Retire 2055 Tr		1610
Vanguard Target Retire 2060 Tr		1676
PIMCO All Asset Instl	PAAIX	5184
U.S. Stock		
DC Plus Large Cap Value		1171
Vanguard Institutional Index	VINIX	5425
American Funds Fundamental Inv	RFNGX	4414
DFA US Core Equity 1	DFEOX	4574
DC Plus Large Cap Growth		1172
Ariel Institutional	ARAIX	1548
Vanguard Small-Cap Index Instl	VSCIX	5450
Brown Cap Mgmt Small Co Instl	BCSSX	1404
International/Global Stock		
American Funds New Perspective	RNPGX	4391
Harbor International Instl	HAINX	4846
Virtus Vontobel Emerg Mkts Ops	HIEMX	5544
Specialty		
VantageBroker		0405
Nuveen Real Estate Securities	FREGX	5112

Some of the funds listed above may not be available to your Plan. To ensure that you have the most current list of available funds and /or to obtain additional fund information, please log on to Account Access at www.DCRetire.com or call ICMA-RC Investor Services at 800-669-7400.

VT PLUS FUND R10

FACT SHEET DECEMBER 2016

FUND FACTS

Inception Date............................. 1/1/1991
Estimated Expense Ratio 0.56%
Total Assets............................ $10.9 Billion
Weighted Average Crediting Rating* Aa2
Weighted Average Duration 3.34
Market-to-Book Value Ratio 100.29%

*Weighted Average Credit Rating is calculated by ICMA-RC and is only one factor that may be considered in assessing the risks of a fixed income portfolio, and it does not provide a complete picture of the credit risks or the dispersion of those risks within a portfolio. ICMA-RC calculates the average based on the Moody's credit rating of the underlying securities or wrap providers. Moody's is a Nationally Recognized Statistical Rating Organization and is not affiliated with ICMA-RC.

INVESTMENT OBJECTIVE

The VT PLUS Fund's investment objective is to seek to offer a competitive level of income consistent with providing capital preservation and meeting liquidity needs.

GOALS

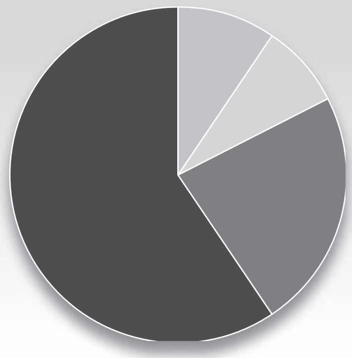
Key goals are to seek to preserve capital, by limiting the risk of loss of principal and delivering stable returns, and to meet the liquidity needs of those who invest in the PLUS Fund.

The PLUS Fund invests in stable value investment contracts to seek to achieve, over the long run, returns higher than those of money market funds and short-term bank rates and relatively stable returns compared to short-to-intermediate term fixed income funds. The Fund generally will not track shorter-term interest rates as closely as money market mutual funds, because of its longer maturity, potential adverse market changes, and provisions in stable value contracts held by the Fund. In addition, while the Fund's returns are generally expected to follow interest rate trends over time, they typically will do so on a lagged basis.

PORTFOLIO MANAGEMENT

ICMA-RC
Karen Chong-Wulff, CFA, CAIA

ASSET ALLOCATION



Due to rounding, percentages shown may not add up to 100%.

Investment Strategies: ICMA-RC employs a structured, multi-product, multi-manager approach in managing the PLUS Fund. The PLUS Fund invests primarily in a diversified and tiered portfolio of stable value investment contracts and in fixed income securities, fixed income mutual funds, and fixed income commingled trust funds ("fixed income assets") that back certain stable value investment contracts. In addition, the PLUS Fund invests in money market mutual funds, as well as cash and cash equivalents. The PLUS Fund's portfolio may include different types of investments with a variety of negotiated terms and maturities and is diversified across sectors and issuers. The composition of the PLUS Fund's portfolio and its allocations to various stable value investments and fixed income investment sectors, across the fund's multiple tiers, is determined based on prevailing economic and capital market conditions, relative value analysis, liquidity needs, and other factors.

Fund Information: The Fund is an investment option of the VantageTrust, a group trust established and maintained by VantageTrust Company, LLC, a wholly owned subsidiary of ICMA-RC. VantageTrust provides for the commingling of assets of retirement and deferred compensation plans administered by ICMA-RC, and is only available for investment by such eligible retirement and deferred compensation plans.

The Fund is not a mutual fund. Its units are not deposits of VantageTrust Company and are not insured by the Federal Deposit Insurance Corporation or any other agency. The Fund is a security that has not been registered under the Securities Act of 1933 and is exempt from investment company registration under the Investment Company Act of 1940.

Before investing in the Fund you should carefully consider your investment goals, tolerance for risk, investment time horizon, and personal circumstances. There is no guarantee that the Fund will meet its investment objective and you can lose money.

For additional information regarding the Fund please consult *Making Sound Investment Decisions: A Retirement Investment Guide* ("Guide"), which is available upon request by calling Investor Services at 800-669-7400. Investors should carefully consider this information before investing.

(continued on back)

Crediting Rate: Investors in the Fund receive a daily accrual to their accounts that seeks to approximate the Fund's expected yield. The crediting rate is set monthly, at the end of the prior month, and seeks to approximate what the Fund's actual earnings will be for the current month, increased or decreased to adjust for differences between actual and credited earnings in prior periods. This crediting rate is estimated taking into account current yields on the Fund's holdings in GICs and money market funds and prior period performance of the securities underlying the Synthetic GICs held by the Fund. The Fund's monthly crediting rate may not move in the same direction as prevailing interest rates over certain time periods.

Transfer Restrictions: Direct transfers from the Fund to competing funds are restricted. Competing funds include but are not limited to the following types of investment options: (1) cash management funds, money market mutual funds, bank collective short-term investment funds, bank accounts or certificates of deposit, stable value funds, or substantially similar investment options that offer guarantees of principal or income, such as guaranteed annuity contracts or similar arrangements with financial institutions; (2) short-term bond funds that invest in fixed income securities and seek to maintain or have an average portfolio duration of less than three years; (3) any investment option that invests 80% or more of its assets in (i) fixed income securities or funds with a duration of less than three years, or (ii) instruments that seek to provide capital preservation such as stable value funds, bank certificates of deposit or bank accounts, and cash or cash equivalents; and (4) a selfdirected brokerage account. To transfer money from the Fund to a competing fund, you must first transfer the amount to a non-competing fund for a period of at least 90 days.

Investment Risks: Different risks are associated with the different types of stable value investment contracts in which the PLUS Fund invests. Generally, stable value investment contracts are illiquid and may not be assigned, transferred or sold to someone else without the permission of the issuing insurance company or bank. These contracts often include non-standard negotiated terms and do not trade in a secondary market.

Additional risks of investing in the PLUS Fund include, but are not limited to: failure of the issuers of GICs, BICs, Separate Account GICs, or Synthetic GICs to meet their obligations to the PLUS Fund; failure of ICMA-RC to meet its objectives or obligations, as investment adviser for the PLUS Fund; default or downgrade of the fixed income assets that back Separate Account GICs and Synthetic GICs; failure of the third-party fixed income managers of the portfolios underlying the Separate Account GICs and Synthetic GICs to meet their investment objectives or their obligations to the PLUS Fund; loss of value or failure to redeem shares or allow withdrawals on a timely basis by one or more of the commingled investment vehicles in which the PLUS Fund invests, which may include money market mutual funds or other mutual funds.

The Fund's principal investment risks include: Issuer Risk, Credit Risk, Interest Rate Risk, Liquidity Risk, Reinvestment Risk, Fixed Income Securities Risk, Derivative Instruments Risk, Securities Lending Risk. Please see the Risk Glossary in the Guide for additional information about the Fund's risks.

Vanguard Federal Money Market Fund Investor Class VMFXX

Release Date:
12-31-2016

Morningstar Category	7 Day SEC Yield
Money Market-Taxable	0.45

Investment Information

Investment Objective & Strategy

The investment seeks to provide current income while maintaining liquidity and a stable share price of $1.

The fund invests primarily in high-quality, short-term money market instruments. Under normal circumstances, at least 80% of the fund's assets are invested in securities issued by the U.S. government and its agencies and instrumentalities. It maintains a dollar-weighted average maturity of 60 days or less and a dollar-weighted average life of 120 days or less. The fund generally invests 100% of its assets in government securities and therefore will satisfy the 99.5% requirement for designation as a government money market fund.

Fees and Expenses as of 12-23-16

Total Annual Operating Expense Gross	0.11%
Total Annual Operating Expense Net	0.11%

Operations and Management

Inception Date	07-13-81
Management Company	Vanguard Group Inc
Advisor	Vanguard Group Inc
Subadvisor	—
Portfolio Manager	John C. Lanius. Since 2007.

Category Description: Money Market-Taxable

These portfolios invest in short-term money market securities in order to provide a level of current income that is consistent with the preservation of capital. These funds do not designate themselves as Prime in Form N-MFP.

Volatility Analysis as of 12-31-16

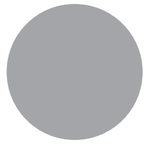
Low	**Moderate**	**High**

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

Best 3 Month Return	Worst 3 Month Return
1.28%	0.00%
(May '07 - Jul '07)	(Feb '10 - Apr '10)

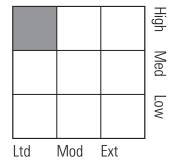
Portfolio Analysis

Composition as of 12-31-16



	% Assets
U.S. Stocks	0.0
Non-U.S. Stocks	0.0
Bonds	0.0
Cash	100.0
Other	0.0

Morningstar Fixed Income Style Box™ as of 12-31-16



Principal Risks

Credit and Counterparty, Loss of Money, Not FDIC Insured, Income, Suitability, Management, Money Market Fund

Please refer to the Morningstar Risk Definitions document.

Disclosure

The performance-related data provided represents past performance and should not be considered indicative of future results. Principal value and investment return will fluctuate, so that an investor's shares when redeemed may be worth more or less than the original investment. Fund portfolio statistics change over time. The fund is not FDIC-insured, may lose value and is not guaranteed by a bank or other financial institution.

Best and Worst 3 Month Performance

Morningstar calculates best and worst 3-month period (in percentage) in-house on a monthly basis.

Best 3-month Period: The highest total return the fund has posted in a consecutive three-month period over the trailing 15 years, or if a fund does not have 15 years of history, it will go back as far as the inception date.

Worst 3-month Period: The lowest total return the fund has posted in a consecutive three-month period over the trailing 15 years, or if a fund does not have 15 years of history, it will go back as far as the inception date.

Gross Expense Ratio

This is the percentage of fund assets paid for operating expenses and management fees. The expense ratio typically includes the following types of fees: accounting, administrator, advisor, auditor, board of directors, custodial, distribution (12b-1), legal, organizational, professional, registration, shareholder reporting, sub-advisor, and transfer agency. The expense ratio does not reflect the fund's brokerage costs or any investor sales charges. In contrast to the net expense ratio, the gross expense ratio does not reflect any fee waivers in effect during the time period.

Also known as the Total Annual Fund Operating Expense Ratio, expense ratios reflect material changes to the expense structure for the current period.

Sales Fees

Also known as loads, sales fees list the maximum level of initial (front-end) and deferred (back-end) sales charges imposed by a fund. The scales of minimum and maximum charges are taken from the underlying fund's prospectus. Because fees change frequently and are sometimes waived, it is wise to examine the underlying fund's prospectus carefully for specific information before investing.

Morningstar Style BoxTM

The Morningstar Style BoxTM reveals a fund's investment style as of the date noted on this report.

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

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

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

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

For interest-rate sensitivity, Morningstar obtains from fund companies the average effective duration. Generally, Morningstar classifies a fixed-income fund's interest-rate sensitivity based on the effective duration of the Morningstar Core Bond Index (MCBI), which is currently three years. The classification of Limited will be assigned to those funds whose average effective duration is between 25% to 75% of MCBI's average effective duration; funds whose average effective duration is between 75% to 125% of the MCBI will be classified as Moderate; and those that are at 125% or greater of the average effective duration of the MCBI will be classified as Extensive.

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

Investment Risk

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Fund of Funds: It is important to note that an investment option with mutual funds in its portfolio may be subject to the expenses of those mutual funds in addition to those of the investment option itself.

DC Plus Fixed Income Fund 457(b)

Morningstar Category
Intermediate-Term Bond

Investment Information

Investment Objective & Strategy

The portfolio invests 50% of its assets in the Vanguard® Total Bond Market Index Fund and 50% of its assets in the Touchstone Total Return Bond Fund, and derives its objectives and strategies from these underlying mutual funds. The Vanguard fund seeks to track the performance of a broad, market weighted bond index by employing an indexing investment approach designed to track the performance of the Barclays U.S. Aggregate Float Adjusted Index. Investments are selected using a sampling process, and at least 80% of its assets will be invested in bonds held by that index. The Touchstone fund seeks current income, capital appreciation is a secondary goal. It invests at least 80% of its assets in investment grade fixed income securities. It may invest up to 20% of its total assets in non-investment-grade debt securities ("junk bonds").

Fees and Expenses as of 05-31-16	
Total Annual Operating Expense Gross	0.33%
Total Annual Operating Expense Net	0.33%

Operations and Management

Inception Date	05-05-09
Management Company	
Advisor	Vanguard Group Inc Touchstone Advisors Inc
Subadvisor	—
Portfolio Manager	Joshua C. Barrickman, CFA. Since 2013. Christopher J. Fitze. Since 2011.

Category Description: Intermediate-Term Bond

Intermediate-term bond portfolios invest primarily in corporate and other investment-grade U.S. fixed-income issues and typically have durations of 3.5 to 6.0 years. These portfolios are less sensitive to interest rates, and therefore less volatile, than portfolios that have longer durations. Morningstar calculates monthly breakpoints using the effective duration of the Morningstar Core Bond Index in determining duration assignment. Intermediate-term is defined as 75% to 125% of the three-year average effective duration of the MCBI.

Volatility Analysis as of 12-31-16

Investment

Low	Moderate	High

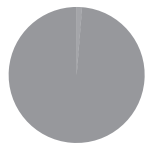
Category

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

Best 3 Month Return	Worst 3 Month Return
5.28%	-3.30%
(Jul '09 - Sep '09)	(May '13 - Jul '13)

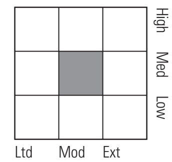
Portfolio Analysis

Composition as of 12-31-16



	% Assets
U.S. Stocks	0.0
Non-U.S. Stocks	0.0
Bonds	98.7
Cash	1.3
Other	0.0

Morningstar Fixed Income Style Box™ as of 12-31-16



Avg Eff Duration	5.80
Avg Eff Maturity	8.30
Yield To Maturity	3.16

Top 10 Holdings as of 12-31-16	% Assets
Vanguard Total Bond Market Index I	50.08
Touchstone Total Return Bond Y	49.92
Total Number of Holdings	2
Annual Turnover Ratio %	—
Total Fund Assets ($mil)	—

Morningstar F-I Sectors as of 12-31-16	% Fund	% Category
Government	34.36	24.81
Corporate	30.51	28.47
Securitized	29.92	34.93
Municipal	3.93	1.91
Cash/Cash Equivalents	1.28	6.46
Other	0.00	3.41

Risk Measures as of 12-31-16	Port Avg	Rel BC Aggr	Rel Cat
3 Yr Std Dev	3.14	1.04	1.07
3 Yr Beta	1.03	—	1.16
3 Yr Sharpe Ratio	0.88	0.93	0.98
3 Yr Alpha	-0.22	—	-7.33
3 Yr R-squared	99.07	—	1.16

Credit Analysis: % Bonds as of 12-31-16

AAA	65	BB	1
AA	7	B	0
A	11	Below B	0
BBB	15	Not Rated	0

Principal Risks

Credit and Counterparty, Extension, Prepayment (Call), Loss of Money, Not FDIC Insured, Income, Interest Rate, Market/Market Volatility, Mortgage-Backed and Asset-Backed Securities, U.S. Government Obligations, Fixed-Income Securities, Suitability, Management, Sampling

Please refer to the Morningstar Risk Definitions document.

The DC Plus Fixed Income Portfolio is not a registered investment company and is not registered with the Securities and Exchange Commission. It is a private label portfolio that invests 50% in the Vanguard Total Bond Market – VBTIX and 50% in the Touchstone Total Return Bond – TCPYX. The Portfolio is only available to participants in District of Columbia retirement program. Only eligible participants in the plan may select this investment option.

Disclosure

The performance-related data provided represents past performance and should not be considered indicative of future results. Principal value and investment return will fluctuate, so that an investor's shares when redeemed may be worth more or less than the original investment. Fund portfolio statistics change over time. The fund is not FDIC-insured, may lose value and is not guaranteed by a bank or other financial institution.

Best and Worst 3 Month Performance

Morningstar calculates best and worst 3-month period (in percentage) in-house on a monthly basis.

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Fund of Funds: It is important to note that an investment option with mutual funds in its portfolio may be subject to the expenses of those mutual funds in addition to those of the investment option itself.

PIMCO Real Return Collective Trust II

Morningstar Category
Inflation-Protected Bond

Investment Information

Investment Objective & Strategy

The objective of the PIMCO Real Return Fund (the "Fund") is to seek maximum real return (total return less inflation). The Fund's Investment Strategy is to invest for both current income (bond coupons and dividends) and capital appreciation (bond price movements), consistent with preservation of capital and prudent investment management.

Fees and Expenses as of 12-31-15

Total Annual Operating Expense Gross	0.35%
Total Annual Operating Expense Net	0.35%

Operations and Management

Inception Date	03-30-12
Management Company	Pacific Investment Management Co LLC ("PIMCO")
Advisor	Pacific Investment Management Co LLC ("PIMCO")
Subadvisor	—
Portfolio Manager	Mihir P. Worah. Since 2012.

Category Description: Inflation-Protected Bond

Inflation-protected bond portfolios invest primarily in debt securities that adjust their principal values in line with the rate of inflation. These bonds can be issued by any organization, but the U.S. Treasury is currently the largest issuer for these types of securities.

Volatility Analysis as of 12-31-16

Investment

Low	Moderate	High

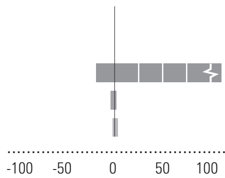
Category

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

Best 3 Month Return	Worst 3 Month Return
4.18%	-8.23%
(Jan '16 - Mar '16)	(May '13 - Jul '13)

Portfolio Analysis

Composition as of 09-30-16



	% Net
U.S. Stocks	0.0
Non-U.S. Stocks	0.0
Bonds	100.5
Cash	-2.0
Other	1.5
Total	100.0

Morningstar Fixed Income Style Box™ as of 09-30-16

Not Available

Avg Eff Duration	—
Avg Eff Maturity	—
Yield To Maturity	—

Top 10 Holdings as of 09-30-16

	% Assets
US Treasury Note 04-15-19	10.32
US Treasury Note 07-15-22	9.58
2 Year US Treasury Note Future Dec16 12-30-16	7.73
US Treasury Bond 01-15-29	6.56
US Treasury Note 07-15-23	6.21
US Treasury TIP 01-15-23	5.93
US Treasury Note 04-15-20	5.84
US Treasury Bond 04-15-28	5.65
US Treasury Bond 01-15-27	5.62
US Treasury Bond 02-15-44	5.61

Total Number of Stock Holdings	0
Total Number of Bond Holdings	114
Annual Turnover Ratio %	120.00
Total Fund Assets ($mil)	146.43

Morningstar F-I Sectors as of 09-30-16

	% Fund	% Category
Government	95.48	72.34
Corporate	1.47	7.44
Securitized	1.85	8.26
Municipal	0.02	0.23
Cash/Cash Equivalents	1.18	5.30
Other	0.00	6.44

Credit Analysis: % Bonds

Not Available

Risk Measures as of 12-31-16	Port Avg	Rel BC Aggr	Rel Cat
3 Yr Std Dev	4.43	1.47	1.11
3 Yr Beta	1.11	—	1.18
3 Yr Sharpe Ratio	0.33	0.35	1.06
3 Yr Alpha	-1.75	—	1.22
3 Yr R-squared	57.66	—	1.05

Principal Risks

Short Sale, Credit and Counterparty, Prepayment (Call), Currency, Emerging Markets, Not FDIC Insured, High Portfolio Turnover, Issuer, Interest Rate, Market/Market Volatility, High-Yield Securities, Industry and Sector Investing, Mortgage-Backed and Asset-Backed Securities, Other, Derivatives, Leverage, Conflict of Interest, Management

Please refer to the Morningstar Risk Definitions document.

Disclosure

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Fund of Funds: It is important to note that an investment option with mutual funds in its portfolio may be subject to the expenses of those mutual funds in addition to those of the investment option itself.

The Vanguard Target Retire Inc Trust I

Morningstar Category
Target-Date Retirement

Investment Information

Investment Objective & Strategy

Vanguard Target Retirement Income Trust uses an asset allocation strategy designed for investors currently in retirement. The trust seeks to provide current income and some capital appreciation by investing in a mix of the following five Vanguard funds: Total Bond Market II Index Fund, Total Stock Market Index Fund, Total International Bond Index Fund, Short-Term Inflation-Protected Securities Index Fund, and Total International Stock Index Fund.

Fees and Expenses as of 08-07-15

Total Annual Operating Expense Gross	0.07%
Total Annual Operating Expense Net	0.07%

Operations and Management

Inception Date	06-22-07
Management Company	Vanguard Group Inc
Advisor	Vanguard Group Inc
Subadvisor	—
Portfolio Manager	William A. Coleman. Since 2013. Walter Nejman. Since 2013.

Category Description: Target-Date Retirement

Retirement income portfolios provide a mix of stocks, bonds, and cash for those investors already in or entering retirement. These portfolios tend to be managed to more of a conservative asset-allocation strategy. These portfolios aim to provide investors with steady income throughout retirement.

Volatility Analysis as of 12-31-16

Investment

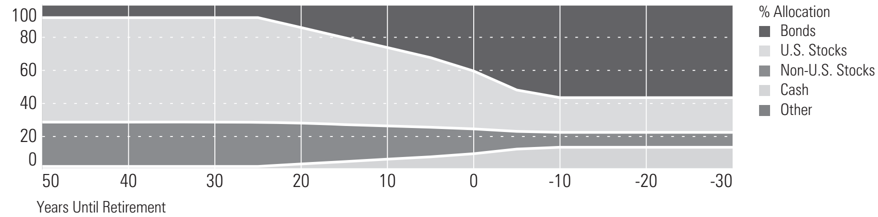
Low	Moderate	High

Category

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

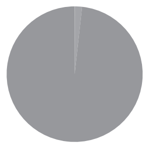
Best 3 Month Return	Worst 3 Month Return
10.92%	-12.67%
(Mar '09 - May '09)	(Sep '08 - Nov '08)

Allocation of Assets



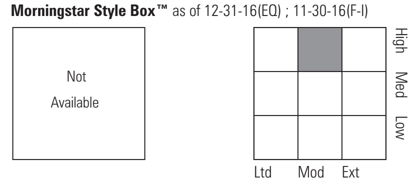
Portfolio Analysis

Composition as of 12-31-16



	% Assets
U.S. Stocks	0.0
Non-U.S. Stocks	0.0
Bonds	98.2
Cash	1.8
Other	0.0

Morningstar Style Box™ as of 12-31-16(EQ) ; 11-30-16(F-I)



Top 10 Holdings as of 12-31-16

	% Assets
Vanguard Total Bond Market Idx InstlPls	100.00

Total Number of Holdings	1
Annual Turnover Ratio %	24.29
Total Fund Assets ($mil)	957.82

Risk Measures as of 12-31-16	Port Avg	Rel S&P 500	Rel Cat
3 Yr Std Dev	3.70	0.34	0.89
3 Yr Beta	0.52	—	0.90
3 Yr Sharpe Ratio	0.94	1.13	1.54
3 Yr Alpha	1.50	—	4.84
3 Yr R-squared	85.39	—	1.02

Credit Analysis: % Bonds as of 11-30-16

AAA	69	BB	0
AA	5	B	0
A	12	Below B	0
BBB	15	Not Rated	0

Morningstar Sectors as of 12-31-16	% Fund
Cyclical	0.00
Basic Materials	0.00
Consumer Cyclical	0.00
Financial Services	0.00
Real Estate	0.00
Sensitive	0.00
Communication Services	0.00
Energy	0.00
Industrials	0.00
Technology	0.00
Defensive	0.00
Consumer Defensive	0.00
Healthcare	0.00
Utilities	0.00

Morningstar F-I Sectors as of 12-31-16	% Fund	% Category
Government	43.93	32.30
Corporate	28.88	28.42
Securitized	24.69	18.76
Municipal	0.76	1.13
Cash/Cash Equivalents	1.74	17.43
Other	0.00	1.96

Principal Risks

Credit and Counterparty, Inflation-Protected Securities, Prepayment (Call), Country or Region, Income, Index Correlation/Tracking Error, Interest Rate, Market/Market Volatility, Underlying Fund/Fund of Funds, Passive Management, Portfolio Diversification, Target Date

Please refer to the Morningstar Risk Definitions document.

Disclosure

The performance-related data provided represents past performance and should not be considered indicative of future results. Principal value and investment return will fluctuate, so that an investor's shares when redeemed may be worth more or less than the original investment. Fund portfolio statistics change over time. The fund is not FDIC-insured, may lose value and is not guaranteed by a bank or other financial institution.

Best and Worst 3 Month Performance

Morningstar calculates best and worst 3-month period (in percentage) in-house on a monthly basis.

Best 3-month Period: The highest total return the fund has posted in a consecutive three-month period over the trailing 15 years, or if a fund does not have 15 years of history, it will go back as far as the inception date.

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Gross Expense Ratio

This is the percentage of fund assets paid for operating expenses and management fees. The expense ratio typically includes the following types of fees: accounting, administrator, advisor, auditor, board of directors, custodial, distribution (12b-1), legal, organizational, professional, registration, shareholder reporting, sub-advisor, and transfer agency. The expense ratio does not reflect the fund's brokerage costs or any investor sales charges. In contrast to the net expense ratio, the gross expense ratio does not reflect any fee waivers in effect during the time period.

Also known as the Total Annual Fund Operating Expense Ratio, expense ratios reflect material changes to the expense structure for the current period.

Sales Fees

Also known as loads, sales fees list the maximum level of initial (front-end) and deferred (back-end) sales charges imposed by a fund. The scales of minimum and maximum charges are taken from the underlying fund's prospectus. Because fees change frequently and are sometimes waived, it is wise to examine the underlying fund's prospectus carefully for specific information before investing.

Morningstar Style Box™

The Morningstar Style Box™ reveals a fund's investment style as of the date noted on this report.

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

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

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

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

For interest-rate sensitivity, Morningstar obtains from fund companies the average effective duration. Generally, Morningstar classifies a fixed-income fund's interest-rate sensitivity based on the effective duration of the Morningstar Core Bond Index (MCBI), which is currently three years. The classification of Limited will be assigned to those funds whose average effective duration is between 25% to 75% of MCBI's average effective duration; funds whose average effective duration is between 75% to 125% of the MCBI will be classified as Moderate; and those that are at 125% or greater of the average effective duration of the MCBI will be classified as Extensive.

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

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High-Yield Bond Funds: The investor should note that funds that invest in lower-rated debt securities (commonly referred to as junk bonds) involve additional risks because of the lower credit quality of the securities in the portfolio. The investor should be aware of the possible higher level of volatility, and increased risk of default.

Fund of Funds: It is important to note that an investment option with mutual funds in its portfolio may be subject to the expenses of those mutual funds in addition to those of the investment option itself.

The Vanguard Target Retire 2010 Trust I

Morningstar Category
Target-Date 2000-2010

Investment Information

Investment Objective & Strategy

Vanguard Target Retirement 2010 Trust uses an asset allocation strategy designed for investors who planned to retire between 2008 and 2012. The trust seeks to provide growth of capital and current income consistent with its current target allocation by investing in a gradually more conservative mix of the following Vanguard funds: Total Stock Market Index Fund, Total Bond Market II Index Fund, Total International Stock Index Fund, Total International Bond Index Fund, and Short-Term Inflation-Protected Index Fund.

Fees and Expenses as of 08-07-15

Total Annual Operating Expense Gross	0.07%
Total Annual Operating Expense Net	0.07%

Operations and Management

Inception Date	06-22-07
Management Company	Vanguard Group Inc
Advisor	Vanguard Group Inc
Subadvisor	—
Portfolio Manager	William A. Coleman. Since 2013. Walter Nejman. Since 2013.

Category Description: Target-Date 2000-2010

Target-date portfolios provide diversified exposure to stocks, bonds, and cash for those investors who have a specific date in mind (in this case, the years 2000-2010) for retirement. These portfolios aim to provide investors with an optimal level of return and risk, based solely on the target date. Management adjusts the allocation among asset classes to more-conservative mixes as the target date approaches, following a preset glide path. A target-date portfolio is part of a series of funds offering multiple retirement dates to investors.

Volatility Analysis as of 12-31-16

Investment

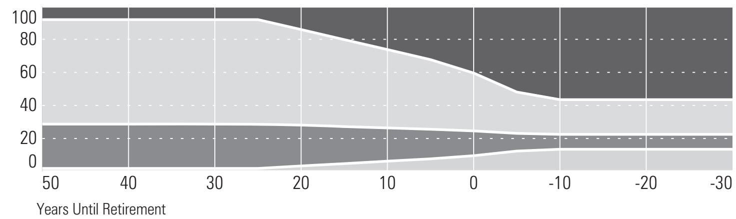
Low	Moderate	High

Category

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

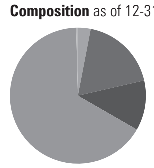
Best 3 Month Return	Worst 3 Month Return
16.80%	-18.72%
(Mar '09 - May '09)	(Sep '08 - Nov '08)

Allocation of Assets



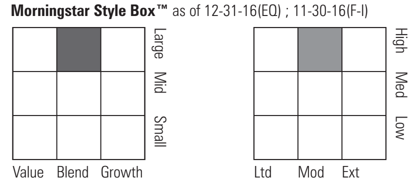
Portfolio Analysis

Composition as of 12-31-16



	% Assets
U.S. Stocks	18.4
Non-U.S. Stocks	11.9
Bonds	66.3
Cash	3.0
Other	0.4

Morningstar Style Box™ as of 12-31-16(EQ) ; 11-30-16(F-I)



Top 10 Holdings as of 12-31-16

	% Assets
Vanguard Total Bond Market II Idx I	36.92
Vanguard Total Stock Mkt Idx Instl Pls	18.52
Vanguard Shrt-Term Infl-Prot Sec Idx Ins	16.33
Vanguard Total Intl Bd Idx Institutional	15.96
Vanguard Total Intl Stock Idx InstlPls	12.27

Total Number of Holdings	5
Annual Turnover Ratio %	27.38
Total Fund Assets ($mil)	549.05

Risk Measures as of 12-31-16	Port Avg	Rel S&P 500	Rel Cat
3 Yr Std Dev	4.17	0.39	0.82
3 Yr Beta	0.60	—	0.81
3 Yr Sharpe Ratio	0.86	1.04	1.48
3 Yr Alpha	1.30	—	7.65
3 Yr R-squared	90.37	—	0.97

Credit Analysis: % Bonds as of 11-30-16

AAA	66	BB	0
AA	9	B	0
A	13	Below B	0
BBB	12	Not Rated	0

Morningstar Sectors as of 12-31-16

	% Fund
Cyclical	39.22
Basic Materials	5.58
Consumer Cyclical	11.53
Financial Services	18.13
Real Estate	3.98
Sensitive	37.49
Communication Services	4.03
Energy	6.93
Industrials	11.95
Technology	14.58
Defensive	23.29
Consumer Defensive	9.01
Healthcare	11.12
Utilities	3.16

Morningstar F-I Sectors as of 12-31-16	% Fund	% Category
Government	63.13	36.52
Corporate	18.34	27.63
Securitized	13.33	19.21
Municipal	0.67	1.36
Cash/Cash Equivalents	4.53	14.44
Other	0.00	0.85

Principal Risks

Credit and Counterparty, Inflation-Protected Securities, Prepayment (Call), Country or Region, Income, Index Correlation/Tracking Error, Interest Rate, Market/Market Volatility, Underlying Fund/Fund of Funds, Passive Management, Portfolio Diversification, Target Date

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Fund of Funds: It is important to note that an investment option with mutual funds in its portfolio may be subject to the expenses of those mutual funds in addition to those of the investment option itself.

The Vanguard Target Retire 2015 Trust I

Morningstar Category
Target-Date 2015

Investment Information

Investment Objective & Strategy

Vanguard Target Retirement 2015 Trust uses an asset allocation strategy designed for investors planning to retire between 2013 and 2017. The trust seeks to provide growth of capital and current income consistent with its current target allocation by investing in a gradually more conservative mix of the following Vanguard funds: Total Stock Market Index Fund, Total Bond Market II Index Fund, Total International Bond Index Fund, Short-Term Inflation-Protected Securities Index Fund, and Total International Stock Index Fund.

Fees and Expenses as of 08-07-15

Total Annual Operating Expense Gross	0.07%
Total Annual Operating Expense Net	0.07%

Operations and Management

Inception Date	06-28-07
Management Company	Vanguard Group Inc
Advisor	Vanguard Group Inc
Subadvisor	—
Portfolio Manager	William A. Coleman. Since 2013. Walter Nejman. Since 2013.

Category Description: Target-Date 2015

Target-date portfolios provide diversified exposure to stocks, bonds, and cash for those investors who have a specific date in mind (in this case, the years 2011-2015) for retirement. These portfolios aim to provide investors with an optimal level of return and risk, based solely on the target date. Management adjusts the allocation among asset classes to more-conservative mixes as the target date approaches, following a preset glide path. A target-date portfolio is part of a series of funds offering multiple retirement dates to investors.

Volatility Analysis as of 12-31-16

Investment

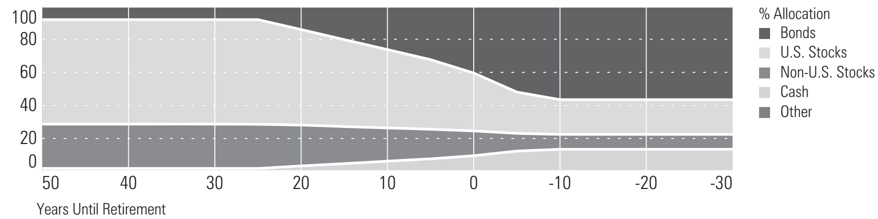
Low	Moderate	High

Category

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

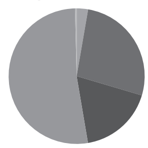
Best 3 Month Return	Worst 3 Month Return
19.08%	-20.89%
(Mar '09 - May '09)	(Sep '08 - Nov '08)

Allocation of Assets



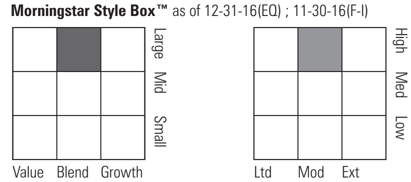
Portfolio Analysis

Composition as of 12-31-16



	% Assets
U.S. Stocks	26.9
Non-U.S. Stocks	17.7
Bonds	52.3
Cash	2.7
Other	0.4

Morningstar Style Box™ as of 12-31-16(EQ) ; 11-30-16(F-I)



Top 10 Holdings as of 12-31-16

	% Assets
Vanguard Total Bond Market II Idx I	31.38
Vanguard Total Stock Mkt Idx Instl Pls	27.09
Vanguard Total Intl Stock Idx InstlPls	18.30
Vanguard Total Intl Bd Idx Institutional	13.21
Vanguard Shrt-Term Infl-Prot Sec Idx Ins	10.03

Total Number of Holdings	5
Annual Turnover Ratio %	26.28
Total Fund Assets ($mil)	2,199.48

Risk Measures as of 12-31-16

	Port Avg	Rel S&P 500	Rel Cat
3 Yr Std Dev	5.48	0.51	0.95
3 Yr Beta	0.81	—	0.96
3 Yr Sharpe Ratio	0.74	0.89	1.37
3 Yr Alpha	0.97	—	-8.08
3 Yr R-squared	96.40	—	1.03

Credit Analysis: % Bonds as of 11-30-16

AAA	64	BB	0
AA	9	B	0
A	14	Below B	0
BBB	13	Not Rated	0

Morningstar Sectors as of 12-31-16

	% Fund
Cyclical	39.27
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Consumer Cyclical	11.53
Financial Services	18.15
Real Estate	3.98
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Technology	14.54
Defensive	23.27
Consumer Defensive	9.01
Healthcare	11.10
Utilities	3.16

Morningstar F-I Sectors as of 12-31-16

	% Fund	% Category
Government	60.33	39.63
Corporate	19.58	27.33
Securitized	14.28	19.18
Municipal	0.71	0.73
Cash/Cash Equivalents	5.11	12.03
Other	0.00	1.10

Principal Risks

Credit and Counterparty, Inflation-Protected Securities, Prepayment (Call), Country or Region, Income, Index Correlation/Tracking Error, Interest Rate, Market/Market Volatility, Underlying Fund/Fund of Funds, Passive Management, Portfolio Diversification, Target Date

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Investment Risk

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Small Cap Funds: The investor should note that funds that invest in stocks of small companies involve additional risks. Smaller companies typically have a higher risk of failure, and are not as well established as larger blue-chip companies. Historically, smaller-company stocks have experienced a greater degree of market volatility than the overall market average.

Mid Cap Funds: The investor should note that funds that invest in companies with market capitalizations below $10 billion involve additional risks. The securities of these companies may be more volatile and less liquid than the securities of larger companies.

High-Yield Bond Funds: The investor should note that funds that invest in lower-rated debt securities (commonly referred to as junk bonds) involve additional risks because of the lower credit quality of the securities in the portfolio. The investor should be aware of the possible higher level of volatility, and increased risk of default.

Fund of Funds: It is important to note that an investment option with mutual funds in its portfolio may be subject to the expenses of those mutual funds in addition to those of the investment option itself.

The Vanguard Target Retire 2020 Trust I

Morningstar Category
Target-Date 2020

Investment Information

Investment Objective & Strategy

Vanguard Target Retirement 2020 Trust Plus an asset allocation strategy designed for investors planning to retire between 2018 and 2022. The trust seeks to provide growth of capital and current income consistent with its current target allocation by investing in a gradually more conservative mix of the following Vanguard funds: Total Stock Market Index Fund, Total Bond Market II Index Fund, Total International Bond Index Fund, and Total International Stock Index Fund.

Fees and Expenses as of 08-07-15

Total Annual Operating Expense Gross	0.07%
Total Annual Operating Expense Net	0.07%

Operations and Management

Inception Date	06-22-07
Management Company	Vanguard Group Inc
Advisor	Vanguard Group Inc
Subadvisor	—
Portfolio Manager	William A. Coleman. Since 2013. Walter Nejman. Since 2013.

Category Description: Target-Date 2020

Target-date portfolios provide diversified exposure to stocks, bonds, and cash for those investors who have a specific date in mind (in this case, the years 2016-2020) for retirement. These portfolios aim to provide investors with an optimal level of return and risk, based solely on the target date. Management adjusts the allocation among asset classes to more-conservative mixes as the target date approaches, following a preset glide path. A target-date portfolio is part of a series of funds offering multiple retirement dates to investors.

Volatility Analysis as of 12-31-16

Investment

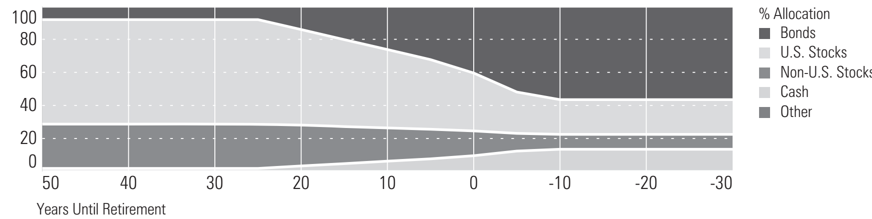
Low	Moderate	High

Category

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

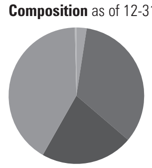
Best 3 Month Return	Worst 3 Month Return
21.06%	-23.27%
(Mar '09 - May '09)	(Sep '08 - Nov '08)

Allocation of Assets



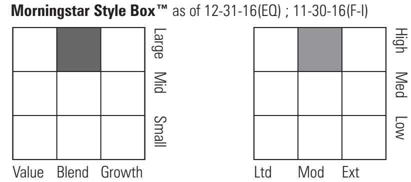
Portfolio Analysis

Composition as of 12-31-16



	% Assets
U.S. Stocks	33.8
Non-U.S. Stocks	22.0
Bonds	41.4
Cash	2.5
Other	0.4

Morningstar Style Box™ as of 12-31-16(EQ) ; 11-30-16(F-I)



Top 10 Holdings as of 12-31-16

	% Assets
Vanguard Total Stock Mkt Idx Instl Pls	34.02
Vanguard Total Bond Market II Idx I	28.74
Vanguard Total Intl Stock Idx InstlPls	22.72
Vanguard Total Intl Bd Idx Institutional	11.88
Vanguard Shrt-Term Infl-Prot Sec Idx Ins	2.63
Cmt Market Liquidity Rate	0.00

Total Number of Holdings	6
Annual Turnover Ratio %	21.66
Total Fund Assets ($mil)	4,158.91

Morningstar Sectors as of 12-31-16

	% Fund
Cyclical	39.24
Basic Materials	5.59
Consumer Cyclical	11.53
Financial Services	18.14
Real Estate	3.98
Sensitive	37.47
Communication Services	4.03
Energy	6.93
Industrials	11.95
Technology	14.56
Defensive	23.28
Consumer Defensive	9.01
Healthcare	11.11
Utilities	3.16

Risk Measures as of 12-31-16	Port Avg	Rel S&P 500	Rel Cat
3 Yr Std Dev	6.52	0.61	1.09
3 Yr Beta	0.97	—	1.11
3 Yr Sharpe Ratio	0.69	0.83	1.30
3 Yr Alpha	0.78	—	-4.11
3 Yr R-squared	97.44	—	1.06

Morningstar F-I Sectors as of 12-31-16

	% Fund	% Category
Government	54.44	36.16
Corporate	22.49	27.36
Securitized	16.44	17.68
Municipal	0.81	0.54
Cash/Cash Equivalents	5.81	16.75
Other	0.00	1.51

Credit Analysis: % Bonds as of 11-30-16

AAA	58	BB	0
AA	11	B	0
A	16	Below B	0
BBB	15	Not Rated	0

Principal Risks

Credit and Counterparty, Inflation-Protected Securities, Prepayment (Call), Country or Region, Income, Index Correlation/Tracking Error, Interest Rate, Market/Market Volatility, Underlying Fund/Fund of Funds, Passive Management, Portfolio Diversification, Target Date

Please refer to the Morningstar Risk Definitions document.

Disclosure

The performance-related data provided represents past performance and should not be considered indicative of future results. Principal value and investment return will fluctuate, so that an investor's shares when redeemed may be worth more or less than the original investment. Fund portfolio statistics change over time. The fund is not FDIC-insured, may lose value and is not guaranteed by a bank or other financial institution.

Best and Worst 3 Month Performance

Morningstar calculates best and worst 3-month period (in percentage) in-house on a monthly basis.

Best 3-month Period: The highest total return the fund has posted in a consecutive three-month period over the trailing 15 years, or if a fund does not have 15 years of history, it will go back as far as the inception date.

Worst 3-month Period: The lowest total return the fund has posted in a consecutive three-month period over the trailing 15 years, or if a fund does not have 15 years of history, it will go back as far as the inception date.

Gross Expense Ratio

This is the percentage of fund assets paid for operating expenses and management fees. The expense ratio typically includes the following types of fees: accounting, administrator, advisor, auditor, board of directors, custodial, distribution (12b-1), legal, organizational, professional, registration, shareholder reporting, sub-advisor, and transfer agency. The expense ratio does not reflect the fund's brokerage costs or any investor sales charges. In contrast to the net expense ratio, the gross expense ratio does not reflect any fee waivers in effect during the time period.

Also known as the Total Annual Fund Operating Expense Ratio, expense ratios reflect material changes to the expense structure for the current period.

Sales Fees

Also known as loads, sales fees list the maximum level of initial (front-end) and deferred (back-end) sales charges imposed by a fund. The scales of minimum and maximum charges are taken from the underlying fund's prospectus. Because fees change frequently and are sometimes waived, it is wise to examine the underlying fund's prospectus carefully for specific information before investing.

Morningstar Style BoxTM

The Morningstar Style BoxTM reveals a fund's investment style as of the date noted on this report.

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

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

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

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

For interest-rate sensitivity, Morningstar obtains from fund companies the average effective duration. Generally, Morningstar classifies a fixed-income fund's interest-rate sensitivity based on the effective duration of the Morningstar Core Bond Index (MCBI), which is currently three years. The classification of Limited will be assigned to those funds whose average effective duration is between 25% to 75% of MCBI's average effective duration; funds whose average effective duration is between 75% to 125% of the MCBI will be classified as Moderate; and those that are at 125% or greater of the average effective duration of the MCBI will be classified as Extensive.

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

Investment Risk

Foreign Securities Funds/Emerging Market Funds: The investor should note that funds that invest in foreign securities involve special additional risks. These risks include, but are not limited to, currency risk, political risk, and risk associated with varying accounting standards. Investing in emerging markets may accentuate these risks.

Small Cap Funds: The investor should note that funds that invest in stocks of small companies involve additional risks. Smaller companies typically have a higher risk of failure, and are not as well established as larger blue-chip companies. Historically, smaller-company stocks have experienced a greater degree of market volatility than the overall market average.

Mid Cap Funds: The investor should note that funds that invest in companies with market capitalizations below $10 billion involve additional risks. The securities of these companies may be more volatile and less liquid than the securities of larger companies.

High-Yield Bond Funds: The investor should note that funds that invest in lower-rated debt securities (commonly referred to as junk bonds) involve additional risks because of the lower credit quality of the securities in the portfolio. The investor should be aware of the possible higher level of volatility, and increased risk of default.

Fund of Funds: It is important to note that an investment option with mutual funds in its portfolio may be subject to the expenses of those mutual funds in addition to those of the investment option itself.

The Vanguard Target Retire 2025 Trust I

Morningstar Category
Target-Date 2025

Investment Information

Investment Objective & Strategy

Vanguard Target Retirement 2025 Trust uses an asset allocation strategy designed for investors planning to retire between 2023 and 2027. The trust seeks to provide growth of capital and current income consistent with its current target allocation by investing in a gradually more conservative mix of the following Vanguard funds: Total Stock Market Index Fund, Total Bond Market II Index Fund, Total International Bond Index Fund, and Total International Stock Index Fund.

Fees and Expenses as of 08-07-15

Total Annual Operating Expense Gross	0.07%
Total Annual Operating Expense Net	0.07%

Operations and Management

Inception Date	06-28-07
Management Company	Vanguard Group Inc
Advisor	Vanguard Group Inc
Subadvisor	—
Portfolio Manager	William A. Coleman. Since 2013. Walter Nejman. Since 2013.

Category Description: Target-Date 2025

Target-date portfolios provide diversified exposure to stocks, bonds, and cash for those investors who have a specific date in mind (in this case, the years 2021-2025) for retirement. These portfolios aim to provide investors with an optimal level of return and risk, based solely on the target date. Management adjusts the allocation among asset classes to more-conservative mixes as the target date approaches, following a preset glide path. A target-date portfolio is part of a series of funds offering multiple retirement dates to investors.

Volatility Analysis as of 12-31-16

Investment

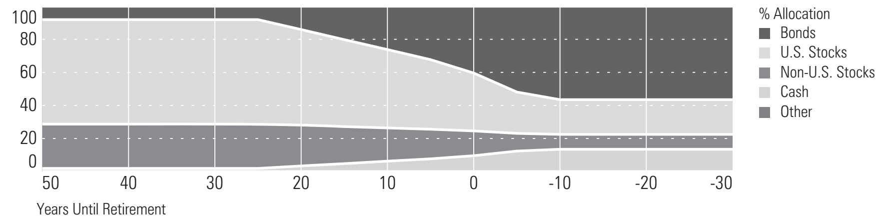
Low	Moderate	High

Category

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

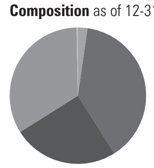
Best 3 Month Return	Worst 3 Month Return
23.07%	-25.55%
(Mar '09 - May '09)	(Sep '08 - Nov '08)

Allocation of Assets



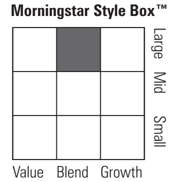
Portfolio Analysis

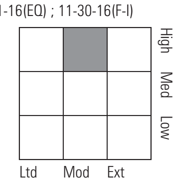
Composition as of 12-31-16



	% Assets
U.S. Stocks	38.8
Non-U.S. Stocks	25.0
Bonds	33.6
Cash	2.3
Other	0.3

Morningstar Style Box™ as of 12-31-16(EQ) ; 11-30-16(F-I)





Top 10 Holdings as of 12-31-16

	% Assets
Vanguard Total Stock Mkt Idx Instl Pls	39.07
Vanguard Total Intl Stock Idx InstlPls	25.80
Vanguard Total Bond Market II Idx I	25.14
Vanguard Total Intl Bd Idx Institutional	9.99
Cmt Market Liquidity Rate	0.00

Total Number of Holdings	5
Annual Turnover Ratio %	19.00
Total Fund Assets ($mil)	5,404.24

Risk Measures as of 12-31-16	Port Avg	Rel S&P 500	Rel Cat
3 Yr Std Dev	7.31	0.68	1.03
3 Yr Beta	1.09	—	1.04
3 Yr Sharpe Ratio	0.64	0.77	1.31
3 Yr Alpha	0.50	—	-0.89
3 Yr R-squared	97.76	—	1.03

Credit Analysis: % Bonds as of 11-30-16

AAA	56	BB	0
AA	11	B	0
A	17	Below B	0
BBB	16	Not Rated	0

Morningstar Sectors as of 12-31-16	% Fund
Cyclical	39.21
Basic Materials	5.58
Consumer Cyclical	11.53
Financial Services	18.12
Real Estate	3.98
Sensitive	37.49
Communication Services	4.03
Energy	6.93
Industrials	11.95
Technology	14.58
Defensive	23.29
Consumer Defensive	9.01
Healthcare	11.12
Utilities	3.16

Morningstar F-I Sectors as of 12-31-16	% Fund	% Category
Government	51.10	35.85
Corporate	23.91	28.32
Securitized	17.56	17.63
Municipal	0.85	0.58
Cash/Cash Equivalents	6.58	15.90
Other	0.00	1.72

Principal Risks

Credit and Counterparty, Inflation-Protected Securities, Prepayment (Call), Country or Region, Income, Index Correlation/Tracking Error, Interest Rate, Market/Market Volatility, Underlying Fund/Fund of Funds, Passive Management, Portfolio Diversification, Target Date

Please refer to the Morningstar Risk Definitions document.

Disclosure

The performance-related data provided represents past performance and should not be considered indicative of future results. Principal value and investment return will fluctuate, so that an investor's shares when redeemed may be worth more or less than the original investment. Fund portfolio statistics change over time. The fund is not FDIC-insured, may lose value and is not guaranteed by a bank or other financial institution.

Best and Worst 3 Month Performance

Morningstar calculates best and worst 3-month period (in percentage) in-house on a monthly basis.

Best 3-month Period: The highest total return the fund has posted in a consecutive three-month period over the trailing 15 years, or if a fund does not have 15 years of history, it will go back as far as the inception date.

Worst 3-month Period: The lowest total return the fund has posted in a consecutive three-month period over the trailing 15 years, or if a fund does not have 15 years of history, it will go back as far as the inception date.

Gross Expense Ratio

This is the percentage of fund assets paid for operating expenses and management fees. The expense ratio typically includes the following types of fees: accounting, administrator, advisor, auditor, board of directors, custodial, distribution (12b-1), legal, organizational, professional, registration, shareholder reporting, sub-advisor, and transfer agency. The expense ratio does not reflect the fund's brokerage costs or any investor sales charges. In contrast to the net expense ratio, the gross expense ratio does not reflect any fee waivers in effect during the time period.

Also known as the Total Annual Fund Operating Expense Ratio, expense ratios reflect material changes to the expense structure for the current period.

Sales Fees

Also known as loads, sales fees list the maximum level of initial (front-end) and deferred (back-end) sales charges imposed by a fund. The scales of minimum and maximum charges are taken from the underlying fund's prospectus. Because fees change frequently and are sometimes waived, it is wise to examine the underlying fund's prospectus carefully for specific information before investing.

Morningstar Style BoxTM

The Morningstar Style BoxTM reveals a fund's investment style as of the date noted on this report.

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

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

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

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

For interest-rate sensitivity, Morningstar obtains from fund companies the average effective duration. Generally, Morningstar classifies a fixed-income fund's interest-rate sensitivity based on the effective duration of the Morningstar Core Bond Index (MCBI), which is currently three years. The classification of Limited will be assigned to those funds whose average effective duration is between 25% to 75% of MCBI's average effective duration; funds whose average effective duration is between 75% to 125% of the MCBI will be classified as Moderate; and those that are at 125% or greater of the average effective duration of the MCBI will be classified as Extensive.

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

Investment Risk

Foreign Securities Funds/Emerging Market Funds: The investor should note that funds that invest in foreign securities involve special additional risks. These risks include, but are not limited to, currency risk, political risk, and risk associated with varying accounting standards. Investing in emerging markets may accentuate these risks.

Small Cap Funds: The investor should note that funds that invest in stocks of small companies involve additional risks. Smaller companies typically have a higher risk of failure, and are not as well established as larger blue-chip companies. Historically, smaller-company stocks have experienced a greater degree of market volatility than the overall market average.

Mid Cap Funds: The investor should note that funds that invest in companies with market capitalizations below $10 billion involve additional risks. The securities of these companies may be more volatile and less liquid than the securities of larger companies.

High-Yield Bond Funds: The investor should note that funds that invest in lower-rated debt securities (commonly referred to as junk bonds) involve additional risks because of the lower credit quality of the securities in the portfolio. The investor should be aware of the possible higher level of volatility, and increased risk of default.

Fund of Funds: It is important to note that an investment option with mutual funds in its portfolio may be subject to the expenses of those mutual funds in addition to those of the investment option itself.

The Vanguard Target Retire 2030 Trust I

Morningstar Category
Target-Date 2030

Investment Information

Investment Objective & Strategy

Vanguard Target Retirement 2030 Trust uses an asset allocation strategy designed for investors planning to retire between 2028 and 2032. The trust seeks to provide growth of capital and current income consistent with its current target allocation by investing in a gradually more conservative mix of the following Vanguard funds: Total Stock Market Index Fund, Total Bond Market II Index Fund, Total International Bond Index Fund, and Total International Stock Index Fund.

Fees and Expenses as of 08-07-15

Total Annual Operating Expense Gross	0.07%
Total Annual Operating Expense Net	0.07%

Operations and Management

Inception Date	06-28-07
Management Company	Vanguard Group Inc
Advisor	Vanguard Group Inc
Subadvisor	—
Portfolio Manager	William A. Coleman. Since 2013. Walter Nejman. Since 2013.

Category Description: Target-Date 2030

Target-date portfolios provide diversified exposure to stocks, bonds, and cash for those investors who have a specific date in mind (in this case, the years 2026-2030) for retirement. These portfolios aim to provide investors with an optimal level of return and risk, based solely on the target date. Management adjusts the allocation among asset classes to more-conservative mixes as the target date approaches, following a preset glide path. A target-date portfolio is part of a series of funds offering multiple retirement dates to investors.

Volatility Analysis as of 12-31-16

Investment

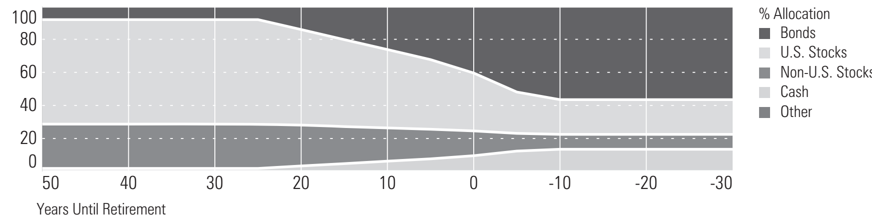
Low	Moderate	High

Category

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

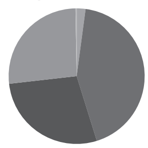
Best 3 Month Return	**Worst 3 Month Return**
25.25%	-27.85%
(Mar '09 - May '09)	(Sep '08 - Nov '08)

Allocation of Assets



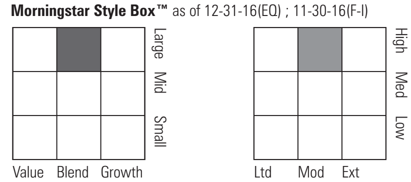
Portfolio Analysis

Composition as of 12-31-16



	% Assets
U.S. Stocks	43.1
Non-U.S. Stocks	28.0
Bonds	26.5
Cash	2.1
Other	0.3

Morningstar Style Box™ as of 12-31-16(EQ) ; 11-30-16(F-I)



Top 10 Holdings as of 12-31-16	% Assets
Vanguard Total Stock Mkt Idx Instl Pls	43.43
Vanguard Total Intl Stock Idx InstlPls	28.87
Vanguard Total Bond Market II Idx I	19.94
Vanguard Total Intl Bd Idx Institutional	7.77
Cmt Market Liquidity Rate	0.00

Total Number of Holdings	5
Annual Turnover Ratio %	17.61
Total Fund Assets ($mil)	3,967.79

Risk Measures as of 12-31-16	Port Avg	Rel S&P 500	Rel Cat
3 Yr Std Dev	8.10	0.75	1.01
3 Yr Beta	1.20	—	1.03
3 Yr Sharpe Ratio	0.59	0.71	1.28
3 Yr Alpha	0.18	—	-0.23
3 Yr R-squared	97.57	—	1.05

Credit Analysis: % Bonds as of 11-30-16

AAA	56	BB	0
AA	11	B	0
A	17	Below B	0
BBB	16	Not Rated	0

Morningstar Sectors as of 12-31-16	% Fund
Cyclical	39.23
Basic Materials	5.59
Consumer Cyclical	11.53
Financial Services	18.13
Real Estate	3.98
Sensitive	37.48
Communication Services	4.03
Energy	6.93
Industrials	11.95
Technology	14.57
Defensive	23.29
Consumer Defensive	9.01
Healthcare	11.12
Utilities	3.16

Morningstar F-I Sectors as of 12-31-16	% Fund	% Category
Government	50.36	34.72
Corporate	23.71	27.10
Securitized	17.44	15.75
Municipal	0.84	0.56
Cash/Cash Equivalents	7.65	20.12
Other	0.00	1.76

Principal Risks

Credit and Counterparty, Inflation-Protected Securities, Prepayment (Call), Country or Region, Income, Index Correlation/Tracking Error, Interest Rate, Market/Market Volatility, Underlying Fund/Fund of Funds, Passive Management, Portfolio Diversification, Target Date

Please refer to the Morningstar Risk Definitions document.

Disclosure

The performance-related data provided represents past performance and should not be considered indicative of future results. Principal value and investment return will fluctuate, so that an investor's shares when redeemed may be worth more or less than the original investment. Fund portfolio statistics change over time. The fund is not FDIC-insured, may lose value and is not guaranteed by a bank or other financial institution.

Best and Worst 3 Month Performance

Morningstar calculates best and worst 3-month period (in percentage) in-house on a monthly basis.

Best 3-month Period: The highest total return the fund has posted in a consecutive three-month period over the trailing 15 years, or if a fund does not have 15 years of history, it will go back as far as the inception date.

Worst 3-month Period: The lowest total return the fund has posted in a consecutive three-month period over the trailing 15 years, or if a fund does not have 15 years of history, it will go back as far as the inception date.

Gross Expense Ratio

This is the percentage of fund assets paid for operating expenses and management fees. The expense ratio typically includes the following types of fees: accounting, administrator, advisor, auditor, board of directors, custodial, distribution (12b-1), legal, organizational, professional, registration, shareholder reporting, sub-advisor, and transfer agency. The expense ratio does not reflect the fund's brokerage costs or any investor sales charges. In contrast to the net expense ratio, the gross expense ratio does not reflect any fee waivers in effect during the time period.

Also known as the Total Annual Fund Operating Expense Ratio, expense ratios reflect material changes to the expense structure for the current period.

Sales Fees

Also known as loads, sales fees list the maximum level of initial (front-end) and deferred (back-end) sales charges imposed by a fund. The scales of minimum and maximum charges are taken from the underlying fund's prospectus. Because fees change frequently and are sometimes waived, it is wise to examine the underlying fund's prospectus carefully for specific information before investing.

Morningstar Style Box™

The Morningstar Style Box™ reveals a fund's investment style as of the date noted on this report.

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

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

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

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

For interest-rate sensitivity, Morningstar obtains from fund companies the average effective duration. Generally, Morningstar classifies a fixed-income fund's interest-rate sensitivity based on the effective duration of the Morningstar Core Bond Index (MCBI), which is currently three years. The classification of Limited will be assigned to those funds whose average effective duration is between 25% to 75% of MCBI's average effective duration; funds whose average effective duration is between 75% to 125% of the MCBI will be classified as Moderate; and those that are at 125% or greater of the average effective duration of the MCBI will be classified as Extensive.

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

Investment Risk

Foreign Securities Funds/Emerging Market Funds: The investor should note that funds that invest in foreign securities involve special additional risks. These risks include, but are not limited to, currency risk, political risk, and risk associated with varying accounting standards. Investing in emerging markets may accentuate these risks.

Small Cap Funds: The investor should note that funds that invest in stocks of small companies involve additional risks. Smaller companies typically have a higher risk of failure, and are not as well established as larger blue-chip companies. Historically, smaller-company stocks have experienced a greater degree of market volatility than the overall market average.

Mid Cap Funds: The investor should note that funds that invest in companies with market capitalizations below $10 billion involve additional risks. The securities of these companies may be more volatile and less liquid than the securities of larger companies.

High-Yield Bond Funds: The investor should note that funds that invest in lower-rated debt securities (commonly referred to as junk bonds) involve additional risks because of the lower credit quality of the securities in the portfolio. The investor should be aware of the possible higher level of volatility, and increased risk of default.

Fund of Funds: It is important to note that an investment option with mutual funds in its portfolio may be subject to the expenses of those mutual funds in addition to those of the investment option itself.

The Vanguard Target Retire 2035 Trust I

Morningstar Category
Target-Date 2035

Investment Information

Investment Objective & Strategy

Vanguard Target Retirement 2035 Trust Plus an asset allocation strategy designed for investors planning to retire between 2033 and 2037. The trust seeks to provide growth of capital and current income consistent with its current target allocation by investing in a gradually more conservative mix of the following Vanguard funds: Total Stock Market Index Fund, Total Bond Market II Index Fund, Total International Bond Index Fund, and Total International Stock Index Fund.

Fees and Expenses as of 08-07-15

Total Annual Operating Expense Gross	0.07%
Total Annual Operating Expense Net	0.07%

Operations and Management

Inception Date	06-28-07
Management Company	Vanguard Group Inc
Advisor	Vanguard Group Inc
Subadvisor	—
Portfolio Manager	William A. Coleman. Since 2013. Walter Nejman. Since 2013.

Category Description: Target-Date 2035

Target-date portfolios provide diversified exposure to stocks, bonds, and cash for those investors who have a specific date in mind (in this case, the years 2031-2035) for retirement. These portfolios aim to provide investors with an optimal level of return and risk, based solely on the target date. Management adjusts the allocation among asset classes to more-conservative mixes as the target date approaches, following a preset glide path. A target-date portfolio is part of a series of funds offering multiple retirement dates to investors.

Volatility Analysis as of 12-31-16

Investment

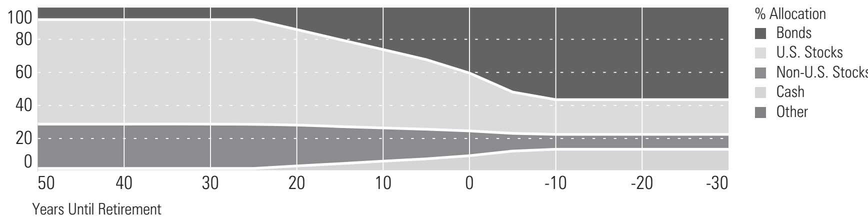
Low	Moderate	High

Category

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

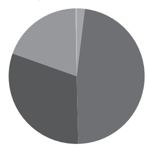
Best 3 Month Return	Worst 3 Month Return
26.72%	-29.23%
(Mar '09 - May '09)	(Sep '08 - Nov '08)

Allocation of Assets



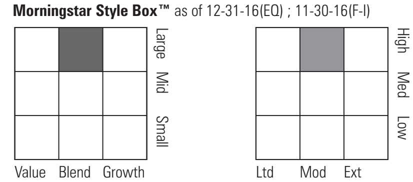
Portfolio Analysis

Composition as of 12-31-16



	% Assets
U.S. Stocks	47.7
Non-U.S. Stocks	30.8
Bonds	19.3
Cash	1.9
Other	0.3

Morningstar Style Box™ as of 12-31-16(EQ) ; 11-30-16(F-I)



Top 10 Holdings as of 12-31-16

	% Assets
Vanguard Total Stock Mkt Idx Instl Pls	48.06
Vanguard Total Intl Stock Idx InstlPls	31.76
Vanguard Total Bond Market II Idx I	14.53
Vanguard Total Intl Bd Idx Institutional	5.65
Cmt Market Liquidity Rate	0.00

Total Number of Holdings	5
Annual Turnover Ratio %	16.34
Total Fund Assets ($mil)	4,059.41

Morningstar Sectors as of 12-31-16

	% Fund
Cyclical	39.22
Basic Materials	5.58
Consumer Cyclical	11.53
Financial Services	18.13
Real Estate	3.98
Sensitive	37.49
Communication Services	4.03
Energy	6.93
Industrials	11.95
Technology	14.58
Defensive	23.29
Consumer Defensive	9.01
Healthcare	11.12
Utilities	3.16

Risk Measures as of 12-31-16

	Port Avg	Rel S&P 500	Rel Cat
3 Yr Std Dev	8.92	0.83	1.00
3 Yr Beta	1.32	—	1.00
3 Yr Sharpe Ratio	0.55	0.66	1.28
3 Yr Alpha	-0.14	—	0.12
3 Yr R-squared	97.18	—	1.02

Credit Analysis: % Bonds as of 11-30-16

AAA	56	BB	0
AA	11	B	0
A	17	Below B	0
BBB	16	Not Rated	0

Morningstar F-I Sectors as of 12-31-16

	% Fund	% Category
Government	49.35	29.82
Corporate	23.29	29.52
Securitized	17.10	15.16
Municipal	0.83	0.57
Cash/Cash Equivalents	9.44	22.98
Other	0.00	1.95

Principal Risks

Credit and Counterparty, Inflation-Protected Securities, Prepayment (Call), Country or Region, Income, Index Correlation/Tracking Error, Interest Rate, Market/Market Volatility, Underlying Fund/Fund of Funds, Passive Management, Portfolio Diversification, Target Date

Please refer to the Morningstar Risk Definitions document.

Disclosure

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Best and Worst 3 Month Performance

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Gross Expense Ratio

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Also known as the Total Annual Fund Operating Expense Ratio, expense ratios reflect material changes to the expense structure for the current period.

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For interest-rate sensitivity, Morningstar obtains from fund companies the average effective duration. Generally, Morningstar classifies a fixed-income fund's interest-rate sensitivity based on the effective duration of the Morningstar Core Bond Index (MCBI), which is currently three years. The classification of Limited will be assigned to those funds whose average effective duration is between 25% to 75% of MCBI's average effective duration; funds whose average effective duration is between 75% to 125% of the MCBI will be classified as Moderate; and those that are at 125% or greater of the average effective duration of the MCBI will be classified as Extensive.

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

Investment Risk

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Small Cap Funds: The investor should note that funds that invest in stocks of small companies involve additional risks. Smaller companies typically have a higher risk of failure, and are not as well established as larger blue-chip companies. Historically, smaller-company stocks have experienced a greater degree of market volatility than the overall market average.

Mid Cap Funds: The investor should note that funds that invest in companies with market capitalizations below $10 billion involve additional risks. The securities of these companies may be more volatile and less liquid than the securities of larger companies.

High-Yield Bond Funds: The investor should note that funds that invest in lower-rated debt securities (commonly referred to as junk bonds) involve additional risks because of the lower credit quality of the securities in the portfolio. The investor should be aware of the possible higher level of volatility, and increased risk of default.

Fund of Funds: It is important to note that an investment option with mutual funds in its portfolio may be subject to the expenses of those mutual funds in addition to those of the investment option itself.

The Vanguard Target Retire 2040 Trust I

Morningstar Category
Target-Date 2040

Investment Information

Investment Objective & Strategy

Vanguard Target Retirement 2040 Trust uses an asset allocation strategy designed for investors planning to retire between 2038 and 2042. The trust seeks to provide growth of capital and current income consistent with its current target allocation by investing in a gradually more conservative mix of the following Vanguard funds: Total Stock Market Index Fund, Total Bond Market II Index Fund, Total International Bond Index Fund, and Total International Stock Index Fund.

Fees and Expenses as of 08-07-15

Total Annual Operating Expense Gross	0.07%
Total Annual Operating Expense Net	0.07%

Operations and Management

Inception Date	06-28-07
Management Company	Vanguard Group Inc
Advisor	Vanguard Group Inc
Subadvisor	—
Portfolio Manager	William A. Coleman. Since 2013. Walter Nejman. Since 2013.

Category Description: Target-Date 2040

Target-date portfolios provide diversified exposure to stocks, bonds, and cash for those investors who have a specific date in mind (in this case, the years 2036-2040) for retirement. These portfolios aim to provide investors with an optimal level of return and risk, based solely on the target date. Management adjusts the allocation among asset classes to more-conservative mixes as the target date approaches, following a preset glide path. A target-date portfolio is part of a series of funds offering multiple retirement dates to investors.

Volatility Analysis as of 12-31-16

Investment

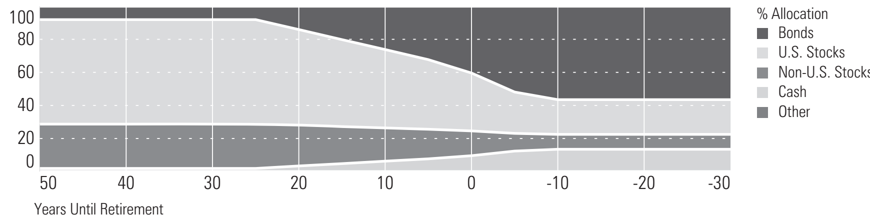
Low	Moderate	High

Category

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

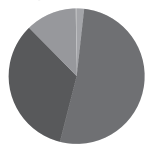
Best 3 Month Return	Worst 3 Month Return
26.68%	-29.20%
(Mar '09 - May '09)	(Sep '08 - Nov '08)

Allocation of Assets



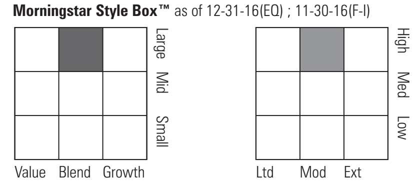
Portfolio Analysis

Composition as of 12-31-16



	% Assets
U.S. Stocks	52.2
Non-U.S. Stocks	33.7
Bonds	12.1
Cash	1.8
Other	0.2

Morningstar Style Box™ as of 12-31-16(EQ) ; 11-30-16(F-I)



Top 10 Holdings as of 12-31-16	% Assets
Vanguard Total Stock Mkt Idx Instl Pls	52.58
Vanguard Total Intl Stock Idx InstlPls	34.75
Vanguard Total Bond Market II Idx I	9.23
Vanguard Total Intl Bd Idx Institutional	3.44
Cmt Market Liquidity Rate	0.00

Total Number of Holdings	5
Annual Turnover Ratio %	12.55
Total Fund Assets ($mil)	2,918.54

Risk Measures as of 12-31-16	Port Avg	Rel S&P 500	Rel Cat
3 Yr Std Dev	9.70	0.90	1.03
3 Yr Beta	1.44	—	1.06
3 Yr Sharpe Ratio	0.52	0.63	1.21
3 Yr Alpha	-0.48	—	0.39
3 Yr R-squared	96.75	—	1.05

Credit Analysis: % Bonds as of 11-30-16

AAA	57	BB	0
AA	11	B	0
A	17	Below B	0
BBB	16	Not Rated	0

Morningstar Sectors as of 12-31-16	% Fund
Cyclical	39.22
Basic Materials	5.58
Consumer Cyclical	11.53
Financial Services	18.13
Real Estate	3.98
Sensitive	37.49
Communication Services	4.03
Energy	6.93
Industrials	11.95
Technology	14.58
Defensive	23.29
Consumer Defensive	9.01
Healthcare	11.12
Utilities	3.16

Morningstar F-I Sectors as of 12-31-16	% Fund	% Category
Government	47.01	31.14
Corporate	22.52	25.35
Securitized	16.55	12.94
Municipal	0.79	0.55
Cash/Cash Equivalents	13.14	28.34
Other	0.00	1.68

Principal Risks

Credit and Counterparty, Inflation-Protected Securities, Prepayment (Call), Country or Region, Income, Index Correlation/Tracking Error, Interest Rate, Market/Market Volatility, Underlying Fund/Fund of Funds, Passive Management, Portfolio Diversification, Target Date

Please refer to the Morningstar Risk Definitions document.

Disclosure

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Fund of Funds: It is important to note that an investment option with mutual funds in its portfolio may be subject to the expenses of those mutual funds in addition to those of the investment option itself.

The Vanguard Target Retire 2045 Trust I

Morningstar Category
Target-Date 2045

Investment Information

Investment Objective & Strategy

Vanguard Target Retirement 2045 Trust uses an asset allocation strategy designed for investors planning to retire between 2043 and 2047. The trust seeks to provide growth of capital and current income consistent with its current target allocation by investing in a gradually more conservative mix of the following Vanguard funds: Total Stock Market Index Fund, Total Bond Market II Index Fund, Total International Bond Index Fund, and Total International Stock Index Fund.

Fees and Expenses as of 08-07-15

Total Annual Operating Expense Gross	0.07%
Total Annual Operating Expense Net	0.07%

Operations and Management

Inception Date	06-28-07
Management Company	Vanguard Group Inc
Advisor	Vanguard Group Inc
Subadvisor	—
Portfolio Manager	William A. Coleman. Since 2013. Walter Nejman. Since 2013.

Category Description: Target-Date 2045

Target-date portfolios provide diversified exposure to stocks, bonds, and cash for those investors who have a specific date in mind (in this case, the years 2041-2045) for retirement. These portfolios aim to provide investors with an optimal level of return and risk, based solely on the target date. Management adjusts the allocation among asset classes to more-conservative mixes as the target date approaches, following a preset glide path. A target-date portfolio is part of a series of funds offering multiple retirement dates to investors.

Volatility Analysis as of 12-31-16

Investment

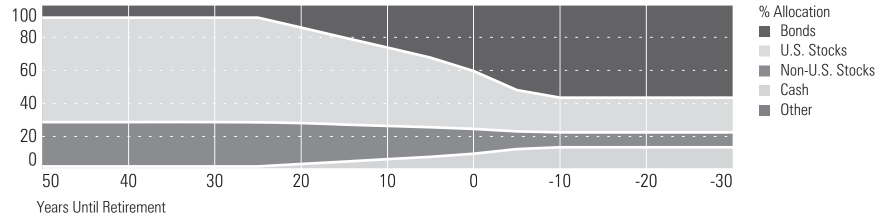
Low	Moderate	High

Category

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

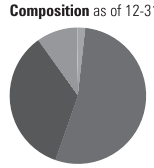
Best 3 Month Return	Worst 3 Month Return
26.72%	-29.26%
(Mar '09 - May '09)	(Sep '08 - Nov '08)

Allocation of Assets



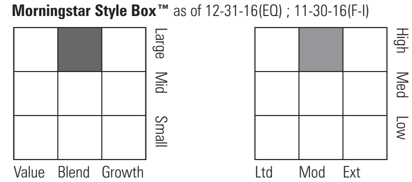
Portfolio Analysis

Composition as of 12-31-16



	% Assets
U.S. Stocks	53.6
Non-U.S. Stocks	34.8
Bonds	9.7
Cash	1.8
Other	0.2

Morningstar Style Box™ as of 12-31-16(EQ) ; 11-30-16(F-I)



Top 10 Holdings as of 12-31-16

	% Assets
Vanguard Total Stock Mkt Idx Instl Pls	54.01
Vanguard Total Intl Stock Idx InstlPls	35.83
Vanguard Total Bond Market II Idx I	7.33
Vanguard Total Intl Bd Idx Institutional	2.77
Cmt Market Liquidity Rate	0.06

Total Number of Holdings	5
Annual Turnover Ratio %	11.85
Total Fund Assets ($mil)	2,763.80

Risk Measures as of 12-31-16	Port Avg	Rel S&P 500	Rel Cat
3 Yr Std Dev	9.76	0.91	0.99
3 Yr Beta	1.45	—	1.01
3 Yr Sharpe Ratio	0.52	0.63	1.27
3 Yr Alpha	-0.47	—	0.33
3 Yr R-squared	96.70	—	1.02

Credit Analysis: % Bonds as of 11-30-16

AAA	57	BB	0
AA	11	B	0
A	17	Below B	0
BBB	16	Not Rated	0

Morningstar Sectors as of 12-31-16	% Fund
Cyclical	39.22
Basic Materials	5.58
Consumer Cyclical	11.53
Financial Services	18.13
Real Estate	3.98
Sensitive	37.48
Communication Services	4.03
Energy	6.93
Industrials	11.95
Technology	14.57
Defensive	23.29
Consumer Defensive	9.01
Healthcare	11.12
Utilities	3.16

Morningstar F-I Sectors as of 12-31-16	% Fund	% Category
Government	45.56	27.03
Corporate	21.83	27.57
Securitized	15.94	13.26
Municipal	0.76	0.60
Cash/Cash Equivalents	15.91	29.67
Other	0.00	1.88

Principal Risks

Credit and Counterparty, Inflation-Protected Securities, Prepayment (Call), Country or Region, Income, Index Correlation/Tracking Error, Interest Rate, Market/Market Volatility, Underlying Fund/Fund of Funds, Passive Management, Portfolio Diversification, Target Date

Please refer to the Morningstar Risk Definitions document.

Disclosure

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Best and Worst 3 Month Performance

Morningstar calculates best and worst 3-month period (in percentage) in-house on a monthly basis.

Best 3-month Period: The highest total return the fund has posted in a consecutive three-month period over the trailing 15 years, or if a fund does not have 15 years of history, it will go back as far as the inception date.

Worst 3-month Period: The lowest total return the fund has posted in a consecutive three-month period over the trailing 15 years, or if a fund does not have 15 years of history, it will go back as far as the inception date.

Gross Expense Ratio

This is the percentage of fund assets paid for operating expenses and management fees. The expense ratio typically includes the following types of fees: accounting, administrator, advisor, auditor, board of directors, custodial, distribution (12b-1), legal, organizational, professional, registration, shareholder reporting, sub-advisor, and transfer agency. The expense ratio does not reflect the fund's brokerage costs or any investor sales charges. In contrast to the net expense ratio, the gross expense ratio does not reflect any fee waivers in effect during the time period.

Also known as the Total Annual Fund Operating Expense Ratio, expense ratios reflect material changes to the expense structure for the current period.

Sales Fees

Also known as loads, sales fees list the maximum level of initial (front-end) and deferred (back-end) sales charges imposed by a fund. The scales of minimum and maximum charges are taken from the underlying fund's prospectus. Because fees change frequently and are sometimes waived, it is wise to examine the underlying fund's prospectus carefully for specific information before investing.

Morningstar Style BoxTM

The Morningstar Style BoxTM reveals a fund's investment style as of the date noted on this report.

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

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

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

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

For interest-rate sensitivity, Morningstar obtains from fund companies the average effective duration. Generally, Morningstar classifies a fixed-income fund's interest-rate sensitivity based on the effective duration of the Morningstar Core Bond Index (MCBI), which is currently three years. The classification of Limited will be assigned to those funds whose average effective duration is between 25% to 75% of MCBI's average effective duration; funds whose average effective duration is between 75% to 125% of the MCBI will be classified as Moderate; and those that are at 125% or greater of the average effective duration of the MCBI will be classified as Extensive.

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

Investment Risk

Foreign Securities Funds/Emerging Market Funds: The investor should note that funds that invest in foreign securities involve special additional risks. These risks include, but are not limited to, currency risk, political risk, and risk associated with varying accounting standards. Investing in emerging markets may accentuate these risks.

Small Cap Funds: The investor should note that funds that invest in stocks of small companies involve additional risks. Smaller companies typically have a higher risk of failure, and are not as well established as larger blue-chip companies. Historically, smaller-company stocks have experienced a greater degree of market volatility than the overall market average.

Mid Cap Funds: The investor should note that funds that invest in companies with market capitalizations below $10 billion involve additional risks. The securities of these companies may be more volatile and less liquid than the securities of larger companies.

High-Yield Bond Funds: The investor should note that funds that invest in lower-rated debt securities (commonly referred to as junk bonds) involve additional risks because of the lower credit quality of the securities in the portfolio. The investor should be aware of the possible higher level of volatility, and increased risk of default.

Fund of Funds: It is important to note that an investment option with mutual funds in its portfolio may be subject to the expenses of those mutual funds in addition to those of the investment option itself.

The Vanguard Target Retire 2050 Trust I

Morningstar Category
Target-Date 2050

Investment Information

Investment Objective & Strategy

Vanguard Target Retirement 2050 Trust uses an asset allocation strategy designed for investors planning to retire between 2048 and 2052. The trust seeks to provide growth of capital and current income consistent with its current target allocation by investing in a gradually more conservative mix of the following Vanguard funds: Total Stock Market Index Fund, Total Bond Market II Index Fund, Total International Bond Index Fund, and Total International Stock Index Fund.

Fees and Expenses as of 08-07-15

Total Annual Operating Expense Gross	0.07%
Total Annual Operating Expense Net	0.07%

Operations and Management

Inception Date	06-28-07
Management Company	Vanguard Group Inc
Advisor	Vanguard Group Inc
Subadvisor	—
Portfolio Manager	William A. Coleman. Since 2013. Walter Nejman. Since 2013.

Category Description: Target-Date 2050

Target-date portfolios provide diversified exposure to stocks, bonds, and cash for those investors who have a specific date in mind (in this case, the years 2046-2050) for retirement. These portfolios aim to provide investors with an optimal level of return and risk, based solely on the target date. Management adjusts the allocation among asset classes to more-conservative mixes as the target date approaches, following a preset glide path. A target-date portfolio is part of a series of funds offering multiple retirement dates to investors.

Volatility Analysis as of 12-31-16

Investment

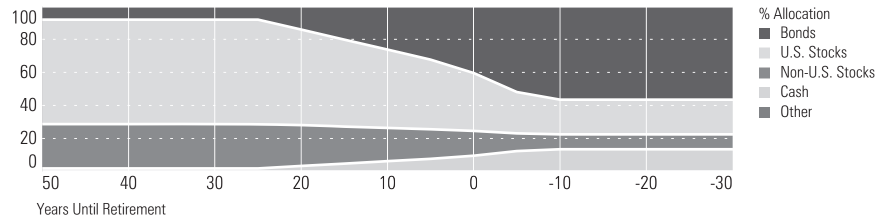
Low	Moderate	High

Category

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

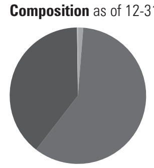
Best 3 Month Return	Worst 3 Month Return
26.70%	-29.18%
(Mar '09 - May '09)	(Sep '08 - Nov '08)

Allocation of Assets



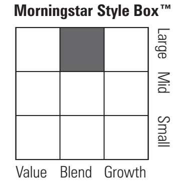
Portfolio Analysis

Composition as of 12-31-16



	% Assets
U.S. Stocks	59.2
Non-U.S. Stocks	39.3
Bonds	0.0
Cash	1.3
Other	0.2

Morningstar Style Box™ as of 12-31-16(EQ) ; 12-31-16(F-I)



Not Available

Top 10 Holdings as of 12-31-16

	% Assets
Vanguard Instl Ttl Stk Mkt Idx InstlPls	59.63
Vanguard Total Intl Stock Idx InstlPls	40.37

Total Number of Holdings	2
Annual Turnover Ratio %	9.17
Total Fund Assets ($mil)	1,619.74

Risk Measures as of 12-31-16	Port Avg	Rel S&P 500	Rel Cat
3 Yr Std Dev	9.76	0.91	0.99
3 Yr Beta	1.44	—	1.01
3 Yr Sharpe Ratio	0.52	0.63	1.24
3 Yr Alpha	-0.48	—	0.38
3 Yr R-squared	96.71	—	1.05

Credit Analysis: % Bonds

Not Available

Morningstar Sectors as of 12-31-16	% Fund
Cyclical	39.32
Basic Materials	5.59
Consumer Cyclical	11.58
Financial Services	18.22
Real Estate	3.93
Sensitive	37.41
Communication Services	4.04
Energy	7.03
Industrials	11.90
Technology	14.44
Defensive	23.27
Consumer Defensive	9.01
Healthcare	11.09
Utilities	3.17

Morningstar F-I Sectors as of 12-31-16	% Fund	% Category
Government	0.00	33.29
Corporate	3.39	23.86
Securitized	0.00	10.44
Municipal	0.00	0.59
Cash/Cash Equivalents	96.61	29.96
Other	0.00	1.86

Principal Risks

Credit and Counterparty, Inflation-Protected Securities, Prepayment (Call), Country or Region, Income, Index Correlation/Tracking Error, Interest Rate, Market/Market Volatility, Underlying Fund/Fund of Funds, Passive Management, Portfolio Diversification, Target Date

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High-Yield Bond Funds: The investor should note that funds that invest in lower-rated debt securities (commonly referred to as junk bonds) involve additional risks because of the lower credit quality of the securities in the portfolio. The investor should be aware of the possible higher level of volatility, and increased risk of default.

Fund of Funds: It is important to note that an investment option with mutual funds in its portfolio may be subject to the expenses of those mutual funds in addition to those of the investment option itself.

The Vanguard Target Retire 2055 Trust I

Morningstar Category
Target-Date 2055

Investment Information

Investment Objective & Strategy

Vanguard Target Retirement 2055 Trust uses an asset allocation strategy designed for investors planning to retire between 2053 and 2057. The trust seeks to provide growth of capital and current income consistent with its current target allocation by investing in a gradually more conservative mix of the following Vanguard funds: Total Stock Market Index Fund, Total Bond Market II Index Fund, Total International Bond Index Fund, and Total International Stock Index Fund.

Fees and Expenses as of 08-07-15

Total Annual Operating Expense Gross	0.07%
Total Annual Operating Expense Net	0.07%

Operations and Management

Inception Date	10-05-10
Management Company	Vanguard Group Inc
Advisor	Vanguard Group Inc
Subadvisor	—
Portfolio Manager	William A. Coleman. Since 2013. Walter Nejman. Since 2013.

Category Description: Target-Date 2055

Target-date portfolios provide a diversified exposure to stocks, bonds, and cash for those investors who have a specific date in mind (in this case, the years 2051 and beyond) for retirement. These portfolios aim to provide investors with an optimal level of return and risk, based solely on the target date. Management adjusts the allocation among asset classes to more-conservative mixes as the target date approaches, following a preset glide path. A target-date portfolio is part of a series of funds offering multiple retirement dates to investors.

Volatility Analysis as of 12-31-16

Investment

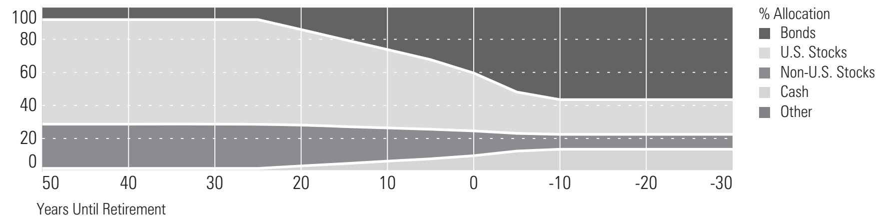
Low	Moderate	High

Category

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

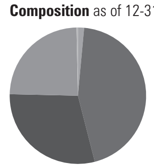
Best 3 Month Return	Worst 3 Month Return
11.36%	-14.67%
(Jan '12 - Mar '12)	(Jul '11 - Sep '11)

Allocation of Assets



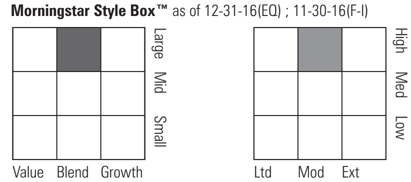
Portfolio Analysis

Composition as of 12-31-16



	% Assets
U.S. Stocks	44.5
Non-U.S. Stocks	29.3
Bonds	24.3
Cash	1.5
Other	0.3

Morningstar Style Box™ as of 12-31-16(EQ) ; 11-30-16(F-I)



Top 10 Holdings as of 12-31-16

	% Assets
Vanguard Instl Ttl Stk Mkt Idx InstlPls	44.85
Vanguard Total Intl Stock Idx InstlPls	30.14
Vanguard Total Bond Market II Idx I	17.51
Vanguard Total Intl Bd Idx Institutional	7.50

Total Number of Holdings	4
Annual Turnover Ratio %	7.43
Total Fund Assets ($mil)	605.39

Morningstar Sectors as of 12-31-16

	% Fund
Cyclical	39.30
Basic Materials	5.58
Consumer Cyclical	11.58
Financial Services	18.21
Real Estate	3.93
Sensitive	37.42
Communication Services	4.04
Energy	7.03
Industrials	11.90
Technology	14.45
Defensive	23.27
Consumer Defensive	9.01
Healthcare	11.09
Utilities	3.17

Risk Measures as of 12-31-16

	Port Avg	Rel S&P 500	Rel Cat
3 Yr Std Dev	9.78	0.91	0.98
3 Yr Beta	1.45	—	0.99
3 Yr Sharpe Ratio	0.51	0.61	1.21
3 Yr Alpha	-0.52	—	0.37
3 Yr R-squared	96.78	—	1.02

Credit Analysis: % Bonds as of 11-30-16

AAA	56	BB	0
AA	11	B	0
A	17	Below B	0
BBB	16	Not Rated	0

Morningstar F-I Sectors as of 12-31-16

	% Fund	% Category
Government	52.23	26.07
Corporate	23.66	26.41
Securitized	17.13	12.05
Municipal	0.83	0.63
Cash/Cash Equivalents	6.15	32.79
Other	0.00	2.04

Principal Risks

Credit and Counterparty, Inflation-Protected Securities, Prepayment (Call), Country or Region, Income, Index Correlation/Tracking Error, Interest Rate, Market/Market Volatility, Underlying Fund/Fund of Funds, Passive Management, Portfolio Diversification, Target Date

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MORNINGSTAR®

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

For interest-rate sensitivity, Morningstar obtains from fund companies the average effective duration. Generally, Morningstar classifies a fixed-income fund's interest-rate sensitivity based on the effective duration of the Morningstar Core Bond Index (MCBI), which is currently three years. The classification of Limited will be assigned to those funds whose average effective duration is between 25% to 75% of MCBI's average effective duration; funds whose average effective duration is between 75% to 125% of the MCBI will be classified as Moderate; and those that are at 125% or greater of the average effective duration of the MCBI will be classified as Extensive.

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

Investment Risk

Foreign Securities Funds/Emerging Market Funds: The investor should note that funds that invest in foreign securities involve special additional risks. These risks include, but are not limited to, currency risk, political risk, and risk associated with varying accounting standards. Investing in emerging markets may accentuate these risks.

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High-Yield Bond Funds: The investor should note that funds that invest in lower-rated debt securities (commonly referred to as junk bonds) involve additional risks because of the lower credit quality of the securities in the portfolio. The investor should be aware of the possible higher level of volatility, and increased risk of default.

Fund of Funds: It is important to note that an investment option with mutual funds in its portfolio may be subject to the expenses of those mutual funds in addition to those of the investment option itself.

The Vanguard Target Retire 2060 Trust I

Morningstar Category
Target-Date 2060+

Investment Information

Investment Objective & Strategy

Vanguard Target Retirement 2060 Trust uses an asset allocation strategy designed for investors planning to retire between 2058 and 2062. The trust seeks to provide growth of capital and current income consistent with its current target allocation by investing in a gradually more conservative mix of the following Vanguard funds: Total Stock Market Index Fund, Total Bond Market II Index Fund, Total International Bond Index Fund, and Total International Stock Index Fund.

Fees and Expenses as of 10-18-16

Total Annual Operating Expense Gross	0.07%
Total Annual Operating Expense Net	0.07%

Operations and Management

Inception Date	03-01-12
Management Company	Vanguard Group Inc
Advisor	Vanguard Group Inc
Subadvisor	—
Portfolio Manager	William A. Coleman. Since 2013. Walter Nejman. Since 2013.

Category Description: Target-Date 2060+

Target-date portfolios provide a diversified exposure to stocks, bonds, and cash for those investors who have a specific date in mind (in this case, the years 2060 and beyond) for retirement. These portfolios aim to provide investors with an optimal level of return and risk, based solely on the target date. Management adjusts the allocation among asset classes to more-conservative mixes as the target date approaches, following a preset glide path. A target-date portfolio is part of a series of funds offering multiple retirement dates to investors.

Volatility Analysis as of 12-31-16

Investment

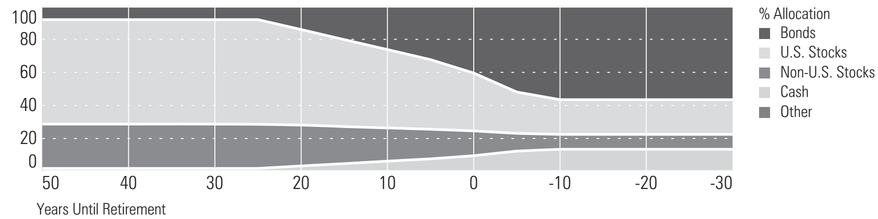
Low	Moderate	High

Category

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

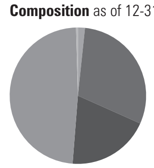
Best 3 Month Return	Worst 3 Month Return
10.12%	-7.99%
(Sep '13 - Nov '13)	(Jul '15 - Sep '15)

Allocation of Assets



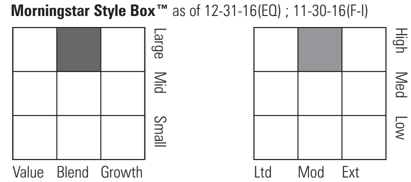
Portfolio Analysis

Composition as of 12-31-16



	% Assets
U.S. Stocks	30.0
Non-U.S. Stocks	19.6
Bonds	48.3
Cash	1.7
Other	0.4

Morningstar Style Box™ as of 12-31-16(EQ) ; 11-30-16(F-I)



Top 10 Holdings as of 12-31-16

	% Assets
Vanguard Total Bond Market II Idx I	34.76
Vanguard Instl Ttl Stk Mkt Idx InstlPls	30.23
Vanguard Total Intl Stock Idx InstlPls	20.08
Vanguard Total Intl Bd Idx Institutional	14.93

Total Number of Holdings	4
Annual Turnover Ratio %	17.54
Total Fund Assets ($mil)	135.12

Risk Measures as of 12-31-16	Port Avg	Rel S&P 500	Rel Cat
3 Yr Std Dev	9.76	0.91	1.00
3 Yr Beta	1.45	—	1.01
3 Yr Sharpe Ratio	0.51	0.61	1.38
3 Yr Alpha	-0.52	—	0.28
3 Yr R-squared	96.78	—	1.02

Credit Analysis: % Bonds as of 11-30-16

AAA	56	BB	0
AA	11	B	0
A	17	Below B	0
BBB	16	Not Rated	0

Morningstar Sectors as of 12-31-16	% Fund
Cyclical	39.26
Basic Materials	5.56
Consumer Cyclical	11.58
Financial Services	18.19
Real Estate	3.93
Sensitive	37.45
Communication Services	4.04
Energy	7.03
Industrials	11.90
Technology	14.48
Defensive	23.28
Consumer Defensive	9.00
Healthcare	11.11
Utilities	3.17

Morningstar F-I Sectors as of 12-31-16	% Fund	% Category
Government	53.65	26.36
Corporate	24.19	26.02
Securitized	17.58	13.01
Municipal	0.85	1.08
Cash/Cash Equivalents	3.73	32.95
Other	0.00	0.58

Principal Risks

Credit and Counterparty, Inflation-Protected Securities, Prepayment (Call), Country or Region, Income, Index Correlation/Tracking Error, Interest Rate, Market/Market Volatility, Underlying Fund/Fund of Funds, Passive Management, Portfolio Diversification, Target Date

Please refer to the Morningstar Risk Definitions document.

Disclosure

The performance-related data provided represents past performance and should not be considered indicative of future results. Principal value and investment return will fluctuate, so that an investor's shares when redeemed may be worth more or less than the original investment. Fund portfolio statistics change over time. The fund is not FDIC-insured, may lose value and is not guaranteed by a bank or other financial institution.

Best and Worst 3 Month Performance

Morningstar calculates best and worst 3-month period (in percentage) in-house on a monthly basis.

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Worst 3-month Period: The lowest total return the fund has posted in a consecutive three-month period over the trailing 15 years, or if a fund does not have 15 years of history, it will go back as far as the inception date.

Gross Expense Ratio

This is the percentage of fund assets paid for operating expenses and management fees. The expense ratio typically includes the following types of fees: accounting, administrator, advisor, auditor, board of directors, custodial, distribution (12b-1), legal, organizational, professional, registration, shareholder reporting, sub-advisor, and transfer agency. The expense ratio does not reflect the fund's brokerage costs or any investor sales charges. In contrast to the net expense ratio, the gross expense ratio does not reflect any fee waivers in effect during the time period.

Also known as the Total Annual Fund Operating Expense Ratio, expense ratios reflect material changes to the expense structure for the current period.

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Morningstar Style Box™

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PIMCO All Asset Fund Institutional Class PAAIX

Morningstar Category
Tactical Allocation

Investment Information

Investment Objective & Strategy

The investment seeks maximum real return, consistent with preservation of real capital and prudent investment management.

The fund normally invests substantially all of its assets in Institutional Class or Class M shares of any funds of the Trust or PIMCO Equity Series, an affiliated open-end investment company, except other funds of funds, or shares of any actively-managed funds of the PIMCO ETF Trust, an affiliated investment company. The fund's investment in a particular Underlying PIMCO Fund normally will not exceed 50% of its total assets. It is non-diversified.

Fees and Expenses as of 10-03-16

Total Annual Operating Expense Gross	1.08%
Total Annual Operating Expense Net	0.88%

Waiver Data	Type	Exp. Date	%
Management Fee	Contractual	07-31-17	0.16

Operations and Management

Inception Date	07-31-02
Management Company	Pacific Investment Management Co LLC ("PIMCO")
Advisor	Pacific Investment Management Co LLC ("PIMCO")
Subadvisor	Research Affiliates LLC
Portfolio Manager	Robert D. Arnott. Since 2002. Christopher J. Brightman, CFA. Since 2016.

Category Description: Tactical Allocation

Tactical Allocation portfolios seek to provide capital appreciation and income by actively shifting allocations across investments. These portfolios have material shifts across equity regions, and bond sectors on a frequent basis. To qualify for the tactical allocation category, the fund must have minimum exposures of 10% in bonds and 20% in equity. Next, the fund must historically demonstrate material shifts in sector or regional allocations either through a gradual shift over three years or through a series of material shifts on a quarterly basis. Within a three-year period, typically the average quarterly changes between equity regions and bond sectors exceeds 15% or the difference between the maximum and minimum exposure to a single equity region or bond sector exceeds 50%.

Volatility Analysis as of 12-31-16

Investment

Low	Moderate	High

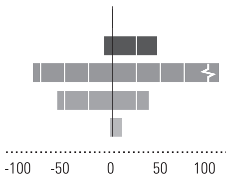
Category

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

Best 3 Month Return	Worst 3 Month Return
17.96%	-22.31%
(Mar '09 - May '09)	(Sep '08 - Nov '08)

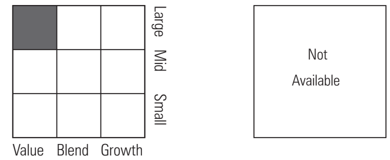
Portfolio Analysis

Composition as of 09-30-16



	% Net
U.S. Stocks	0.3
Non-U.S. Stocks	34.5
Bonds	75.5
Cash	-17.5
Other	7.2
Total	100.0

Morningstar Style Box™ as of 09-30-16(EQ) ; 12-31-16(F-I)



Top 10 Holdings as of 09-30-16	% Assets
PIMCO Emerging Markets Currency Instl 08-01-17	10.97
PIMCO RAE Low Volatility PLUS EMG Inst 06-01-18	10.91
PIMCO Income Instl 12-01-21	8.19
PIMCO Emerging Local Bond Instl 05-01-24	7.33
PIMCO RAE Worldwide Long/Short PLUS In 08-01-17	6.90
PIMCO RAE Fundamental PLUS EMG Inst 03-01-18	5.07
PIMCO RAE Fundamental EMkts Instl 10-01-31	4.71
PIMCO High Yield Spectrum Instl 10-01-21	4.68
PIMCO Total Return Instl 02-01-25	4.47
PIMCO RAE Low Volatility PLUS Intl Ins 10-01-18	3.97

Total Number of Holdings	38
Annual Turnover Ratio %	40.00
Total Fund Assets ($mil)	18,397.72

Risk Measures as of 12-31-16	Port Avg	Rel S&P 500	Rel Cat
3 Yr Std Dev	8.10	0.75	1.07
3 Yr Beta	1.01	—	1.13
3 Yr Sharpe Ratio	0.20	0.24	1.11
3 Yr Alpha	-2.28	—	1.04
3 Yr R-squared	68.87	—	1.06

Morningstar Sectors as of 09-30-16	% Fund
Cyclical	0.00
Basic Materials	0.00
Consumer Cyclical	0.00
Financial Services	0.00
Real Estate	0.00
Sensitive	0.00
Communication Services	0.00
Energy	0.00
Industrials	0.00
Technology	0.00
Defensive	0.00
Consumer Defensive	0.00
Healthcare	0.00
Utilities	0.00

Credit Analysis: % Bonds

Not Available

Principal Risks

Event-Driven Investment/Arbitrage Strategies, Short Sale, Credit and Counterparty, Prepayment (Call), Currency, Emerging Markets, Foreign Securities, Loss of Money, Not FDIC Insured, Municipal Project-Specific, Nondiversification, Value Investing, Issuer, Interest Rate, Market/Market Volatility, Commodity, Convertible Securities, Distressed Investments, Equity Securities, Futures, High-Yield Securities, Mortgage-Backed and Asset-Backed Securities, Municipal Obligations, Leases, and AMT-Subject Bonds, Restricted/Illiquid Securities, Underlying Fund/Fund of Funds, U.S. Federal Tax Treatment, Derivatives, Leverage, Sovereign Debt, Management, Small Cap, Real Estate/REIT Sector, Market Trading

Please refer to the Morningstar Risk Definitions document.

Disclosure

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DC Plus Large Cap Value Fund 457(b)

Morningstar Category
Large Value

Investment Information

Investment Objective & Strategy

The portfolio invests 85% of its assets in the T. Rowe Price Equity Income Portfolio, collective investment fund, and 15% of its assets in the Edgar Lomax Value Fund, and derives its objectives and strategies from these underlying investments. The T. Rowe Price Equity Income Portfolio seeks a high level of dividend income and long-term growth of capital primarily through investments in stocks. Under normal market conditions, it invests at least 80% of its net assets (plus borrowings for investment purposes) in common stocks, with an emphasis on large-capitalization stocks that have a strong track record of paying dividends or that are believed to be undervalued. The Edgar Lomax Value Fund seeks long-term capital growth while providing some income by investing primarily in large, well-recognized companies which the fund's adviser believes are undervalued. It invests at least 85% of its total assets in equity securities.

Fees and Expenses as of 01-01-17

Total Annual Operating Expense Gross	0.53%
Total Annual Operating Expense Net	0.53%

Operations and Management

Inception Date	05-05-09
Management Company	
Advisor	T. Rowe Price Trust Company The Edgar Lomax Company
Subadvisor	—
Portfolio Manager	Randall R. Eley. Since 1997. Phillip A. Titzer, CFA. Since 1997.

Category Description: Large Value

Large-value portfolios invest primarily in big U.S. companies that are less expensive or growing more slowly than other large-cap stocks. Stocks in the top 70% of the capitalization of the U.S. equity market are defined as large cap. Value is defined based on low valuations (low price ratios and high dividend yields) and slow growth (low growth rates for earnings, sales, book value, and cash flow).

Volatility Analysis as of 12-31-16

Investment

Low	Moderate	High

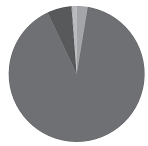
Category

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

Best 3 Month Return	Worst 3 Month Return
18.01%	-14.88%
(Jul '09 - Sep '09)	(Jul '11 - Sep '11)

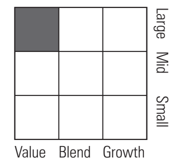
Portfolio Analysis

Composition as of 12-31-16



	% Assets
U.S. Stocks	90.4
Non-U.S. Stocks	5.8
Bonds	0.2
Cash	2.6
Other	1.0

Morningstar Equity Style Box™ as of 12-31-16



	% Mkt Cap
Giant	41.30
Large	39.60
Medium	18.32
Small	0.78
Micro	0.00

Top 10 Holdings as of 12-31-16

	% Assets
Equity Income Trust - Class A	85.04
Edgar Lomax Value	14.96
Total Number of Holdings	2
Annual Turnover Ratio %	—
Total Fund Assets ($mil)	—

Morningstar Sectors as of 12-31-16

	% Fund
Cyclical	34.15
Basic Materials	5.01
Consumer Cyclical	8.04
Financial Services	20.56
Real Estate	0.54
Sensitive	39.94
Communication Services	4.39
Energy	11.83
Industrials	12.59
Technology	11.13
Defensive	25.92
Consumer Defensive	6.57
Healthcare	10.71
Utilities	8.64

Risk Measures as of 12-31-16

	Port Avg	Rel S&P 500	Rel Cat
3 Yr Std Dev	14.23	1.32	1.25
3 Yr Beta	1.19	—	1.20
3 Yr Sharpe Ratio	0.49	0.59	0.77
3 Yr Alpha	-3.75	—	2.19
3 Yr R-squared	81.03	—	0.92

Principal Risks

Foreign Securities, Loss of Money, Not FDIC Insured, Value Investing, Active Management, Market/Market Volatility, Equity Securities, Industry and Sector Investing, IPO, Pricing, Compounding, Management, Reliance on Trading Partners

Please refer to the Morningstar Risk Definitions document.

The DC Plus Large Cap Value Portfolio is not a registered investment company and is not registered with the Securities and Exchange Commission. It is a private label portfolio that invests 85% in the T. Rowe Price Equity Income Portfolio - CIT and 15% in the Edgar Lomax Value Fund - LOMAX. The Portfolio is only available to participants in District of Columbia retirement program. Only eligible participants in the plan may select this investment option.

Disclosure

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Best and Worst 3 Month Performance

Morningstar calculates best and worst 3-month period (in percentage) in-house on a monthly basis.

Best 3-month Period: The highest total return the fund has posted in a consecutive three-month period over the trailing 15 years, or if a fund does not have 15 years of history, it will go back as far as the inception date.

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Gross Expense Ratio

This is the percentage of fund assets paid for operating expenses and management fees. The expense ratio typically includes the following types of fees: accounting, administrator, advisor, auditor, board of directors, custodial, distribution (12b-1), legal, organizational, professional, registration, shareholder reporting, sub-advisor, and transfer agency. The expense ratio does not reflect the fund's brokerage costs or any investor sales charges. In contrast to the net expense ratio, the gross expense ratio does not reflect any fee waivers in effect during the time period.

Also known as the Total Annual Fund Operating Expense Ratio, expense ratios reflect material changes to the expense structure for the current period.

Sales Fees

Also known as loads, sales fees list the maximum level of initial (front-end) and deferred (back-end) sales charges imposed by a fund. The scales of minimum and maximum charges are taken from the underlying fund's prospectus. Because fees change frequently and are sometimes waived, it is wise to examine the underlying fund's prospectus carefully for specific information before investing.

Morningstar Style BoxTM

The Morningstar Style BoxTM reveals a fund's investment style as of the date noted on this report.

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

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

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

For interest-rate sensitivity, Morningstar obtains from fund companies the average effective duration. Generally, Morningstar classifies a fixed-income fund's interest-rate sensitivity based on the effective duration of the Morningstar Core Bond Index (MCBI), which is currently three years. The classification of Limited will be assigned to those funds whose average effective duration is between 25% to 75% of MCBI's average effective duration; funds whose average effective duration is between 75% to 125% of the MCBI will be classified as Moderate; and those that are at 125% or greater of the average effective duration of the MCBI will be classified as Extensive.

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

Investment Risk

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Small Cap Funds: The investor should note that funds that invest in stocks of small companies involve additional risks. Smaller companies typically have a higher risk of failure, and are not as well established as larger blue-chip companies. Historically, smaller-company stocks have experienced a greater degree of market volatility than the overall market average.

Mid Cap Funds: The investor should note that funds that invest in companies with market capitalizations below $10 billion involve additional risks. The securities of these companies may be more volatile and less liquid than the securities of larger companies.

High-Yield Bond Funds: The investor should note that funds that invest in lower-rated debt securities (commonly referred to as junk bonds) involve additional risks because of the lower credit quality of the securities in the portfolio. The investor should be aware of the possible higher level of volatility, and increased risk of default.

Fund of Funds: It is important to note that an investment option with mutual funds in its portfolio may be subject to the expenses of those mutual funds in addition to those of the investment option itself.

Vanguard Institutional Index Fund Institutional Shares VINIX

Morningstar Category
Large Blend

Investment Information

Investment Objective & Strategy

The investment seeks to track the performance of a benchmark index that measures the investment return of large-capitalization stocks.

The fund employs an indexing investment approach designed to track the performance of the Standard & Poor's 500 Index, a widely recognized benchmark of U.S. stock market performance that is dominated by the stocks of large U.S. companies. The advisor attempts to replicate the target index by investing all, or substantially all, of its assets in the stocks that make up the index, holding each stock in approximately the same proportion as its weighting in the index.

Fees and Expenses as of 04-27-16

Total Annual Operating Expense Gross	0.04%
Total Annual Operating Expense Net	0.04%

Operations and Management

Inception Date	07-31-90
Management Company	Vanguard Group Inc
Advisor	Vanguard Group Inc
Subadvisor	—
Portfolio Manager	Donald M. Butler, CFA. Since 2000. Scott E. Geiger. Since 2016.

Category Description: Large Blend

Large-blend portfolios are fairly representative of the overall US stock market in size, growth rates and price. Stocks in the top 70% of the capitalization of the US equity market are defined as large cap. The blend style is assigned to portfolios where neither growth nor value characteristics predominate. These portfolios tend to invest across the spectrum of US industries, and owing to their broad exposure, the portfolios' returns are often similar to those of the S&P 500 Index.

Volatility Analysis as of 12-31-16

Investment

Low	Moderate	High

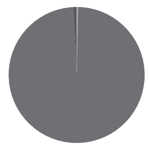
Category

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

Best 3 Month Return	Worst 3 Month Return
25.88%	-29.61%
(Mar '09 - May '09)	(Sep '08 - Nov '08)

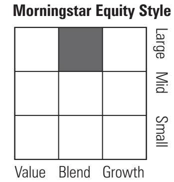
Portfolio Analysis

Composition as of 12-31-16



	% Assets
U.S. Stocks	98.9
Non-U.S. Stocks	0.8
Bonds	0.0
Cash	0.4
Other	0.0

Morningstar Equity Style Box™ as of 12-31-16



	% Mkt Cap
Giant	50.34
Large	36.29
Medium	13.24
Small	0.14
Micro	0.00

Top 10 Holdings as of 12-31-16

	% Assets
Apple Inc	3.19
Microsoft Corp	2.50
Exxon Mobil Corp	1.94
Johnson & Johnson	1.62
JPMorgan Chase & Co	1.60
Amazon.com Inc	1.53
Berkshire Hathaway Inc B	1.51
General Electric Co	1.45
Facebook Inc A	1.39
AT&T Inc	1.35

Total Number of Stock Holdings	505
Total Number of Bond Holdings	5
Annual Turnover Ratio %	0.19
Total Fund Assets ($mil)	211,495.63

Morningstar Sectors as of 12-31-16

	% Fund
Cyclical	32.19
Basic Materials	2.68
Consumer Cyclical	10.97
Financial Services	16.21
Real Estate	2.33
Sensitive	41.40
Communication Services	4.23
Energy	7.56
Industrials	11.03
Technology	18.58
Defensive	26.41
Consumer Defensive	9.49
Healthcare	13.75
Utilities	3.17

Risk Measures as of 12-31-16	Port Avg	Rel S&P 500	Rel Cat
3 Yr Std Dev	10.74	1.00	0.97
3 Yr Beta	1.00	—	1.00
3 Yr Sharpe Ratio	0.83	1.00	1.30
3 Yr Alpha	-0.02	—	0.01
3 Yr R-squared	100.00	—	1.07

Principal Risks

Loss of Money, Not FDIC Insured, Market/Market Volatility, Equity Securities, Management

Please refer to the Morningstar Risk Definitions document.

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Fund of Funds: It is important to note that an investment option with mutual funds in its portfolio may be subject to the expenses of those mutual funds in addition to those of the investment option itself.

American Funds Fundamental Investors® Class R-6 RFNGX

Morningstar Category
Large Blend

Investment Information

Investment Objective & Strategy

The investment seeks long-term growth of capital and income.

The fund invests primarily in common stocks of companies that appear to offer superior opportunities for capital growth and most of which have a history of paying dividends. It may invest significantly in securities of issuers domiciled outside the United States. The investment adviser uses a system of multiple portfolio managers in managing the fund's assets.

Fees and Expenses as of 01-01-17

Total Annual Operating Expense Gross	0.31%
Total Annual Operating Expense Net	0.31%

Operations and Management

Inception Date	05-01-09
Management Company	Capital Research and Management Company
Advisor	Capital Research and Management Company
Subadvisor	—
Portfolio Manager	Dina N. Perry. Since 1993. Michael T. Kerr. Since 1999.

Category Description: Large Blend

Large-blend portfolios are fairly representative of the overall US stock market in size, growth rates and price. Stocks in the top 70% of the capitalization of the US equity market are defined as large cap. The blend style is assigned to portfolios where neither growth nor value characteristics predominate. These portfolios tend to invest across the spectrum of US industries, and owing to their broad exposure, the portfolios' returns are often similar to those of the S&P 500 Index.

Volatility Analysis as of 12-31-16

Investment

Low	Moderate	High

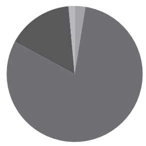
Category

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

Best 3 Month Return	Worst 3 Month Return
15.23%	-16.88%
(Jul '09 - Sep '09)	(Jul '11 - Sep '11)

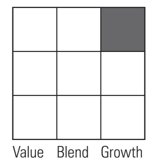
Portfolio Analysis

Composition as of 12-31-16



	% Assets
U.S. Stocks	80.3
Non-U.S. Stocks	15.6
Bonds	0.2
Cash	2.6
Other	1.3

Morningstar Equity Style Box™ as of 12-31-16



	% Mkt Cap
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Large	30.90
Medium	7.15
Small	0.03
Micro	0.00

Top 10 Holdings as of 12-31-16

	% Assets
Microsoft Corp	4.66
Amazon.com Inc	3.90
Broadcom Ltd	3.08
Philip Morris International Inc	2.58
Comcast Corp Class A	2.34
The Home Depot Inc	2.27
JPMorgan Chase & Co	2.17
Schlumberger Ltd	2.13
Boeing Co	2.01
Berkshire Hathaway Inc A	1.78
Total Number of Stock Holdings	164
Total Number of Bond Holdings	3
Annual Turnover Ratio %	27.00
Total Fund Assets ($mil)	79,707.60

Morningstar Sectors as of 12-31-16

	% Fund
Cyclical	30.55
Basic Materials	4.45
Consumer Cyclical	11.06
Financial Services	14.96
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Utilities	0.46

Risk Measures as of 12-31-16

	Port Avg	Rel S&P 500	Rel Cat
3 Yr Std Dev	11.03	1.03	0.99
3 Yr Beta	1.01	—	1.01
3 Yr Sharpe Ratio	0.79	0.95	1.23
3 Yr Alpha	-0.37	—	0.20
3 Yr R-squared	97.08	—	1.04

Principal Risks

Foreign Securities, Long-Term Outlook and Projections, Loss of Money, Not FDIC Insured, Growth Investing, Active Management, Income, Issuer, Market/Market Volatility

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DFA U.S. Core Equity I Portfolio Institutional Class DFEOX

Morningstar Category
Large Blend

Investment Information

Investment Objective & Strategy

The investment seeks to achieve long-term capital appreciation.

The fund purchases a broad and diverse group of securities of U.S. companies with a greater emphasis on small capitalization and value companies as compared to their representation in the U.S. Universe. The Advisor generally defines the U.S. Universe as a free float adjusted market capitalization weighted portfolio of U.S. operating companies listed on the New York Stock Exchange ("NYSE"), NYSE MKT LLC or Nasdaq Global Market® or such other securities exchanges deemed appropriate by the Advisor.

Fees and Expenses as of 02-28-16

Total Annual Operating Expense Gross	0.19%
Total Annual Operating Expense Net	0.19%

Operations and Management

Inception Date	09-15-05
Management Company	Dimensional Fund Advisors LP
Advisor	Dimensional Fund Advisors LP
Subadvisor	—
Portfolio Manager	Jed S. Fogdall. Since 2012. Joseph H. Chi. Since 2012.

Category Description: Large Blend

Large-blend portfolios are fairly representative of the overall US stock market in size, growth rates and price. Stocks in the top 70% of the capitalization of the US equity market are defined as large cap. The blend style is assigned to portfolios where neither growth nor value characteristics predominate. These portfolios tend to invest across the spectrum of US industries, and owing to their broad exposure, the portfolios' returns are often similar to those of the S&P 500 Index.

Volatility Analysis as of 12-31-16

Investment

Low	Moderate	High

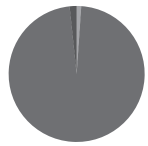
Category

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

Best 3 Month Return	Worst 3 Month Return
28.18%	-32.36%
(Mar '09 - May '09)	(Sep '08 - Nov '08)

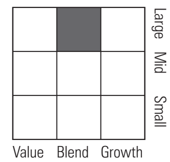
Portfolio Analysis

Composition as of 11-30-16



	% Assets
U.S. Stocks	97.3
Non-U.S. Stocks	1.7
Bonds	0.0
Cash	1.1
Other	0.0

Morningstar Equity Style Box™ as of 11-30-16



	% Mkt Cap
Giant	32.15
Large	23.37
Medium	27.50
Small	12.72
Micro	4.26

Top 10 Holdings as of 11-30-16

	% Assets
Apple Inc	2.41
Microsoft Corp	1.52
Amazon.com Inc	1.22
AT&T Inc	1.17
Exxon Mobil Corp	1.13
JPMorgan Chase & Co	0.99
Wells Fargo & Co	0.93
Berkshire Hathaway Inc B	0.83
Johnson & Johnson	0.83
Comcast Corp Class A	0.82
Total Number of Stock Holdings	2639
Total Number of Bond Holdings	1
Annual Turnover Ratio %	4.00
Total Fund Assets ($mil)	16,482.87

Morningstar Sectors as of 11-30-16

	% Fund
Cyclical	36.12
Basic Materials	4.19
Consumer Cyclical	15.06
Financial Services	16.57
Real Estate	0.30
Sensitive	41.87
Communication Services	3.83
Energy	6.28
Industrials	14.51
Technology	17.25
Defensive	22.00
Consumer Defensive	8.18
Healthcare	11.07
Utilities	2.75

Risk Measures as of 12-31-16	Port Avg	Rel S&P 500	Rel Cat
3 Yr Std Dev	11.53	1.07	1.04
3 Yr Beta	1.04	—	1.04
3 Yr Sharpe Ratio	0.70	0.84	1.09
3 Yr Alpha	-1.33	—	0.71
3 Yr R-squared	94.57	—	1.01

Principal Risks

Lending, Loss of Money, Not FDIC Insured, Value Investing, Market/Market Volatility, Other, Derivatives, Small Cap

Please refer to the Morningstar Risk Definitions document.

Disclosure

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Best and Worst 3 Month Performance

Morningstar calculates best and worst 3-month period (in percentage) in-house on a monthly basis.

Best 3-month Period: The highest total return the fund has posted in a consecutive three-month period over the trailing 15 years, or if a fund does not have 15 years of history, it will go back as far as the inception date.

Worst 3-month Period: The lowest total return the fund has posted in a consecutive three-month period over the trailing 15 years, or if a fund does not have 15 years of history, it will go back as far as the inception date.

Gross Expense Ratio

This is the percentage of fund assets paid for operating expenses and management fees. The expense ratio typically includes the following types of fees: accounting, administrator, advisor, auditor, board of directors, custodial, distribution (12b-1), legal, organizational, professional, registration, shareholder reporting, sub-advisor, and transfer agency. The expense ratio does not reflect the fund's brokerage costs or any investor sales charges. In contrast to the net expense ratio, the gross expense ratio does not reflect any fee waivers in effect during the time period.

Also known as the Total Annual Fund Operating Expense Ratio, expense ratios reflect material changes to the expense structure for the current period.

Sales Fees

Also known as loads, sales fees list the maximum level of initial (front-end) and deferred (back-end) sales charges imposed by a fund. The scales of minimum and maximum charges are taken from the underlying fund's prospectus. Because fees change frequently and are sometimes waived, it is wise to examine the underlying fund's prospectus carefully for specific information before investing.

Morningstar Style BoxTM

The Morningstar Style BoxTM reveals a fund's investment style as of the date noted on this report.

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

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

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

For interest-rate sensitivity, Morningstar obtains from fund companies the average effective duration. Generally, Morningstar classifies a fixed-income fund's interest-rate sensitivity based on the effective duration of the Morningstar Core Bond Index (MCBI), which is currently three years. The classification of Limited will be assigned to those funds whose average effective duration is between 25% to 75% of MCBI's average effective duration; funds whose average effective duration is between 75% to 125% of the MCBI will be classified as Moderate; and those that are at 125% or greater of the average effective duration of the MCBI will be classified as Extensive.

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

Investment Risk

Foreign Securities Funds/Emerging Market Funds: The investor should note that funds that invest in foreign securities involve special additional risks. These risks include, but are not limited to, currency risk, political risk, and risk associated with varying accounting standards. Investing in emerging markets may accentuate these risks.

Small Cap Funds: The investor should note that funds that invest in stocks of small companies involve additional risks. Smaller companies typically have a higher risk of failure, and are not as well established as larger blue-chip companies. Historically, smaller-company stocks have experienced a greater degree of market volatility than the overall market average.

Mid Cap Funds: The investor should note that funds that invest in companies with market capitalizations below $10 billion involve additional risks. The securities of these companies may be more volatile and less liquid than the securities of larger companies.

High-Yield Bond Funds: The investor should note that funds that invest in lower-rated debt securities (commonly referred to as junk bonds) involve additional risks because of the lower credit quality of the securities in the portfolio. The investor should be aware of the possible higher level of volatility, and increased risk of default.

Fund of Funds: It is important to note that an investment option with mutual funds in its portfolio may be subject to the expenses of those mutual funds in addition to those of the investment option itself.

DC Plus Large Cap Growth Fund 457(b)

Morningstar Category
Large Growth

Investment Information

Investment Objective & Strategy

The portfolio invests 70% of its assets in the American Funds The Growth Fund of America® and 30% of its assets in the American Beacon Holland Large Cap Growth Fund, and derives its objectives and strategies from these underlying mutual funds. The Growth Fund of America® seeks growth of capital by primarily investing in common stocks, and seeks to invest in companies that appear to offer superior opportunities growth of capital. It may invest a portion of its assets in securities of issuers domiciled outside the United States. The American Beacon Holland Large Cap Growth Fund primarily seeks long-term growth of capital, with dividend income as a secondary consideration by investing primarily in equity securities of large-capitalization growth companies. Under normal market conditions, the Fund will invest at least 80% of its net assets (plus the amount of any borrowing for investment purposes) in equity securities of large market capitalization companies at the time of purchase.

Fees and Expenses as of 08-01-16

Total Annual Operating Expense Gross	0.50%
Total Annual Operating Expense Net	0.50%

Operations and Management

Inception Date	05-05-09
Management Company	
Advisor	Capital Research and Management Company Profit Investment Management
Subadvisor	—
Portfolio Manager	James F. Rothenberg, CFA. Since 1988. Donald D. O'Neal. Since 1993.

Category Description: Large Growth

Large-growth portfolios invest primarily in big U.S. companies that are projected to grow faster than other large-cap stocks. Stocks in the top 70% of the capitalization of the U.S. equity market are defined as large cap. Growth is defined based on fast growth (high growth rates for earnings, sales, book value, and cash flow) and high valuations (high price ratios and low dividend yields). Most of these portfolios focus on companies in rapidly expanding industries.

Volatility Analysis as of 12-31-16

Investment

Low	Moderate	High

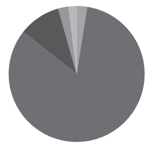
Category

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

Best 3 Month Return	Worst 3 Month Return
15.11%	-15.68%
(Jan '12 - Mar '12)	(Jul '11 - Sep '11)

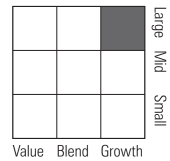
Portfolio Analysis

Composition as of 12-31-16



	% Assets
U.S. Stocks	83.1
Non-U.S. Stocks	10.0
Bonds	2.5
Cash	2.5
Other	1.9

Morningstar Equity Style Box™ as of 12-31-16



	% Mkt Cap
Giant	46.02
Large	36.78
Medium	16.66
Small	0.52
Micro	0.02

Top 10 Holdings as of 12-31-16

	% Assets
American Funds Growth Fund of Amer R6	72.00
American Beacon Holland Lg Cap Gr Instl	28.00
Total Number of Holdings	2
Annual Turnover Ratio %	—
Total Fund Assets ($mil)	—

Morningstar Sectors as of 12-31-16

	% Fund
Cyclical	31.11
Basic Materials	2.09
Consumer Cyclical	20.36
Financial Services	8.51
Real Estate	0.15
Sensitive	45.13
Communication Services	3.59
Energy	8.37
Industrials	7.98
Technology	25.19
Defensive	23.76
Consumer Defensive	7.22
Healthcare	16.54
Utilities	0.00

Risk Measures as of 12-31-16	Port Avg	Rel S&P 500	Rel Cat
3 Yr Std Dev	11.30	1.05	0.93
3 Yr Beta	0.81	—	0.79
3 Yr Sharpe Ratio	0.57	0.69	1.12
3 Yr Alpha	-0.76	—	0.25
3 Yr R-squared	59.17	—	0.71

Principal Risks

Foreign Securities, Long-Term Outlook and Projections, Loss of Money, Not FDIC Insured, Growth Investing, Active Management, Issuer, Market/Market Volatility, Industry and Sector Investing, Suitability, Management, Large Cap

Please refer to the Morningstar Risk Definitions document.

The DC Plus Large Cap Growth Portfolio is not a registered investment company and is not registered with the Securities and Exchange Commission. It is a private label portfolio that invests 70% in Growth Fund of America – RGAGX and 30% in the American Beacon Holland Large Cap Growth Fund – LHGIX. The Portfolio is only available to participants in District of Columbia retirement program. Only eligible participants in the plan may select this investment option.

Disclosure

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Best and Worst 3 Month Performance

Morningstar calculates best and worst 3-month period (in percentage) in-house on a monthly basis.

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Gross Expense Ratio

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Mid Cap Funds: The investor should note that funds that invest in companies with market capitalizations below $10 billion involve additional risks. The securities of these companies may be more volatile and less liquid than the securities of larger companies.

High-Yield Bond Funds: The investor should note that funds that invest in lower-rated debt securities (commonly referred to as junk bonds) involve additional risks because of the lower credit quality of the securities in the portfolio. The investor should be aware of the possible higher level of volatility, and increased risk of default.

Fund of Funds: It is important to note that an investment option with mutual funds in its portfolio may be subject to the expenses of those mutual funds in addition to those of the investment option itself.

Ariel Fund Institutional Class ARAIX

Morningstar Category
Mid-Cap Blend

Investment Information

Investment Objective & Strategy

The investment seeks long-term capital appreciation.
The fund invests in small/mid-sized undervalued companies that show strong potential for growth. It invests primarily in equity securities of U.S. companies, and the fund generally will have a weighted average market capitalization between $1 billion and $7.5 billion.

Fees and Expenses as of 04-01-16

Total Annual Operating Expense Gross	0.72%
Total Annual Operating Expense Net	0.72%

Operations and Management

Inception Date	12-30-11
Management Company	Ariel Investments, LLC
Advisor	Ariel Investments, LLC
Subadvisor	—
Portfolio Manager	John W. Rogers. Since 1986. John P. Miller, CFA. Since 2006.

Category Description: Mid-Cap Blend

The typical mid-cap blend portfolio invests in U.S. stocks of various sizes and styles, giving it a middle-of-the-road profile. Most shy away from high-priced growth stocks but aren't so price-conscious that they land in value territory. The U.S. mid-cap range for market capitalization typically falls between $1 billion and $8 billion and represents 20% of the total capitalization of the U.S. equity market. The blend style is assigned to portfolios where neither growth nor value characteristics predominate.

Volatility Analysis as of 12-31-16

Investment

Low	Moderate	High

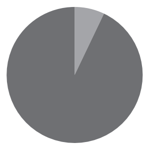
Category

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

Best 3 Month Return	Worst 3 Month Return
15.84%	-14.56%
(Jan '13 - Mar '13)	(Jul '15 - Sep '15)

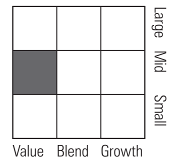
Portfolio Analysis

Composition as of 12-31-16



	% Assets
U.S. Stocks	92.9
Non-U.S. Stocks	0.0
Bonds	0.0
Cash	7.1
Other	0.0

Morningstar Equity Style Box™ as of 12-31-16



	% Mkt Cap
Giant	0.00
Large	3.00
Medium	59.60
Small	31.30
Micro	6.10

Top 10 Holdings as of 12-31-16

	% Assets
Northern Institutional Treasury	7.10
Zebra Technologies Corp	4.52
Lazard Ltd Shs A	4.37
KKR & Co LP	4.10
CBRE Group Inc	3.30
Kennametal Inc	3.30
MSG Networks Inc Class A	3.24
Tegna Inc	3.16
Bio-Rad Laboratories Inc	3.14
Jones Lang LaSalle Inc	3.12

Total Number of Stock Holdings	39
Total Number of Bond Holdings	0
Annual Turnover Ratio %	20.00
Total Fund Assets ($mil)	2,211.82

Morningstar Sectors as of 12-31-16

	% Fund
Cyclical	54.98
Basic Materials	1.79
Consumer Cyclical	27.26
Financial Services	19.01
Real Estate	6.92
Sensitive	31.39
Communication Services	0.00
Energy	3.65
Industrials	20.83
Technology	6.91
Defensive	13.64
Consumer Defensive	5.01
Healthcare	8.63
Utilities	0.00

Risk Measures as of 12-31-16	Port Avg	Rel S&P 500	Rel Cat
3 Yr Std Dev	16.51	1.54	1.33
3 Yr Beta	1.38	—	1.37
3 Yr Sharpe Ratio	0.51	0.61	0.98
3 Yr Alpha	-4.01	—	1.46
3 Yr R-squared	81.22	—	1.05

Principal Risks

Long-Term Outlook and Projections, Loss of Money, Not FDIC Insured, Value Investing, Issuer, Market/Market Volatility, Equity Securities, Industry and Sector Investing, Management, Small Cap, Mid-Cap

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

Investment Risk

Foreign Securities Funds/Emerging Market Funds: The investor should note that funds that invest in foreign securities involve special additional risks. These risks include, but are not limited to, currency risk, political risk, and risk associated with varying accounting standards. Investing in emerging markets may accentuate these risks.

Small Cap Funds: The investor should note that funds that invest in stocks of small companies involve additional risks. Smaller companies typically have a higher risk of failure, and are not as well established as larger blue-chip companies. Historically, smaller-company stocks have experienced a greater degree of market volatility than the overall market average.

Mid Cap Funds: The investor should note that funds that invest in companies with market capitalizations below $10 billion involve additional risks. The securities of these companies may be more volatile and less liquid than the securities of larger companies.

High-Yield Bond Funds: The investor should note that funds that invest in lower-rated debt securities (commonly referred to as junk bonds) involve additional risks because of the lower credit quality of the securities in the portfolio. The investor should be aware of the possible higher level of volatility, and increased risk of default.

Fund of Funds: It is important to note that an investment option with mutual funds in its portfolio may be subject to the expenses of those mutual funds in addition to those of the investment option itself.

Vanguard Small-Cap Index Fund Institutional Shares VSCIX

Morningstar Category
Small Blend

Investment Information

Investment Objective & Strategy

The investment seeks to track the performance of a benchmark index that measures the investment return of small-capitalization stocks.

The fund employs an indexing investment approach designed to track the performance of the CRSP US Small Cap Index, a broadly diversified index of stocks of small U.S. companies. The advisor attempts to replicate the target index by investing all, or substantially all, of its assets in the stocks that make up the index, holding each stock in approximately the same proportion as its weighting in the index.

Fees and Expenses as of 04-27-16

Total Annual Operating Expense Gross	0.07%
Total Annual Operating Expense Net	0.07%

Operations and Management

Inception Date	07-07-97
Management Company	Vanguard Group Inc
Advisor	Vanguard Group Inc
Subadvisor	—
Portfolio Manager	William A. Coleman. Since 2016. Gerard C. O'Reilly. Since 2016.

Category Description: Small Blend

Small-blend portfolios favor U.S. firms at the smaller end of the market-capitalization range. Some aim to own an array of value and growth stocks while others employ a discipline that leads to holdings with valuations and growth rates close to the small-cap averages. Stocks in the bottom 10% of the capitalization of the U.S. equity market are defined as small cap. The blend style is assigned to portfolios where neither growth nor value characteristics predominate.

Volatility Analysis as of 12-31-16

Investment

Low	Moderate	High

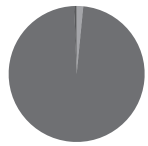
Category

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

Best 3 Month Return	Worst 3 Month Return
34.36%	-37.02%
(Mar '09 - May '09)	(Sep '08 - Nov '08)

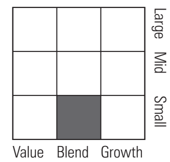
Portfolio Analysis

Composition as of 12-31-16



	% Assets
U.S. Stocks	97.9
Non-U.S. Stocks	0.5
Bonds	0.0
Cash	1.6
Other	0.0

Morningstar Equity Style Box™ as of 12-31-16



	% Mkt Cap
Giant	0.00
Large	0.26
Medium	41.87
Small	49.24
Micro	8.63

Top 10 Holdings as of 12-31-16

	% Assets
Targa Resources Corp	0.31
Advanced Micro Devices Inc	0.28
Diamondback Energy Inc	0.28
SVB Financial Group	0.28
CDW Corp	0.27
HD Supply Holdings Inc	0.27
Huntington Ingalls Industries Inc	0.27
Newfield Exploration Co	0.26
Steel Dynamics Inc	0.26
Atmos Energy Corp	0.25

Total Number of Stock Holdings	1437
Total Number of Bond Holdings	3
Annual Turnover Ratio %	11.00
Total Fund Assets ($mil)	53,288.70

Morningstar Sectors as of 12-31-16

	% Fund
Cyclical	45.95
Basic Materials	5.85
Consumer Cyclical	13.06
Financial Services	14.46
Real Estate	12.58
Sensitive	37.60
Communication Services	0.74
Energy	5.63
Industrials	16.39
Technology	14.84
Defensive	16.45
Consumer Defensive	3.83
Healthcare	9.08
Utilities	3.54

Risk Measures as of 12-31-16

	Port Avg	Rel S&P 500	Rel Cat
3 Yr Std Dev	13.84	1.29	0.92
3 Yr Beta	1.11	—	1.00
3 Yr Sharpe Ratio	0.55	0.66	1.22
3 Yr Alpha	-2.32	—	0.70
3 Yr R-squared	74.10	—	1.16

Principal Risks

Loss of Money, Not FDIC Insured, Market/Market Volatility, Equity Securities, ETF, Management, Market Trading

Please refer to the Morningstar Risk Definitions document.

Disclosure

The performance-related data provided represents past performance and should not be considered indicative of future results. Principal value and investment return will fluctuate, so that an investor's shares when redeemed may be worth more or less than the original investment. Fund portfolio statistics change over time. The fund is not FDIC-insured, may lose value and is not guaranteed by a bank or other financial institution.

Best and Worst 3 Month Performance

Morningstar calculates best and worst 3-month period (in percentage) in-house on a monthly basis.

Best 3-month Period: The highest total return the fund has posted in a consecutive three-month period over the trailing 15 years, or if a fund does not have 15 years of history, it will go back as far as the inception date.

Worst 3-month Period: The lowest total return the fund has posted in a consecutive three-month period over the trailing 15 years, or if a fund does not have 15 years of history, it will go back as far as the inception date.

Gross Expense Ratio

This is the percentage of fund assets paid for operating expenses and management fees. The expense ratio typically includes the following types of fees: accounting, administrator, advisor, auditor, board of directors, custodial, distribution (12b-1), legal, organizational, professional, registration, shareholder reporting, sub-advisor, and transfer agency. The expense ratio does not reflect the fund's brokerage costs or any investor sales charges. In contrast to the net expense ratio, the gross expense ratio does not reflect any fee waivers in effect during the time period.

Also known as the Total Annual Fund Operating Expense Ratio, expense ratios reflect material changes to the expense structure for the current period.

Sales Fees

Also known as loads, sales fees list the maximum level of initial (front-end) and deferred (back-end) sales charges imposed by a fund. The scales of minimum and maximum charges are taken from the underlying fund's prospectus. Because fees change frequently and are sometimes waived, it is wise to examine the underlying fund's prospectus carefully for specific information before investing.

Morningstar Style BoxTM

The Morningstar Style BoxTM reveals a fund's investment style as of the date noted on this report.

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

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

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

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

For interest-rate sensitivity, Morningstar obtains from fund companies the average effective duration. Generally, Morningstar classifies a fixed-income fund's interest-rate sensitivity based on the effective duration of the Morningstar Core Bond Index (MCBI), which is currently three years. The classification of Limited will be assigned to those funds whose average effective duration is between 25% to 75% of MCBI's average effective duration; funds whose average effective duration is between 75% to 125% of the MCBI will be classified as Moderate; and those that are at 125% or greater of the average effective duration of the MCBI will be classified as Extensive.

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

Investment Risk

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Small Cap Funds: The investor should note that funds that invest in stocks of small companies involve additional risks. Smaller companies typically have a higher risk of failure, and are not as well established as larger blue-chip companies. Historically, smaller-company stocks have experienced a greater degree of market volatility than the overall market average.

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High-Yield Bond Funds: The investor should note that funds that invest in lower-rated debt securities (commonly referred to as junk bonds) involve additional risks because of the lower credit quality of the securities in the portfolio. The investor should be aware of the possible higher level of volatility, and increased risk of default.

Fund of Funds: It is important to note that an investment option with mutual funds in its portfolio may be subject to the expenses of those mutual funds in addition to those of the investment option itself.

Brown Capital Management Small Company Fund Institutional Shares

BCSSX

Morningstar Category
Small Growth

Investment Information

Investment Objective & Strategy

The investment seeks long-term capital appreciation; current income is a secondary consideration in selecting portfolio investments.

The fund invests at least 80% of its net assets in the equity securities of those companies with total operating revenues of $250 million or less at the time of the initial investment, ("small companies"). It typically invests in common stocks. The advisor seeks to build a portfolio of exceptional small companies with the wherewithal to become exceptional large companies. The fund typically holds a portfolio of between 40 to 65 securities which the advisor believes have the potential for growth.

Fees and Expenses as of 07-29-16

Total Annual Operating Expense Gross	1.07%
Total Annual Operating Expense Net	1.07%

Operations and Management

Inception Date	12-15-11
Management Company	Brown Capital Management, LLC
Advisor	Brown Capital Management, LLC
Subadvisor	—
Portfolio Manager	Robert E. Hall. Since 1992. Keith A. Lee. Since 1992.

Category Description: Small Growth

Small-growth portfolios focus on faster-growing companies whose shares are at the lower end of the market-capitalization range. These portfolios tend to favor companies in up-and-coming industries or young firms in their early growth stages. Because these businesses are fast-growing and often richly valued, their stocks tend to be volatile. Stocks in the bottom 10% of the capitalization of the U.S. equity market are defined as small cap. Growth is defined based on fast growth (high growth rates for earnings, sales, book value, and cash flow) and high valuations (high price ratios and low dividend yields).

Volatility Analysis as of 12-31-16

Investment

Low	Moderate	High

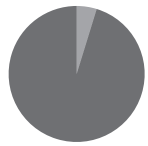
Category

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

Best 3 Month Return	Worst 3 Month Return
19.56%	-13.82%
(Jul '13 - Sep '13)	(Dec '15 - Feb '16)

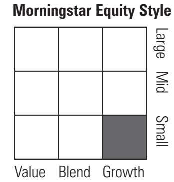
Portfolio Analysis

Composition as of 12-31-16



	% Assets
U.S. Stocks	95.2
Non-U.S. Stocks	0.0
Bonds	0.0
Cash	4.8
Other	0.0

Morningstar Equity Style Box™ as of 12-31-16



	% Mkt Cap
Giant	0.00
Large	0.00
Medium	25.72
Small	57.24
Micro	17.04

Top 10 Holdings as of 12-31-16

	% Assets
Cognex Corp	5.73
Blackbaud Inc	5.23
Neogen Corp	5.11
Manhattan Associates Inc	5.08
Dreyfus Government Cash Mgmt Instl	4.77
Tyler Technologies Inc	4.76
Cantel Medical Corp	4.74
Balchem Corp	4.43
Medidata Solutions Inc	4.32
Ansys Inc	4.18

Total Number of Stock Holdings	38
Total Number of Bond Holdings	0
Annual Turnover Ratio %	22.00
Total Fund Assets ($mil)	3,303.27

Morningstar Sectors as of 12-31-16

	% Fund
Cyclical	6.14
Basic Materials	4.64
Consumer Cyclical	1.50
Financial Services	0.00
Real Estate	0.00
Sensitive	66.51
Communication Services	0.00
Energy	0.47
Industrials	5.92
Technology	60.12
Defensive	27.35
Consumer Defensive	0.00
Healthcare	27.35
Utilities	0.00

Risk Measures as of 12-31-16	Port Avg	Rel S&P 500	Rel Cat
3 Yr Std Dev	15.82	1.47	0.99
3 Yr Beta	1.11	—	0.97
3 Yr Sharpe Ratio	0.47	0.57	1.57
3 Yr Alpha	-2.41	—	0.43
3 Yr R-squared	56.36	—	0.95

Principal Risks

Loss of Money, Not FDIC Insured, Market/Market Volatility, Equity Securities, Industry and Sector Investing, Management, Small Cap

Please refer to the Morningstar Risk Definitions document.

Disclosure

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Best and Worst 3 Month Performance

Morningstar calculates best and worst 3-month period (in percentage) in-house on a monthly basis.

Best 3-month Period: The highest total return the fund has posted in a consecutive three-month period over the trailing 15 years, or if a fund does not have 15 years of history, it will go back as far as the inception date.

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Gross Expense Ratio

This is the percentage of fund assets paid for operating expenses and management fees. The expense ratio typically includes the following types of fees: accounting, administrator, advisor, auditor, board of directors, custodial, distribution (12b-1), legal, organizational, professional, registration, shareholder reporting, sub-advisor, and transfer agency. The expense ratio does not reflect the fund's brokerage costs or any investor sales charges. In contrast to the net expense ratio, the gross expense ratio does not reflect any fee waivers in effect during the time period.

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Sales Fees

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Morningstar Style Box™

The Morningstar Style Box™ reveals a fund's investment style as of the date noted on this report.

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

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Investment Risk

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Mid Cap Funds: The investor should note that funds that invest in companies with market capitalizations below $10 billion involve additional risks. The securities of these companies may be more volatile and less liquid than the securities of larger companies.

High-Yield Bond Funds: The investor should note that funds that invest in lower-rated debt securities (commonly referred to as junk bonds) involve additional risks because of the lower credit quality of the securities in the portfolio. The investor should be aware of the possible higher level of volatility, and increased risk of default.

Fund of Funds: It is important to note that an investment option with mutual funds in its portfolio may be subject to the expenses of those mutual funds in addition to those of the investment option itself.

American Funds New Perspective Fund® Class R-6 RNPGX

Morningstar Category
World Stock

Investment Information

Investment Objective & Strategy

The investment seeks long-term growth of capital; future income is a secondary objective.

The fund seeks to take advantage of investment opportunities generated by changes in international trade patterns and economic and political relationships by investing in common stocks of companies located around the world. In pursuing its primary investment objective, it invests primarily in common stocks that the investment adviser believes have the potential for growth. In pursuing its secondary objective, the fund invests in common stocks of companies with the potential to pay dividends in the future.

Fees and Expenses as of 01-01-17

Total Annual Operating Expense Gross	0.45%
Total Annual Operating Expense Net	0.45%

Operations and Management

Inception Date	05-01-09
Management Company	Capital Research and Management Company
Advisor	Capital Research and Management Company
Subadvisor	—
Portfolio Manager	Robert W. Lovelace, CFA. Since 2000. Jonathan Knowles. Since 2004.

Category Description: World Stock

World-stock portfolios have few geographical limitations. It is common for these portfolios to invest the majority of their assets in the U.S., Europe, and Japan, with the remainder divided among the globe's smaller markets. These portfolios typically have 20%-60% of assets in U.S. stocks.

Volatility Analysis as of 12-31-16

Investment

Low	Moderate	High

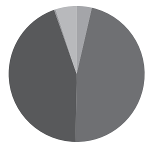
Category

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

Best 3 Month Return	Worst 3 Month Return
18.78%	-16.58%
(Jul '09 - Sep '09)	(Jul '11 - Sep '11)

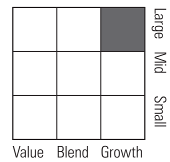
Portfolio Analysis

Composition as of 12-31-16



	% Assets
U.S. Stocks	46.7
Non-U.S. Stocks	44.4
Bonds	0.4
Cash	3.6
Other	5.0

Morningstar Equity Style Box™ as of 12-31-16



	% Mkt Cap
Giant	57.26
Large	31.56
Medium	10.80
Small	0.37
Micro	0.02

Top 10 Holdings as of 12-31-16

	% Assets
Amazon.com Inc	3.84
Novo Nordisk A/S B	2.06
Microsoft Corp	2.00
Taiwan Semiconductor Manufacturing Co Ltd	1.84
Naspers Ltd Class N	1.71
The Priceline Group Inc	1.69
JPMorgan Chase & Co	1.60
Facebook Inc A	1.58
Broadcom Ltd	1.45
CME Group Inc Class A	1.39

Total Number of Stock Holdings	241
Total Number of Bond Holdings	4
Annual Turnover Ratio %	22.00
Total Fund Assets ($mil)	59,323.02

Morningstar World Regions as of 12-31-16

	% Fund
Americas	54.20
North America	53.38
Latin America	0.82
Greater Europe	29.93
United Kingdom	7.00
Europe Developed	20.51
Europe Emerging	0.00
Africa/Middle East	2.42
Greater Asia	15.87
Japan	7.20
Australasia	0.35
Asia Developed	4.55
Asia Emerging	3.78

Morningstar Super Sectors as of 12-31-16

	% Fund
Cyclical	34.44
Sensitive	41.78
Defensive	23.78

Risk Measures as of 12-31-16

	Port Avg	Rel S&P 500	Rel Cat
3 Yr Std Dev	11.02	1.03	0.95
3 Yr Beta	0.80	—	1.01
3 Yr Sharpe Ratio	0.38	0.46	1.65
3 Yr Alpha	5.08	—	1.46
3 Yr R-squared	84.30	—	1.10

Principal Risks

Foreign Securities, Long-Term Outlook and Projections, Loss of Money, Not FDIC Insured, Growth Investing, Active Management, Issuer, Market/Market Volatility

Please refer to the Morningstar Risk Definitions document.

Disclosure

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Worst 3-month Period: The lowest total return the fund has posted in a consecutive three-month period over the trailing 15 years, or if a fund does not have 15 years of history, it will go back as far as the inception date.

Gross Expense Ratio

This is the percentage of fund assets paid for operating expenses and management fees. The expense ratio typically includes the following types of fees: accounting, administrator, advisor, auditor, board of directors, custodial, distribution (12b-1), legal, organizational, professional, registration, shareholder reporting, sub-advisor, and transfer agency. The expense ratio does not reflect the fund's brokerage costs or any investor sales charges. In contrast to the net expense ratio, the gross expense ratio does not reflect any fee waivers in effect during the time period.

Also known as the Total Annual Fund Operating Expense Ratio, expense ratios reflect material changes to the expense structure for the current period.

Sales Fees

Also known as loads, sales fees list the maximum level of initial (front-end) and deferred (back-end) sales charges imposed by a fund. The scales of minimum and maximum charges are taken from the underlying fund's prospectus. Because fees change frequently and are sometimes waived, it is wise to examine the underlying fund's prospectus carefully for specific information before investing.

Morningstar Style Box™

The Morningstar Style Box™ reveals a fund's investment style as of the date noted on this report.

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

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

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

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

For interest-rate sensitivity, Morningstar obtains from fund companies the average effective duration. Generally, Morningstar classifies a fixed-income fund's interest-rate sensitivity based on the effective duration of the Morningstar Core Bond Index (MCBI), which is currently three years. The classification of Limited will be assigned to those funds whose average effective duration is between 25% to 75% of MCBI's average effective duration; funds whose average effective duration is between 75% to 125% of the MCBI will be classified as Moderate; and those that are at 125% or greater of the average effective duration of the MCBI will be classified as Extensive.

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

Investment Risk

Foreign Securities Funds/Emerging Market Funds: The investor should note that funds that invest in foreign securities involve special additional risks. These risks include, but are not limited to, currency risk, political risk, and risk associated with varying accounting standards. Investing in emerging markets may accentuate these risks.

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High-Yield Bond Funds: The investor should note that funds that invest in lower-rated debt securities (commonly referred to as junk bonds) involve additional risks because of the lower credit quality of the securities in the portfolio. The investor should be aware of the possible higher level of volatility, and increased risk of default.

Fund of Funds: It is important to note that an investment option with mutual funds in its portfolio may be subject to the expenses of those mutual funds in addition to those of the investment option itself.

Harbor International Fund Institutional Class HAINX

Morningstar Category
Foreign Large Blend

Investment Information

Investment Objective & Strategy

The investment seeks long-term total return, principally from growth of capital.

The fund invests normally in a minimum of ten countries throughout the world, focusing on companies located in Europe, the Pacific Basin and emerging industrialized countries whose economies and political regimes appear stable. It invests primarily (no less than 65% of its total assets) in common and preferred stocks of foreign companies, including those located in emerging market countries. Companies in the fund's portfolio generally have market capitalizations in excess of $1 billion at the time of purchase.

Fees and Expenses as of 03-01-16

Total Annual Operating Expense Gross	0.78%
Total Annual Operating Expense Net	0.76%

Waiver Data	Type	Exp. Date	%
Management Fee	Contractual	02-28-17	0.02

Operations and Management

Inception Date	12-29-87
Management Company	Harbor Capital Advisors Inc
Advisor	Harbor Capital Advisors Inc
Subadvisor	Northern Cross, LLC
Portfolio Manager	James J. LaTorre, CFA. Since 2009.
	Howard Appleby, CFA. Since 2009.

Category Description: Foreign Large Blend

Foreign large-blend portfolios invest in a variety of big international stocks. Most of these portfolios divide their assets among a dozen or more developed markets, including Japan, Britain, France, and Germany. These portfolios primarily invest in stocks that have market caps in the top 70% of each economically integrated market (such as Europe or Asia ex-Japan). The blend style is assigned to portfolios where neither growth nor value characteristics predominate. These portfolios typically will have less than 20% of assets invested in U.S. stocks.

Volatility Analysis as of 12-31-16

Investment

Low	Moderate	High

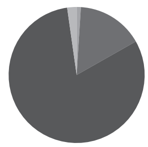
Category

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

Best 3 Month Return	Worst 3 Month Return
39.41%	-36.67%
(Mar '09 - May '09)	(Sep '08 - Nov '08)

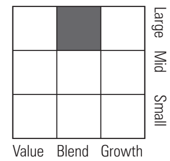
Portfolio Analysis

Composition as of 12-31-16



	% Assets
U.S. Stocks	15.8
Non-U.S. Stocks	81.0
Bonds	0.0
Cash	1.0
Other	2.2

Morningstar Equity Style Box™ as of 12-31-16



	% Mkt Cap
Giant	54.68
Large	40.30
Medium	5.01
Small	0.00
Micro	0.00

Top 10 Holdings as of 12-31-16

	% Assets
Las Vegas Sands Corp	5.68
Schlumberger Ltd	4.17
Shire PLC	2.94
Novartis AG	2.63
Wynn Resorts Ltd	2.63
Tokio Marine Holdings Inc	2.56
Essilor International SA	2.53
Novo Nordisk A/S B	2.51
Bayer AG	2.41
Anheuser-Busch InBev SA/NV	2.31

Total Number of Stock Holdings	66
Total Number of Bond Holdings	0
Annual Turnover Ratio %	14.00
Total Fund Assets ($mil)	34,626.30

Morningstar World Regions as of 12-31-16

	% Fund
Americas	19.54
North America	16.79
Latin America	2.74
Greater Europe	68.54
United Kingdom	13.65
Europe Developed	54.89
Europe Emerging	0.00
Africa/Middle East	0.00
Greater Asia	11.92
Japan	9.66
Australasia	0.00
Asia Developed	0.07
Asia Emerging	2.20

Risk Measures as of 12-31-16	Port Avg	Rel S&P 500	Rel Cat
3 Yr Std Dev	13.15	1.22	1.09
3 Yr Beta	1.00	—	1.11
3 Yr Sharpe Ratio	-0.22	-0.27	1.83
3 Yr Alpha	-1.72	—	3.19
3 Yr R-squared	92.89	—	1.04

Morningstar Super Sectors as of 12-31-16

	% Fund
Cyclical	45.01
Sensitive	20.02
Defensive	34.98

Principal Risks

Emerging Markets, Foreign Securities, Loss of Money, Not FDIC Insured, Value Investing, Issuer, Market/Market Volatility, Equity Securities, Management

Please refer to the Morningstar Risk Definitions document.

Disclosure

The performance-related data provided represents past performance and should not be considered indicative of future results. Principal value and investment return will fluctuate, so that an investor's shares when redeemed may be worth more or less than the original investment. Fund portfolio statistics change over time. The fund is not FDIC-insured, may lose value and is not guaranteed by a bank or other financial institution.

Best and Worst 3 Month Performance

Morningstar calculates best and worst 3-month period (in percentage) in-house on a monthly basis.

Best 3-month Period: The highest total return the fund has posted in a consecutive three-month period over the trailing 15 years, or if a fund does not have 15 years of history, it will go back as far as the inception date.

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Fund of Funds: It is important to note that an investment option with mutual funds in its portfolio may be subject to the expenses of those mutual funds in addition to those of the investment option itself.

Virtus Emerging Markets Fund Class I HIEMX

Morningstar Category
Diversified Emerging Mkts

Investment Information

Investment Objective & Strategy

The investment seeks capital appreciation.

The fund offers investors exposure to emerging economies through well-established companies. Under normal circumstances, it invests at least 80% of its assets in equity securities or equity-linked instruments of issuers located in emerging markets countries; such issuers may be of any capitalization. Emerging markets countries generally include every nation in the world except the U.S., Canada, Japan, Australia, New Zealand and most nations located in Western Europe.

Fees and Expenses as of 09-30-16

Total Annual Operating Expense Gross	1.31%
Total Annual Operating Expense Net	1.31%

Operations and Management

Inception Date	10-20-97
Management Company	Virtus Investment Advisers, Inc.
Advisor	Virtus Investment Advisers, Inc.
Subadvisor	Vontobel Asset Management Inc
Portfolio Manager	Matthew Benkendorf. Since 2016. Jin Zhang, CFA. Since 2016.

Category Description: Diversified Emerging Mkts

Diversified emerging-markets portfolios tend to divide their assets among 20 or more nations, although they tend to focus on the emerging markets of Asia and Latin America rather than on those of the Middle East, Africa, or Europe. These portfolios invest predominantly in emerging market equities, but some funds also invest in both equities and fixed income investments from emerging markets.

Volatility Analysis as of 12-31-16

Low	Moderate	High

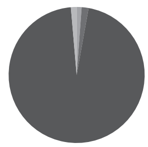
Investment: High; Category: High

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

Best 3 Month Return	Worst 3 Month Return
29.96%	-37.81%
(Mar '09 - May '09)	(Aug '08 - Oct '08)

Portfolio Analysis

Composition as of 09-30-16



	% Assets
U.S. Stocks	1.6
Non-U.S. Stocks	95.8
Bonds	0.0
Cash	1.2
Other	1.4

Morningstar Equity Style Box™ as of 09-30-16

	Value	Blend	Growth
Large			X
Mid			
Small			

	% Mkt Cap
Giant	84.91
Large	15.09
Medium	0.00
Small	0.00
Micro	0.00

Top 10 Holdings as of 09-30-16

	% Assets
British American Tobacco PLC	5.97
Alibaba Group Holding Ltd ADR	4.89
HDFC Bank Ltd	4.73
Tencent Holdings Ltd	4.26
Housing Development Finance Corp Ltd	4.15
ITC Ltd	4.04
Ambev SA ADR	3.86
SABMiller Ltd	3.72
Fomento Economico Mexicano SAB de CV ADR	3.61
Unilever NV DR	3.05

Total Number of Stock Holdings	50
Total Number of Bond Holdings	0
Annual Turnover Ratio %	25.00
Total Fund Assets ($mil)	6,469.53

Morningstar World Regions as of 09-30-16

	% Fund
Americas	17.53
North America	1.68
Latin America	15.85
Greater Europe	21.54
United Kingdom	9.94
Europe Developed	6.28
Europe Emerging	0.99
Africa/Middle East	4.33
Greater Asia	60.92
Japan	0.00
Australasia	0.00
Asia Developed	13.86
Asia Emerging	47.06

Morningstar Super Sectors as of 09-30-16

	% Fund
Cyclical	30.85
Sensitive	22.40
Defensive	46.76

Risk Measures as of 12-31-16

	Port Avg	Rel S&P 500	Rel Cat
3 Yr Std Dev	13.24	1.23	0.88
3 Yr Beta	0.79	—	0.79
3 Yr Sharpe Ratio	0.00	0.00	0.00
3 Yr Alpha	0.93	—	-0.82
3 Yr R-squared	57.12	—	0.81

Principal Risks

Emerging Markets, Foreign Securities, Loss of Money, Not FDIC Insured, Country or Region, Issuer, Market/Market Volatility, Equity Securities, Industry and Sector Investing, Shareholder Activity, Management

Please refer to the Morningstar Risk Definitions document.

MORNINGSTAR®

Disclosure

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Best and Worst 3 Month Performance

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Fund of Funds: It is important to note that an investment option with mutual funds in its portfolio may be subject to the expenses of those mutual funds in addition to those of the investment option itself.

Nuveen Real Estate Securities Fund Class R6 FREGX

Morningstar Category
Real Estate

Investment Information

Investment Objective & Strategy

The investment seeks to provide above average current income and long-term capital appreciation.

The fund normally invests at least 80% of the sum of its net assets and the amount of any borrowings for investment purposes in income-producing common stocks of publicly traded companies engaged in the real estate industry. The advisor expects to emphasize investments in equity REITs, although it may invest in all three kinds of REITs. It may invest up to 15% of its total assets in non-dollar denominated equity securities of non-U.S. issuers. Up to 15% of the fund's total assets may be invested in equity securities of emerging market issuers.

Fees and Expenses as of 04-29-16

Total Annual Operating Expense Gross	0.87%
Total Annual Operating Expense Net	0.87%

Operations and Management

Inception Date	04-30-13
Management Company	Nuveen Fund Advisors, LLC.
Advisor	Nuveen Fund Advisors, LLC.
Subadvisor	Nuveen Asset Management, LLC
Portfolio Manager	Jay L. Rosenberg. Since 2005. Scott C. Sedlak. Since 2011.

Category Description: Real Estate

Real estate portfolios invest primarily in real estate investment trusts of various types. REITs are companies that develop and manage real estate properties. There are several different types of REITs, including apartment, factory-outlet, health-care, hotel, industrial, mortgage, office, and shopping center REITs. Some portfolios in this category also invest in real estate operating companies.

Volatility Analysis as of 12-31-16

Investment

Low	Moderate	High

Category

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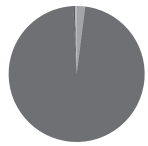
Best 3 Month Return	Worst 3 Month Return
14.02%	-10.18%
(Oct '14 - Dec '14)	(Aug '16 - Oct '16)

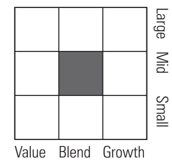
Portfolio Analysis

Composition as of 11-30-16



	% Assets
U.S. Stocks	97.2
Non-U.S. Stocks	0.4
Bonds	0.0
Cash	2.0
Other	0.4

Morningstar Equity Style Box™ as of 11-30-16



	% Mkt Cap
Giant	0.00
Large	37.46
Medium	42.98
Small	17.41
Micro	2.14

Top 10 Holdings as of 11-30-16

	% Assets
Simon Property Group Inc	9.39
Public Storage	3.96
Vornado Realty Trust	3.73
Welltower Inc	3.57
Ventas Inc	3.50
AvalonBay Communities Inc	3.05
Federal Realty Investment Trust	3.02
Prologis Inc	2.85
Digital Realty Trust Inc	2.76
General Growth Properties Inc	2.58

Total Number of Stock Holdings	108
Total Number of Bond Holdings	0
Annual Turnover Ratio %	104.00
Total Fund Assets ($mil)	4,643.22

Morningstar Sectors as of 11-30-16

	% Fund
Cyclical	98.37
Basic Materials	0.00
Consumer Cyclical	0.28
Financial Services	0.00
Real Estate	98.09
Sensitive	1.52
Communication Services	1.52
Energy	0.00
Industrials	0.00
Technology	0.00
Defensive	0.11
Consumer Defensive	0.00
Healthcare	0.11
Utilities	0.00

Risk Measures as of 12-31-16

	Port Avg	Rel S&P 500	Rel Cat
3 Yr Std Dev	14.77	1.38	1.05
3 Yr Beta	0.56	—	0.98
3 Yr Sharpe Ratio	0.92	1.11	1.06
3 Yr Alpha	11.56	—	1.16
3 Yr R-squared	18.05	—	0.83

Principal Risks

Currency, Emerging Markets, Foreign Securities, Loss of Money, Not FDIC Insured, Equity Securities, Other, Derivatives, Small Cap, Real Estate/REIT Sector

Please refer to the Morningstar Risk Definitions document.

Disclosure

The performance-related data provided represents past performance and should not be considered indicative of future results. Principal value and investment return will fluctuate, so that an investor's shares when redeemed may be worth more or less than the original investment. Fund portfolio statistics change over time. The fund is not FDIC-insured, may lose value and is not guaranteed by a bank or other financial institution.

Best and Worst 3 Month Performance

Morningstar calculates best and worst 3-month period (in percentage) in-house on a monthly basis.

Best 3-month Period: The highest total return the fund has posted in a consecutive three-month period over the trailing 15 years, or if a fund does not have 15 years of history, it will go back as far as the inception date.

Worst 3-month Period: The lowest total return the fund has posted in a consecutive three-month period over the trailing 15 years, or if a fund does not have 15 years of history, it will go back as far as the inception date.

Gross Expense Ratio

This is the percentage of fund assets paid for operating expenses and management fees. The expense ratio typically includes the following types of fees: accounting, administrator, advisor, auditor, board of directors, custodial, distribution (12b-1), legal, organizational, professional, registration, shareholder reporting, sub-advisor, and transfer agency. The expense ratio does not reflect the fund's brokerage costs or any investor sales charges. In contrast to the net expense ratio, the gross expense ratio does not reflect any fee waivers in effect during the time period.

Also known as the Total Annual Fund Operating Expense Ratio, expense ratios reflect material changes to the expense structure for the current period.

Sales Fees

Also known as loads, sales fees list the maximum level of initial (front-end) and deferred (back-end) sales charges imposed by a fund. The scales of minimum and maximum charges are taken from the underlying fund's prospectus. Because fees change frequently and are sometimes waived, it is wise to examine the underlying fund's prospectus carefully for specific information before investing.

Morningstar Style Box™

The Morningstar Style Box™ reveals a fund's investment style as of the date noted on this report.

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

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

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

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

For interest-rate sensitivity, Morningstar obtains from fund companies the average effective duration. Generally, Morningstar classifies a fixed-income fund's interest-rate sensitivity based on the effective duration of the Morningstar Core Bond Index (MCBI), which is currently three years. The classification of Limited will be assigned to those funds whose average effective duration is between 25% to 75% of MCBI's average effective duration; funds whose average effective duration is between 75% to 125% of the MCBI will be classified as Moderate; and those that are at 125% or greater of the average effective duration of the MCBI will be classified as Extensive.

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

Investment Risk

Foreign Securities Funds/Emerging Market Funds: The investor should note that funds that invest in foreign securities involve special additional risks. These risks include, but are not limited to, currency risk, political risk, and risk associated with varying accounting standards. Investing in emerging markets may accentuate these risks.

Small Cap Funds: The investor should note that funds that invest in stocks of small companies involve additional risks. Smaller companies typically have a higher risk of failure, and are not as well established as larger blue-chip companies. Historically, smaller-company stocks have experienced a greater degree of market volatility than the overall market average.

Mid Cap Funds: The investor should note that funds that invest in companies with market capitalizations below $10 billion involve additional risks. The securities of these companies may be more volatile and less liquid than the securities of larger companies.

High-Yield Bond Funds: The investor should note that funds that invest in lower-rated debt securities (commonly referred to as junk bonds) involve additional risks because of the lower credit quality of the securities in the portfolio. The investor should be aware of the possible higher level of volatility, and increased risk of default.

Fund of Funds: It is important to note that an investment option with mutual funds in its portfolio may be subject to the expenses of those mutual funds in addition to those of the investment option itself.

Principal Risk Definitions

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

Distressed Investments
Investments in distressed or defaulted investments, which may include loans, loan participations, bonds, notes, and issuers undergoing bankruptcy organization, are often not

Principal Risk Definitions

publicly traded and face increased price volatility and liquidity risk. These securities are subject to the risk that the advisor does not correctly estimate their future value, which may result in a loss of part or all of the investment.

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

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

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

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

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

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

Event-Driven Investment/Arbitrage Strategies
Arbitrage strategies involve investment in multiple securities with the expectation that their prices will converge at an expected value. These strategies face the risk that the advisor's price predictions will not perform as expected. Investing in event-driven or merger arbitrage strategies may not be successful if the merger, restructuring, tender offer, or other major corporate event proposed or pending at the time of investment is not completed on the terms contemplated.

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

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

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

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

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

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

Growth Investing
Growth securities may be subject to increased volatility as the value of these securities is highly sensitive to market fluctuations and future earnings expectations. These securities typically trade at higher multiples of current earnings than do other securities and may lose value if it appears their earnings expectations may not be met.

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

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

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

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

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

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

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

Principal Risk Definitions

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

Maturity/Duration
Securities with longer maturities or durations typically have higher yields but may be subject to increased interest-rate risk and price volatility compared with securities with shorter maturities, which have lower yields but greater price stability.

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

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

Money Market Fund
Money market funds are subject to the risk that they may not be able to maintain a stable net asset value of $1.00 per share. Investments in money market funds are not a deposit in a bank and are not guaranteed by the FDIC, any other governmental agency, or the advisor itself.

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

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

Principal Risk Definitions

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

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

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

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

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

Options
Investments in options may be subject to the risk that the advisor does not correctly predict the movement of an option's underlying stock. Option purchases may result in the loss of part or all of the amount paid for the option plus commission costs. Option sales may result in a forced sale or purchase of a security at a price higher or lower than its current market price.

OTC
Investments traded and privately negotiated in the over-the-counter market, including securities and derivatives, may be subject to greater price volatility and liquidity risk than transactions made on organized exchanges. Because the OTC market is less regulated, OTC transactions may be subject to increased credit and counterparty risk.
Other The investment's performance may be impacted by its concentration in a certain type of security, adherence to a particular investing strategy, or a unique aspect of its structure and costs.

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

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

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

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

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

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

Real Estate/REIT Sector
Concentrating assets in the real estate sector or REITs may disproportionately subject the portfolio to the risks of that industry, including loss of value because of changes in real estate values, interest rates, and taxes, as well as changes in zoning, building, environmental, and other laws, among other factors. Investments in REITs may be subject to increased price volatility and liquidity risk, and shareholders indirectly bear their proportionate share of expenses because of their management fees.

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

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

Reliance on Trading Partners
Investments in economies that depend heavily on trading with key partners may be subject to the risk that any reduction in this trading may adversely impact these economies.
Replication Management The investment does not seek investment returns in excess of the underlying index. Therefore, it will not generally sell a security unless it was removed from the index, even if the security's issuer is in financial trouble.

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

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

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

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

Short Sale
Selling securities short may be subject to the risk that an advisor does not correctly predict the movement of the security, resulting in a loss if a security must be purchased on the market above its initial borrowing price to return to the lender, in addition to interest paid to the lender for borrowing the security.

Small Cap
Concentrating assets in small-capitalization stocks may subject the portfolio to the risk that those stocks underperform other capitalizations or the market as a whole. Smaller, less-seasoned companies may be subject to increased liquidity risk compared with mid- and large-cap companies

Principal Risk Definitions

and may experience greater price volatility than do those securities because of limited product lines, management experience, market share, or financial resources, among other factors.

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

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

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

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

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

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

Tax Management
A tax-sensitive investment strategy that uses hedging or other techniques may fail to limit distributions of taxable income and net realized gains and therefore create some tax liability for shareholders.

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

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

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

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

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

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

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

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

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

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

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

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

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

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

Notice Regarding Default Investments

You have the right to direct the investment of assets in your account to any of the investments offered under your plan, at no additional cost to you. Use your plan's enrollment form to provide allocation instructions for the investment of contributions to your account. After completing the enrollment process, you may provide allocation instructions, or change the election made on your enrollment form, by contacting ICMA-RC's Investor Services toll-free at 800-669-7400, or online using Account Access at **www.DCRetire.com.**

In the absence of valid allocation instructions for your account, all assets will be invested in the default fund selected by your employer until additional instructions are received from you. More information regarding the default fund selected by your employer is available by contacting ICMA-RC's Investor Services.

Increase your chances of achieving your retirement savings goals by giving careful consideration to the benefits of a well-balanced and diversified portfolio. Spreading your assets among different types of investments can help you achieve a favorable rate of return, while minimizing the risk of losing money in your retirement account. Although diversification is not a guarantee against loss, it can be an effective strategy to help manage investment risk.

Additional information regarding the investment options available to your plan, including the default fund chosen by your employer, is available by contacting ICMA-RC's Investor Services.

Privacy Policy Notice

ICMA Retirement Corporation
ICMA Retirement Trust
ICMA-RC Services, LLC
VantageTrust Company, LLC
VantageTrust
The Vantagepoint Funds
Vantagepoint Investment Advisers, LLC
Vantagepoint Transfer Agents, LLC

Our Privacy Policy. Protecting your privacy is important to us. In providing financial services and investment products to you, we collect certain nonpublic personal information about you. Our policy generally is to keep this information strictly confidential, and to use or disclose it as needed to provide services to you, or as permitted or required by law or by you. Our privacy policy applies equally to our former customers and investors, as well as individuals who simply inquire about the services or investments we offer. We may change this privacy policy in the future upon notification to you.

Information We Collect. The nonpublic personal information we have about you includes information you give us when you open an account, invest in The Vantagepoint Funds or VantageTrust Funds, or write or call us, such as your name, address, social security number, employment, investment objectives and experience, financial circumstances, and investment transactions and holdings.

Information We Disclose. We disclose nonpublic personal information about you to our affiliates, and to outside firms that help us provide services to you, for use only for that purpose. If you elect to invest in ICMA-RC's Managed Accounts Program or in the VT Retirement IncomeAdvantage Fund, ICMA-RC will share information necessary to make these products and services available to you with Ibbotson Associates and Prudential Retirement Insurance and Annuity Company, the third party firms with which ICMA Retirement Corporation has contracted in connection with these products and services, respectively.

[Note: The following applies to all states except California and New York State.] We may also disclose nonpublic personal information to nonaffiliated third party financial institutions with which we have established, or may in the future establish, relationships in order to offer select financial products of interest to our customers. Currently, ICMA Retirement Corporation has established a relationship with M&T Bank for enrollment and information services in connection with ICMA Retirement Corporation's 457 Deferred Compensation Program in certain jurisdictions [applicable for participants in plans located in Maryland (excluding the metropolitan DC area), Pennsylvania and West Virginia]. ICMA Retirement Corporation also has contracted with Ibbotson Associates to make available a Retirement Readiness Report to employees of 401 and 457 plan sponsors that elect this optional service for their employees. Before any additional third party relationships are added, they must be approved by the Board of Directors of the ICMA Retirement Corporation. Once approved, ICMA Retirement Corporation will notify you of any additional third party relationships in future publications of this privacy policy.

You have the right to stop us from disclosing nonpublic personal information about you to these parties, except as permitted or required by law. To do so, call us toll free at 800-827-2710. If you do not notify us that you wish to block disclosure of this nonpublic personal information, we will allow information to be sent to you from all third party financial institutions with which we have established relationships.

How We Safeguard Your Information. We restrict access to nonpublic personal information about you to those persons who need to know it or who are permitted or required by law or by you to receive it. We maintain physical, electronic and procedural safeguards to protect the confidentiality of your information.

Welcome to ICMA-RC.

Some of the funds, services, or products described in this Privacy Policy may not be available to your Plan, and all are subject to change.

Disaster Recovery Plan

ICMA Retirement Corporation (ICMA-RC) is committed to protecting the assets of our customers and being prepared to quickly recover and resume operations in the event of a significant business interruption. We have always regarded this as an obligation to our customers and have allocated resources to ensure our ability to meet this commitment. These capabilities are designed to:

Provide for the complete recovery of our technology infrastructure and data.

Consider the impact of various types of potential interruptions and prepare an appropriate strategy for each.

Enable ICMA-RC to continue to perform our critical business functions and minimize the impact to our customers.

The goal of our Disaster Recovery Plan is to be able to recover and resume business operations within 24 hours after the onset of a situation that warrants a disaster declaration. To accomplish this we have:

- Detailed plans for every division across our corporation that identify specific actions to be taken, personnel requirements to meet those actions, and other resources necessary to restore critical processes and resume business operations. Keep in mind that the ability to conduct trading and other transactional activity is dependent on the stock market being open and the availability of telecommunications to perform the trade.

- Contracted with a national information availability provider for alternative workspace for our personnel, network infrastructure and telecommunications infrastructure, in the event that our facility is unusable because of an incident. This enables ICMA-RC to respond to your inquiries and provide information regarding your accounts during an incident.

- Established processes for the backup of data. Complete copies of production data are backed up at the completion of a daily processing cycle and are stored offsite at multiple secure locations. For critical data, backups are sent periodically throughout the day to a remote server. In addition, information required by regulatory agencies is archived and stored offsite at secure locations.

- Tested the effectiveness of our Disaster Recovery Plan to ensure that we have the ability to continue to operate in the event of an incident. Semi-annual exercises are conducted, with active annual participation of over 20% of ICMA-RC employees, to test the recovery of the network infrastructure and the functionality of all critical applications and processes.

If you have any questions about this plan or ICMA-RC please contact an Investor Services Representative at 800-669-7400.

BUILDING PUBLIC SECTOR RETIREMENT SECURITY

ICMA-RC GUIDED PATHWAYS® FUND ADVICE AND MANAGED ACCOUNTS INVESTMENT ADVISORY AGREEMENT

September 2015

This investment advisory agreement ("Agreement") describes the terms and conditions under which ICMA Retirement Corporation ("ICMA-RC"), a Delaware corporation registered as an investment adviser with the United States Securities and Exchange Commission ("SEC"), will operate the Fund Advice service ("Fund Advice") or Managed Accounts service ("Managed Accounts"). By entering into this Agreement, you have elected to participate in a voluntary investment advisory service program offered by ICMA-RC for your designated retirement plan ("Plan") assets or Vantagepoint Individual Retirement Account ("IRA") assets (collectively, "Account(s)").

RESPONSIBILITIES

Under **Fund Advice,** ICMA-RC may provide "point-in-time" individual investment advice (e.g., fund specific investment recommendations) developed from the eligible investment options made available through your Plan or through ICMA-RC's Vantagepoint IRA ("Eligible Investment Options") and in accordance with objective, independent, third-party investment recommendations.

Under **Managed Accounts,** in accordance with guidelines established by the United States Department of Labor under its Advisory Opinion No. 2001-09A, ICMA-RC may provide ongoing management of your Account(s) by investing and reinvesting assets in your Account(s) in Eligible Investment Options in accordance with objective, independent, third-party investment recommendations. **Managed Accounts** is a discretionary, asset allocation investment management service.

ICMA-RC has hired Morningstar Investment Management LLC ("Morningstar Investment Management"), an SEC-registered investment adviser and a subsidiary of Morningstar, Inc. to serve as the Independent Financial Expert ("IFE") for **Fund Advice** and **Managed Accounts** to provide investment recommendations to ICMA-RC which are used in advising or managing your Account(s). Both **Fund Advice** and **Managed Accounts** are offered through Guided Pathways®, ICMA-RC's platform for the delivery of a suite of services for participants of Public Employer retirement plans and ICMA-RC's Vantagepoint IRA (collectively, "Participants").

Our ability to advise or manage your Account(s) or provide fund recommendations properly depends on you providing us with as much current personal and financial information as possible.

FUND ADVICE AND MANAGED ACCOUNTS AUTHORIZATION AND APPOINTMENT

Fund Advice

Under **Fund Advice,** you request that ICMA-RC provide "point-in-time" individual investment advice (e.g., fund specific investment recommendations) developed from Eligible Investment Options and in accordance with objective, independent, third-party investment recommendations developed by Morningstar Investment Management, acting as the IFE. Under **Fund Advice,** you acknowledge and understand that you must pay an annual fee to continue to obtain this advice and, if the fee is not paid, the contract terminates and a new contract would have to be entered in order to obtain additional advice. Applicable fees are described more fully below. You also understand and acknowledge that this advice provided is based on the Eligible Investment Options and will also take into account other personal and financial information that you provide to ICMA-RC, including information regarding your income or other investments that you may have outside of your Account(s). You further acknowledge and understand that under **Fund Advice,** you are responsible for implementing any advice or fund specific recommendation using the ordinary means available to your Account(s) (e.g., transfer of account balances), and for subsequent monitoring or review of the Account(s) and of the information utilized in arriving at the **Fund Advice** recommendations and that you remain responsible for making any future or further changes to your Account(s) investment allocations. In addition, you remain responsible for implementing any recommended changes to your Plan or IRA savings rates.

Managed Accounts

Under **Managed Accounts,** you request that ICMA-RC exercise discretionary authority to allocate and reallocate your Account(s) and to implement individualized advice generated by Morningstar Investment Management, acting as the IFE. ICMA-RC is authorized to exercise the investment discretion described below with respect to the assets in the Account(s), including such additional assets as may result from transactions in, contributions to and transfers of assets into the Account(s).

Under **Managed Accounts,** you agree to provide personal, financial and other information as reasonably requested by ICMA-RC and to inform ICMA-RC promptly of any changes in your circumstances in order to assist ICMA-RC in the development and management of an investment strategy that is suitable and appropriate for you. You understand that ICMA-RC will notify you annually to contact ICMA-RC regarding any changes in your personal and financial situation or investment objections to determine whether any such changes have occurred or whether you wish to impose any reasonable restriction on the Account(s) that is not fundamentally inconsistent with your investment objective or the nature or operation of **Managed Accounts.** You further understand that ICMA-RC personnel who are knowledgeable about the management of the Account(s) will be reasonably available to respond to your inquiries. You will receive a quarterly statement consisting of all activity in the Account(s), including fees and expenses and confirmations of any transactions in the Account(s).

Under **Managed Accounts,** you acknowledge that initially, and at least once each year thereafter during which you are still enrolled, you will be asked to review and confirm the accuracy and completeness of the information upon which **Managed Accounts** advice is based. Because you are directing ICMA-RC to manage the Account(s) on your behalf, certain individually requested financial transactions otherwise available under the Account(s), such as contribution allocations and reallocations and fund transfers, either systematic or otherwise, will not be processed until you have terminated participation in **Managed Accounts.** Your request for any allocation, reallocation or fund transfer will be interpreted as a direction to terminate **Managed Accounts** for your Account(s).

Under **Managed Accounts,** you remain responsible for implementing any recommended changes to your Plan or IRA savings rates and, for notifying ICMA-RC of any savings rate changes.

Under **Managed Accounts,** ICMA-RC accepts its appointment as investment manager for the Account(s) pursuant to the terms and conditions set forth in this Agreement. The rights, powers, authorities and duties of ICMA-RC shall be solely and exclusively as provided in this Agreement and under applicable law.

Under this Agreement, ICMA-RC will provide you with the advisory services described below.

SERVICES

Fund Advice provides "point-in-time" individualized investment advice to Participants seeking assistance in selecting specific investments. Fund specific recommendations are constructed by the IFE from among the Eligible Investment Options. You are responsible for implementing any advice or fund specific recommendation using the ordinary means available to your Account(s) (e.g., transfer of account balances), and for subsequent monitoring or review of the Account(s) and of the information utilized in arriving at the **Fund Advice** recommendations.

Under **Fund Advice,** a model advice portfolio will be recommended to you based on your financial situation, time horizon and other personal and financial information that you have provided to ICMA-RC. Your financial situation incorporates information about your income and assets; your investment time horizon reflects when you may need access to assets in your Account(s).

In determining an appropriate target asset mix for your Account(s) under **Fund Advice,** ICMA-RC also considers all non-ICMA-RC retirement assets you have provided to ICMA-RC. While ICMA-RC will not provide investment advice on these assets, they will be taken into consideration in providing your investment advice. For example, if your other assets are invested more in equity, the assets in your Account(s) may be invested more conservatively. Conversely, if your other assets are invested more in cash or bonds or if you have provided information on a pension/defined benefit plan, the assets in your Account(s) may be invested more aggressively.

Under **Fund Advice,** you are responsible for the accuracy and completeness of the information provided to ICMA-RC. You understand that we will rely on this information in making fund specific recommendations. Again, you are responsible for implementing any advice or fund specific recommendation using the ordinary means available to your Account(s) (i.e., transfer of account balances), and for subsequent monitoring or review of the Account(s) and of the information utilized in arriving at the Fund Advice recommendations and that you remain responsible for making any future or further changes to your Account(s) investment allocations. In addition, you remain responsible for implementing any recommended changes to your Plan or IRA savings rates.

Managed Accounts is a discretionary asset allocation and management service that invests assets in one of a number of model advice portfolios created by the IFE based on the Eligible Investment Options and selected according to the investment methodology utilized by the IFE. Once you enroll, ICMA-RC will manage eligible assets, including future contributions, in your Account on a discretionary basis, and you will not be able to make any exchanges of such eligible assets among investment options within the Account(s) or otherwise direct or further restrict the management of assets while enrolled in **Managed Accounts.** Eligible assets in your Account(s) will be allocated to a portfolio of investment options managed in accordance with an IFE-recommended model advice portfolio. When appropriate, eligible assets in your Account(s) will be reallocated among various investment options chosen from the universe of Eligible Investment Options.

In exercising our discretion under this Agreement, ICMA-RC may take any and all actions necessary to allocate, reallocate or rebalance investments in your Account(s) in accordance with the model advice portfolio recommendations of the IFE and may execute such instruments, orders or agreements as may be necessary or proper in connection with providing advice to the Account(s).

Under **Managed Accounts,** you will be assigned to a model advice portfolio based on your financial situation, time horizon and other personal and financial information that you have provided to ICMA-RC. Your financial situation incorporates information about your income and assets; your investment time horizon reflects when you may need access to assets in your Account(s). In determining an appropriate target asset mix for your Account(s), either when you initially elect **Managed Accounts** or during a quarterly review of your Account(s), **Managed Accounts** also considers all non-managed retirement assets you have provided to ICMA-RC. While these assets are not managed by ICMA-RC, they will be taken into consideration in managing your Account(s). For example, if your other assets are invested more in equity, your Account(s) assets may be invested more conservatively. Conversely, if your other assets are invested more in cash or bonds, your Account(s) assets may be invested more aggressively.

Under **Managed Accounts,** you are responsible for the accuracy and completeness of the information provided to ICMA-RC. You understand that we will rely on the information in making an initial recommendation and in the ongoing management of your Account(s). It is your responsibility to notify ICMA-RC promptly of any change that may affect the manner in which we should allocate or invest the eligible assets in your Account(s). At least annually, ICMA-RC will remind you to verify or update your personal and financial information. It is essential that your personal and financial information be kept current and accurate. Based on the information you provide, the IFE may change the target asset mix and the model advice portfolio to which **Managed Accounts** manages your Account(s). You will continue to receive all reports with respect to your Account(s) that you would receive if you were not enrolled in **Managed Accounts.**

Under **Managed Accounts,** you remain responsible for implementing any recommended changes to Plan or IRA savings rates. In addition, you should notify ICMA-RC of any savings rate changes.

ALTERNATE PORTFOLIO SELECTION

You acknowledge that if you are enrolled in **Managed Accounts** and personally select an alternate model advice portfolio as opposed to the model advice portfolio recommended by **Managed Accounts,** you will remain in this alternate portfolio until you instruct us otherwise. As a participant in **Managed Accounts,** we will continue to monitor and rebalance your chosen alternate portfolio. However, selection of an alternative portfolio may decrease the likelihood of achieving your retirement goals as calculated by Morningstar Investment Management. We will also communicate our recommended model advice portfolio at least annually.

YOUR RESPONSIBILITIES

You are responsible for providing correct and complete information to ICMA-RC, and under **Managed Accounts,** for notifying ICMA-RC of any change that affects your participation. This includes any event or change in circumstances that may impact your investment time horizon or financial situation. For example, you should inform ICMA-RC of any:

- Change to your employment status or annual income;
- Change in your contribution rate;
- Change to your desired retirement age;
- Other events that may cause a re-evaluation of target asset mix and model advice portfolio assignment.

INVESTMENT APPROACH

In creating model advice portfolios, Morningstar Investment Management uses a quantitative approach to determine Eligible Investment Options that have demonstrated, over time, consistency in risk characteristics and security selection capabilities. The investment options eligible for inclusion in the recommended asset allocation and fund specific advice are limited to only Eligible Investment Options.

Morningstar Investment Management follows a three-step approach to create a model advice portfolio from all your eligible investment options.

Analyze Investments: Morningstar Investment Management performs investment analysis to narrow the universe of investment options to form a select list of investments. They apply returns-based style analysis to monitor historical performance and estimate style exposure. Rigorous quantitative analysis is then used to validate the selected list of investment options.

Construct Portfolio: Once the investment options are analyzed, Morningstar Investment Management determines the appropriate combination of investment options. This approach, which includes a proprietary alpha-tracking error optimization, can incorporate a balanced core group of investments combined with select active investments to create a portfolio that is unique and goal-specific. By using alpha, tracking error and investment styles, an optimal mix of investment options is determined and the target strategic asset allocations are implemented.

Monitor Portfolio: Finally, Morningstar Investment Management monitors and reviews each model advice portfolio to ensure that it stays in line with its stated strategic asset allocation target and continues to meet Morningstar Investment Management's investment criteria.

TERMS AND CONDITIONS

Binding Agreement. This is a legal and binding Agreement governing your use of **Fund Advice,** a "point-in-time" investment advisory service or **Managed Accounts,** a discretionary asset allocation investment advisory service provided by ICMA-RC with the IFE services of Morningstar Investment Management.

Scope of Managed Accounts. **Managed Accounts** will provide asset allocation and rebalancing of all eligible assets in your Account(s), including future contributions, on a discretionary basis. You will not be able to make any exchanges of eligible assets among investment options within the Account(s) or otherwise direct or further restrict the management of those assets while enrolled in **Managed Accounts.**

Eligibility. To be eligible to participate in **Fund Advice** or **Managed Accounts,** you must be enrolled in an eligible ICMA-RC administered 457(b), 401(a), 401(k) Plan, or the Vantagepoint IRA.

Under Managed Accounts or Fund Advice, if you are subject to any imposed frequent trading restrictions, you are not eligible to participate in **Managed Accounts** or **Fund Advice**. You are eligible to enroll in **Managed Accounts** or **Fund Advice** at any time, except as may be restricted by your Plan for your Plan account. However, if you previously terminated participation in **Managed Accounts** with respect to any account with ICMA-RC, you must wait at least until the next calendar quarter before re-enrolling in **Managed Accounts** for any account with ICMA-RC and may not enroll more than two times in any 12-month period. If you hold non-traditional investment options that cannot be purchased or sold without restriction through your Plan (such as self-directed brokerage assets or assets in Certificates of Deposit) or if you hold assets in a VantageBroker IRA account, these investments are ineligible for management by ICMA-RC, but will be taken into consideration by **Managed Accounts** when determining your asset allocation portfolio.

Accuracy of Information. You are responsible for the accuracy and completeness of the information provided to ICMA-RC for the initial recommendation and under **Managed Accounts,** for the ongoing management of your Account(s). Under **Managed Accounts,** it is your responsibility to notify ICMA-RC promptly of any change that may affect the manner in which we should allocate or invest the eligible assets in your Account(s).

Eligible Investment Options.

For Retirement Plans: The investment options eligible for inclusion in **Fund Advice** or **Managed Accounts** are limited to those chosen for your Plan by your employer sponsoring your Plan, or the Plan's named fiduciary, and that can be purchased and sold without restriction by you within your Plan.

The IFE may recommend that a portion of your assets be invested in the VT Retirement IncomeAdvantage Fund, a VantageTrust Fund that invests in a separate account under a group variable annuity issued by a third-party insurance company. A Guarantee Fee of 1.00% is assessed by the third-party insurance company for the VT Retirement IncomeAdvantage Fund guarantees and is included along with other fund fees and expenses in the VT Retirement IncomeAdvantage Fund's net expense ratio. Guarantees are based on the claims-paying ability of the third-party insurance company. These guarantees are also subject to certain limitations, terms, and conditions. Your rights to these guarantees may be impacted if (1) you make any transfers, exchanges or withdrawals from the Fund (other than guaranteed withdrawals after you lock-in), (2) your Plan Sponsor switches retirement plan providers or removes the VT Retirement IncomeAdvantage Fund from the plan lineup, or (3) the VT

Retirement IncomeAdvantage Fund or the group annuity contract in which it invests is terminated. For additional information about the VT Retirement IncomeAdvantage Fund, please review these three documents: 1) *VT Retirement IncomeAdvantage Fund Important Considerations*, 2) *Making Sound Investment Decisions - A Retirement Investment Guide*, and 3) *Retirement Investment Guide - Additional Information*. These documents are available online via Account Access (www.icmarc.org) or by contacting ICMA-RC Investor Services at 1-800-669-7400.

For IRA Owners: The investment options eligible for inclusion in **Fund Advice** or **Managed Accounts** are those permitted by the Vantagepoint IRA. You should know that while ICMA-RC selects the investment options for the Vantagepoint IRA, ICMA-RC does not select those options in the capacity of a fiduciary for your IRA account or for the Vantagepoint IRA. When making the Vantagepoint IRA investment options available to IRA owners, ICMA-RC is in no way recommending the selection of any particular investment option for inclusion in **Fund Advice** or **Managed Accounts.** The decision to include a particular investment option in **Fund Advice** or **Managed Accounts** and whether such fund will be part of a model advice portfolio is made by Morningstar Investment Management as the IFE.

Custody. For **Managed Accounts,** the assets in the Account(s) shall be held in your name at a "qualified custodian" ("Custodian"), as defined by Rule 206(4)-2 under the Investment Advisers Act of 1940, as amended ("Advisers Act"). ICMA-RC will open a custodial account on your behalf with the Custodian, and you will receive written notice of the name and address of the Custodian upon enrollment in **Managed Accounts.** You understand that the Custodian will, at a minimum, provide you with quarterly statements with respect to the Account(s). Statements shall include the securities and cash, if any, in the Account(s) at the end of the applicable period and all transactions in the Account(s) during that period. You further understand that ICMA-RC will not be liable for any act or omission of the Custodian. Nothing in this Section shall prohibit ICMA-RC from directly billing the Account(s) for fees incurred under this Agreement in accordance with Advisers Act Rule 206(4)-2, or other applicable law.

Fund Advice Annual Fee. An annual standard fee of $20 will be charged to your Account(s) for participating in **Fund Advice.** You understand that the **Fund Advice** fee does not cover any other fees or expenses associated with your Account(s). For retirement plan accounts, the actual fee you are charged depends on the Plan you participate in and may be lower than $20 but not higher. The fixed annual fee will be charged to your Account(s) following enrollment and will entitle you to use the service for a twelve-month period. For each succeeding twelve-month period for which the **Fund Advice** service is initiated or continued, you will be required to pay the annual fee in order to continue receiving the service. If this fee is not paid, the contract terminates automatically and a new contract must be entered into in order to re-access **Fund Advice.**

Managed Accounts Advisory Fee. An annual advisory fee will be charged to your Account(s) based on a percentage of the average daily balance of eligible assets in your Account(s). The advisory fee will be charged to cover ongoing management of the eligible assets in your Account(s), the communications ICMA-RC sends to keep you informed about your Account(s), and the related service you receive. The fee is payable in arrears in monthly increments as of the last day of each calendar month. In the event your participation in **Managed Accounts** terminates before the end of the month, the fee will be prorated based on the number of days the Account(s) was managed during the calendar month, unless ICMA-RC chooses to waive the fee for that period.

You will have six calendar days after enrolling in **Managed Accounts** to terminate the service without incurring the Managed Accounts fee.

The **Managed Accounts** fee will be calculated as a percentage of the Accounts(s)' value and applied to the Accounts(s) as a fixed dollar amount. If you receive **Managed Accounts** advice on multiple accounts, account balances for all accounts enrolled in **Managed Accounts** are aggregated for the purpose of calculating fees. The standard **Managed Accounts** fee schedule is:

Account Balance	Annual Fee
First $100,000	0.40%
Next $100,000	0.35%
Next $300,000	0.25%
Over $500,000	0.00% (no additional fee charged)

For retirement plan accounts, the actual fee you are charged depends on the Plan(s) you participate in and may be lower then what is listed above. An example of the Managed Accounts fee charged under the standard schedule is as follows: if your Accounts(s) balance is $500,000, the first $100,000 will be charged a fee of 0.40%, the next $100,000 will be charged a fee of 0.35%, and the next $300,000 will be charged a fee of 0.25%. Any assets over $500,000 would be charged a fee of 0.00% (no additional fee charged).

The **Managed Accounts** fee will be deducted pro-rata against all investments in any Account(s) included in **Managed Accounts** and will be assessed on a pro-rata basis among your eligible investments. This Agreement constitutes authorization for the Custodian to pay fees to ICMA-RC directly from the Account(s), in accordance with Advisers Act Rule 206(4)-2. The fee will be deducted directly from your Account(s) and will be reflected as a fee charge on your quarterly statement.

Certain Eligible Investment Options may charge a redemption fee on specific transactions. Transactions initiated under **Managed Accounts** may result in such redemption fees being charged to you. Any applicable redemption fees will be deducted directly from your Account(s).

You understand that the **Managed Accounts** fee covers only our advisory fee for allocating and reallocating assets in your Account(s) and does not cover any other fees or expenses associated with your Account(s).

Risks of Investing. Investments in your retirement savings Account(s) are subject to the risks associated with investing in mutual funds and other securities, and will not always be profitable. Although each Eligible Investment Option is subject to a degree of risk that could affect their performance, certain investment options entail additional risk specific to their asset class. For example, high yield bond investments are subject to increased risk of default, compared to higher rated securities. Foreign investments are subject to greater risks of currency fluctuations and political uncertainty. Equity securities of companies with relatively small market capitalization may be more volatile than securities of larger, more established companies. Specialty funds invest in a limited number of companies and are generally non-diversified.

The advice provided under **Fund Advice** or **Managed Accounts** does not take into account your personal risk tolerance with respect to your investment objectives. Moreover, the Morningstar Investment Management process used to generate the advice under **Fund Advice** or **Managed Accounts** may involve investment risk that exceeds your acceptable risk tolerance level.

For retirement plan accounts, you agree to release, hold harmless and indemnify your sponsoring employer or other sponsoring entity, from and against any and all liability, loss, cost or expense arising out of any action or decision you make in reliance upon information provided through **Fund Advice** or allocations made through **Managed Accounts.** ICMA-RC does not guarantee the results or timing of any recommendations, or that the objectives of the funds or your Account(s) will be met. Except as otherwise required by law, ICMA-RC will not be liable for:

- Any loss resulting from following your instructions or using inaccurate, outdated or incomplete information you provide;
- Any act or failure to act by a fund or any of its agents or any other third party; and
- Any loss in the market value of your Account(s), except for losses resulting from our breach of fiduciary duty, bad faith, or gross negligence.

However, nothing in this Agreement shall constitute a waiver of, or limitation on, any rights you have under federal and state laws to the extent such rights may not be waived or limited.

Changes in Managed Accounts

For Retirement Plan Accounts, Managed Accounts has been made available for you to invest your eligible Plan assets under arrangements with your employer sponsoring your Plan or the Plan's named fiduciary, including an investment management services agreement between your employer sponsoring your Plan or the Plan's named fiduciary and ICMA-RC. The employer sponsoring your Plan or the Plan's named fiduciary may modify or terminate this arrangement at any time. See Termination, below, for more details. **Managed Accounts** and the terms under which it is made available to you are subject to material change only by agreement between your employer sponsoring your Plan or the Plan's named fiduciary and ICMA-RC.

For Vantagepoint IRA Owners. Changes to the terms and conditions of **Managed Accounts** may be made by ICMA-RC. You will be provided thirty (30) days notice of any change in the terms and conditions of the service. See Termination, below, for additional details.

Account Activity and Timing. Under **Managed Accounts,** ICMA-RC will manage the eligible assets in your Account(s) so that they generally align with the appropriate model advice portfolio. Due to activity you may initiate, such as loans, withdrawals and market activity in the Account(s), your investments may deviate from the associated model advice portfolio. Quarterly, or as you notify ICMA-RC of changes to your personal and financial information, Morningstar Investment Management re-examines the model advice portfolio to determine if a reallocation to a different model advice portfolio is needed. If a new model advice portfolio is needed, your Account(s) assets will be reallocated and rebalanced to the new model's target asset allocation.

Quarterly, assuming a new model advice portfolio is not needed, Morningstar Investment Management reviews the allocation of your current Account to determine if any fund deviates from the recommended model advice portfolio by more than a pre-specified minimum percentage, which would at no time be greater than 3%. If it does, ICMA-RC will transfer assets among the currently designated funds to ensure your Account remains consistent with the target allocation of the model advice portfolio

During the time you are enrolled in **Managed Accounts,** you are prohibited from initiating exchanges of eligible assets and directing how new contributions are allocated in your Account(s).

For retirement plan accounts, in-service distributions, withdrawals, and loans will be satisfied according to Plan rules, and may temporarily impact our ability to closely track the model advice portfolio. Transfers to an alternate payee pursuant to a qualified domestic relations order ("QDRO") will be governed by court order and Plan rules, but such a transfer will immediately terminate our obligation to manage the portion of the Account(s) transferred, unless the alternate payee is eligible and separately elects to participate in **Managed Accounts.** On rare occasions due to: market conditions, such as fund closure, system availability, fund restrictions, Plan rules, Plan sponsor action, or other circumstances ICMA-RC may be prevented or delayed from processing transactions in accordance with your direction or the direction of **Managed Accounts.** Certain Plan rules or restrictions may not be applicable while you are enrolled in **Managed Accounts.** We, our affiliates, the Plan, and your employer sponsoring the plan will not be responsible for any losses, damages, or missed price opportunities in these circumstances. As we manage the eligible assets in your Account(s), we will consider the effect of any corrections applied to your Account(s), but we will not attempt to make any retroactive changes to management decisions that were previously made.

Any pending fund transfer requests and pending future contribution allocation requests you may have initiated will be cancelled upon your enrollment in **Managed Accounts.**

All rollover or transfer assets or maturing Certificates of Deposit will be allocated according to the contribution allocation assigned to your Account(s) under **Managed Accounts.**

Termination. You may choose to terminate your participation in **Managed Accounts** at any time, with no additional charge. Advisory fee charges will be prorated based on the number of days your Account(s) was managed during the month unless waived. Your termination election will be effective upon confirmation of receipt of your termination request. Participation in **Managed Accounts** will terminate automatically: (i) if you initiate a fund transfer or asset reallocation while in **Managed Accounts**; or (ii) for that portion of your Account(s) transferred to an alternate payee pursuant to a QDRO. Upon notification of your death, participation will also terminate and your Account(s) will remain in the then-current investments until alternate direction from an authorized party is provided. Termination will not affect: (i) the validity of any action previously taken, (ii) any liabilities or obligations for transactions initiated before termination, and (iii) our right to charge and retain fees for services rendered. We will have no obligation to recommend or take any action with regard to assets in your Account(s) after termination of **Managed Accounts**.

Reports. You will receive confirmations of all transactions in your Account(s). In addition, you will receive quarterly statements consisting of all activity in the Account(s), all fees and expenses, and the beginning and ending value of the Account(s) for the period.

Shareholder and Other Rights. You are responsible for exercising any applicable shareholder and other rights with respect to investment options in your Account(s). ICMA¬RC will not exercise any shareholder rights on your behalf unless required by law. ICMA-RC will not advise you on the voting of proxies for fund shares held in your Account(s). In addition, ICMA-RC will not advise you on legal proceedings, including bankruptcies and class actions, involving investment options.

Additional Information and Acknowledgements. **Fund Advice** and **Managed Accounts** rely on historical performance and other data all of which have limitations. Past performance of investments is no guarantee of future results. **Fund Advice** and **Managed Accounts** depend upon a number of factors, including the information you provide, various assumptions, and estimates, and other considerations. As a result, the forecast developed, and the analysis and actions taken by ICMA-RC are not guarantees that you will achieve your retirement goals. You acknowledge that we are basing our actions with respect to your Account(s) on the information you provide to us, and agree that if you participate in **Managed Accounts** you will provide updated personal and financial information as necessary. We shall not be liable to you for any misstatement or omission contained in personal and financial information or any loss, liability, claim damage or expense whatsoever arising out of or attributable to such misstatement or omission. Some of the information provided in conjunction with **Fund Advice** and **Managed Accounts** is provided by independent third parties and not by ICMA-RC or its IFE. We do not make any guarantees or warranties, express or implied, as to the accuracy, timeliness or completeness of such information. You understand and agree that **Fund Advice** and **Managed Accounts** do not recommend investments with respect to any individual stocks or bonds, other than shares or units of Eligible Investment Options and also may not consider all investment alternatives available under your Plan or through the Vantagepoint IRA, either with the understanding of your employer sponsoring your plan or because either ICMA-RC or its IFE has determined that adequate data does not exist for us to appropriately consider such alternatives.

You understand that our providing **Fund Advice** or **Managed Accounts** should not be considered to be our approval or endorsement of the available alternatives in your Plan or in the Vantagepoint IRA.

You further understand that we provide advisory services and manage accounts for other investors, including: participants in your Plan, participants in other plans, Vantagepoint IRA owners, and other investors. The advisory services, advice or actions we take or provide to such other individuals and entities may differ from those provided to you. We are not obligated to recommend or disclose to you any investment recommendations or actions we provide or take on behalf of such other individuals or entities.

Eligible Participants. **Fund Advice** and **Managed Accounts** are offered only to persons residing in the United States and nothing herein shall be construed as an offer of this service in other jurisdictions.

Non-Solicitation. No part of **Fund Advice** or **Managed Accounts** should be construed as an offer to sell or buy the securities mentioned. The advice provided reflects the deduction of taxes based on the information we know about you. It is not intended to provide legal, accounting or tax advice and should not be relied upon in that regard. If desired, you should obtain advice specific to your circumstances from your own legal, accounting, or tax advisors.

Interest in Client Transactions. **Fund Advice** and **Managed Accounts** may recommend mutual funds or other investments available under your Plan or through the Vantagepoint IRA, some or all of which may be managed by ICMA-RC or an affiliate, or with respect to which ICMA-RC or one of its affiliates receives administrative or record keeping fees. When investing in any investment alternatives or any other security whether through **Fund Advice** or **Managed Accounts** or otherwise, please obtain and read a copy of the current prospectus or other available descriptions of the investment alternative, which contains more complete information, including sales charges and expenses.

Personal Information. The use and storage of any information including, without limitation, your account number, password, identification, portfolio information, account balances and any other information available on your personal computer is your sole risk and responsibility. You are responsible for providing and maintaining the communications and equipment (including personal computers and modems) and telephone or alternative services required for accessing and utilizing electronic or automated services, and for all communications service fees and charges incurred by you in accessing these services. For retirement plan accounts only: You consent to the sharing of personal data about you with any of your employers, Plans, administrators, record keepers, custodians or other person necessary for us to provide **Fund Advice** or **Managed Accounts** to you.

Agreement to Arbitrate. You acknowledge and agree that any controversy or claim arising out of or relating to this Agreement or the breach thereof, or relating to ICMA-RC's investment advisory business, as described herein, shall be submitted to arbitration administered by the American Arbitration Association. Arbitration is final and binding on the parties and judgment on the award rendered by the arbitrator(s) may be entered in any court having jurisdiction thereof. Arbitration must be commenced by service upon the other party of a written demand for arbitration or a written notice of intention to arbitrate. By agreeing to this arbitration agreement, you do not waive any rights you may have under any applicable state and federal securities laws.

In agreeing to arbitration, you understand that:

- Arbitration is final and binding on the parties
- The parties are waiving their right to seek remedies in court, including the right to jury trial
- Pre-arbitration discovery is generally more limited than and different from court procedures
- The arbitrator's award is not required to include factual findings or legal reasoning and any party's right to appear or to seek modifications of rulings by the arbitrator is strictly limited
- Where more than one arbitrator is appointed, the panel of arbitrators typically may include a minority of arbitrators who are or were affiliated with the securities industry
- Fees, costs and expenses in connection with an arbitration shall be paid by customer

The arbitration shall be conducted in Washington, DC, pursuant to the Commercial Arbitration Form Rules of the American Arbitration Association, then in effect, and may occur before a panel of one or three arbitrators in accordance with the rules of the organization administering the arbitration.

Rights Under ERISA and Advisers Act. Nothing in this Agreement should be construed to mean you are waiving any rights to which you are statutorily qualified under the Employee Retirement Income Security Act of 1974, as amended ("ERISA") or the Advisers Act. The federal securities laws and ERISA impose liabilities under certain circumstances on persons who act in good faith; thus, nothing in this Agreement shall in any way constitute a waiver or limitation on any rights which the undersigned may have under federal securities laws or ERISA.

Governing Law. This Agreement shall be governed by the Advisers Act, to the extent applicable, by ERISA, and to the extent not preempted, by the laws of the State of Delaware, without giving effect to the choice of law provisions contained therein.

Contact and Communications. Any notices required or desired to be sent to ICMA-RC may be delivered in person, by registered or certified U.S. mail, postage paid, return receipt requested, overnight courier or confirmed facsimile to Legal Department, ICMA Retirement Corporation, 777 North Capitol Street, N.E., Suite 600, Washington, D.C., 20002-4240. You understand and agree that, for our mutual protection, we may monitor any or all your communications with us, including keeping copies of all written correspondence and e-mails. Any notices or materials required or desired to be sent to you shall be sent to your most recent address received by ICMA-RC until such time as ICMA-RC receives an amended address.

Extraordinary Events. We shall not be liable for loss caused directly or indirectly by government restrictions, exchange or market rulings, suspension of trading, war, strikes, pandemic flu or other conditions beyond our control. We shall not be responsible for damages caused by equipment failure, communications line failure, unauthorized access, theft, systems failure, and other occurrences beyond our control.

Additional Provisions. You agree not to assign this Agreement, and we agree not to assign this Agreement (within the meaning of the Advisers Act) without your consent. If any provision or condition of this Agreement shall be held to be invalid or unenforceable by any court or regulatory or self-regulatory agency or body, such invalidity or unenforceability shall attach only to such provision or condition.

The validity of the remaining provisions and conditions shall not be affected thereby and this Agreement shall be carried out as if any such invalid or unenforceable provision or condition were not contained herein.

Form ADV Part 2A. Part 2A of ICMA-RC's Form ADV ("Brochure"), contains additional information about ICMA-RC and our advisory services and is available on our web site at www.icmarc.org, on the SEC's web site at www.sec.gov, or by contacting ICMA-RC Investor Services at 800-669-7400. By entering into this Agreement, you represent that you have received and reviewed a copy of the Brochure.

PRIVACY

Protection of Nonpublic Personal Information. ICMA-RC is subject to various privacy requirements for the protection of its clients under the Gramm-Leach-Bliley Act ("GLBA") and regulations promulgated pursuant to GLBA.

Definition of Nonpublic Personal Information. Nonpublic personal information of customers or consumers ("NPI") includes, but is not limited to, names, addresses, account balances, account numbers, account activity, Social Security numbers, taxpayer identification numbers, and sensitive financial and health information. NPI includes information on our forms or in a database of any kind, information created by us, information collected by or on behalf of us and personally identifiable information derived from NPI.

Disclosure and Use of NPI. All NPI that ICMA-RC obtains as a result of offering these services to you shall not be used, disclosed, reused, or redisclosed to any unaffiliated third party, except to carry out the purposes for which the information was disclosed.

ICMA-RC shall be permitted to disclose relevant aspects of the NPI to its officers, agents, subcontractors, employees, and the IFE only to the extent that such disclosure is reasonably necessary for the performance of its duties and obligations under the Agreement.

The obligations of this Section shall not restrict any disclosure by ICMA-RC pursuant to any applicable state or federal laws or regulations, or by request or order of any court or government agency.

Security of NPI. ICMA-RC further agrees that it has established and maintains policies and procedures designed to ensure the confidentiality and security of NPI. This shall include procedures to protect against anticipated threats or hazards to the security or integrity of the information and unauthorized access to or use of the information.

ACCEPTANCE

You acknowledge that by enrolling in either Fund Advice or Managed Accounts you have read and understand: 1) the Fund Advice annual fee and the Managed Accounts advisory fees explained in this Agreement; 2) the possibility of allocation to the VT Retirement IncomeAdvantage Fund explained in this agreement; 3) ICMA-RC's Brochure (Form ADV Part 2A) further describing Managed Accounts and Fund Advice; and 4) this Agreement.

Further, your use of the Fund Advice or Managed Accounts services will signify your consent to be bound by all the terms and conditions stated in this Agreement.

Under **Managed Accounts,** a confirmation package will be generated following receipt in good order of all necessary documentation. This package will confirm your personal and financial information, and it will provide the results of your wealth forecast and the investment advice pertaining to it.

BUILDING PUBLIC SECTOR
RETIREMENT SECURITY

ICMA RETIREMENT CORPORATION
777 NORTH CAPITOL STREET, NE
WASHINGTON, DC 20002
800-669-7400
WWW.ICMARC.ORG

BRC000-168-25546-0815-7861-497

REVISED 1/2016

Part 2A of Form ADV: Firm *Brochure*

For Guided Pathways® and Retirement Readiness Reports
Advisory Services

March 31, 2017

ICMA Retirement Corporation

777 North Capitol Street, N.E.
Washington, DC 20002-4240
800-669-7400
www.icmarc.org

This brochure provides information about the qualifications and business practices of ICMA Retirement Corporation ("ICMA-RC"). If you have any questions about the contents of this brochure, please contact us at 800-669-7400. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission ("SEC") or by any state securities authority.

Additional information about ICMA-RC also is available on the SEC's website at www.adviserinfo.sec.gov

Item 2 Material Changes

No material changes since the March 30, 2016 amendment to this brochure.

Item 3 Table of Contents

Item 4 Advisory Business

ICMA-RC is a Delaware non-profit corporation established in 1972 to assist state and local governments and their agencies and instrumentalities ("Plan Sponsors") in the establishment and maintenance of deferred compensation and qualified retirement plans ("Retirement Plans") for their public sector employees. ICMA-RC offers a full range of retirement plan administration services to Plan Sponsors, including administration, recordkeeping, and education services. ICMA-RC has been an SEC registered investment adviser since 1983 and provides a number of different investment advisory services, including the following:

Guided Pathways Advisory Services

Since March 2007, ICMA-RC has offered educational and advisory services to Retirement Plan participants enrolled in Guided Pathways Advisory Services. In March 2013, ICMA-RC began offering Guided Pathways Advisory Services to investors in the

Vantagepoint IRA administered by ICMA-RC (Vantagepoint IRA investors and Retirement Plan participants referred to collectively as, "Participants"). Guided Pathways Advisory Services include:

Managed Accounts – discretionary, on-going investment management for allocation of invested assets among mutual funds and other pooled investment vehicles available within an ICMA-RC administered Retirement Plan or Vantagepoint IRA;

Fund Advice – nondiscretionary, point-in-time, individualized fund specific investment portfolio recommendations to Participants looking for help in selecting specific fund investments for their accounts from among the investment options made available through their Retirement Plan or the Vantagepoint IRA; and

Asset Class Guidance – nondiscretionary, point-in-time, individualized asset allocation recommendations for Participants looking for assistance in selecting Retirement Plan or Vantagepoint IRA investments at the asset class level such as large-cap, small cap or international equities. Asset Class Guidance does not provide advice on specific investment options.

Fund Advice and Asset Class Guidance are generally available to Participants in Retirement Plans administered by ICMA-RC, unless expressly prohibited by the Retirement Plan sponsor. For Managed Accounts, the Plan Sponsor must expressly adopt that service before it is made available to the Retirement Plan's participants. Unlike Fund Advice and Managed Accounts, Asset Class Guidance is provided to Participants at no cost and is for educational purposes only. Asset Class Guidance is not intended to be investment advice or serve as the sole or primary basis for a Participant's investment decisions.

ICMA-RC delivers Guided Pathways Advisory Services via a combination of online, mail, and telephone media as well as in-person meetings. Individual ICMA-RC associates with Series 65 licenses deliver or facilitate the delivery of the Guided Pathways Advisory Services to the investor.

As part of Guided Pathways Advisory Services, ICMA-RC has entered into a contract with Morningstar Investment Management LLC ("Morningstar Investment Management") to serve as the Independent Financial Expert ("IFE"). Morningstar Investment Management is an SEC registered investment adviser and wholly owned subsidiary of Morningstar, Inc. In its role as IFE, Morningstar Investment Management first develops overall asset class allocation models. It then develops a fund-specific investment portfolio for each of the asset class allocation models. For Retirement Plan participants, the investment options eligible for inclusion in the portfolios are limited to only those funds chosen for the Retirement Plan by the Plan Sponsor. For Vantagepoint IRA investors, the investment options eligible for inclusion in the portfolios are limited to those funds permitted by the Vantagepoint IRA.

For Participants who select Managed Accounts discretionary management, Morningstar Investment Management determines the fund-specific investment portfolio that it determines is most appropriate based on the Participant's financial situation, investment time horizon, sustainable retirement income, and other relevant factors. ICMA-RC then allocates the assets of the Participant's account in accordance with the Morningstar Investment Management recommended portfolio. Quarterly, or as a Participant notifies ICMA-RC of changes to his or her personal and financial information, Morningstar Investment Management re-examines the investment portfolio to determine if a reallocation to a different investment portfolio is needed. If a new investment portfolio is needed, the Participant's assets will be reallocated and rebalanced to the new target asset allocation.

For those opting for the nondiscretionary Fund Advice, Morningstar Investment Management recommends the appropriate fund-specific investment portfolio, ICMA-RC delivers the recommendation to the Participants, and Participants choose whether to implement the recommendation.

For Asset Class Guidance, Morningstar Investment Management recommends the appropriate asset class allocation model, ICMA-RC delivers the recommendation to the Participants, and Participants choose: (1) whether to implement the recommended asset class allocation model; and (2) which specific investment options to populate the recommended asset classes.

Under the Guided Pathways Advisory Services, Morningstar Investment Management's recommendations are based on a Participant's financial situation, investment time horizon, sustainable retirement income, and other personal and financial information provided to ICMA-RC by the Plan Sponsor or Participant. "Financial situation" incorporates information about Participants' income and assets, and "investment time horizon" reflects when Participants expect to begin withdrawing assets from their account.

Morningstar Investment Management employs Monte Carlo simulations to determine the likely annual retirement income that a participant will be able to sustain, through depletion of retirement savings, over a period greater than normal life expectancy. Morningstar Investment Management provides a recommended withdrawal plan designed to optimize the tax efficiency of withdrawals from each available income source.

In determining an appropriate target asset mix for retirement accounts in Guided Pathways Advisory Services, Morningstar Investment Management also considers information about all non-Retirement Plan assets of the Participant that has been provided to ICMA-RC. While ICMA-RC will not provide investment advice with respect to assets outside of a Retirement Plan or Vantagepoint IRA, Morningstar Investment Management will take those outside assets into consideration in the advice process. For example, if the outside assets are invested more in equity, Morningstar Investment Management may recommend a more conservative investment portfolio. Conversely, if the outside assets are invested more in cash or bonds or if information is provided on a pension/defined benefit plan, Morningstar Investment Management may recommend a more aggressive investment portfolio.

Under Asset Class Guidance and Fund Advice, Participants may elect to implement some or all of the advice provided, including electing to not invest in certain asset classes or specific funds. Under the discretionary Managed Accounts service, Participants may select an alternate investment portfolio as opposed to the recommended investment portfolio, and will remain in this alternate portfolio until they instruct ICMA-RC otherwise. When an account is allocated in accordance with an alternate portfolio selected by the Participant, Morningstar Investment Management will continue to rebalance the account to align it with the alternate portfolio; however, Morningstar Investment Management will not reallocate the account to a different portfolio, even if the Participant notifies ICMA-RC of changes to his or her personal or financial information. Selection of an alternate portfolio may decrease the likelihood of achieving the Participant's retirement goals as calculated by Morningstar Investment Management.

The investment advice and asset allocation guidance provided under Guided Pathways Advisory Services does not take into account nor does it make any assumption related to a Participant's personal risk tolerance with respect to their investment objectives. As a result, the forecast and recommendations may involve investment risk that exceeds a Participant's acceptable risk tolerance level.

As of December 31, 2016, ICMA-RC managed $1,529,199,268 under the discretionary Managed Accounts service. ICMA-RC does not manage Managed Accounts client assets on a non-discretionary basis. As of December 31, 2016 accounts with a total of $44,379,126 were enrolled in the non-discretionary Fund Advice service.

Retirement Readiness Reports

As an added feature of the Guided Pathways Advisory Services platform, and at the request of a Plan Sponsor, ICMA-RC may provide Retirement Readiness Reports ("Reports") to full-time employees of a Plan Sponsor (both existing Retirement Plan participants and non-participant employees). These Reports include: (1) a forecast of the individual employee's income at retirement in relation to a retirement income objective provided by the Plan Sponsor; (2) a set of recommendations (including potential changes in savings rate) to help the employee reach this retirement income objective; and (3) an asset allocation and fund specific recommendations based on certain employee specific data and available investment options in the Retirement Plan. ICMA-RC has engaged Morningstar Investment Management to generate the investment recommendations in the Reports. Morningstar Investment Management uses the same investment methodologies and software to generate the Reports that it uses for the Guided Pathways Advisory Services program described above.

Once a Plan Sponsor requests a Report, it is generated based on Plan Sponsor-provided personal and financial status information and assumptions (e.g., target annual retirement income and retirement age) for each employee. If any of the information or assumptions are inaccurate, an employee should not rely on the recommendations provided in the Report. Existing Retirement Plan participants may contact ICMA-RC to correct any information that is inaccurate or does not apply to their personal situation or to provide additional information not depicted in the Report.

Employees may or may not elect to implement some or all of the advice provided, including electing to not invest in certain asset classes or specific funds.

Item 5 Fees and Compensation

Guided Pathways Advisory Services

Managed Accounts – Participants who enroll in Managed Accounts are assessed an asset based fee that is charged on a monthly basis. Managed Accounts fees are calculated as a percentage of the average daily account value at the end of each month. For Retirement Plan participants, the standard Managed Accounts Fee Schedule may be waived or discounted by agreement with the Plan Sponsor. However, the fees for Managed Accounts services are non-negotiable at the Participant level.

For Participants receiving Managed Accounts advice on multiple accounts, the asset based fee is calculated based on the aggregate account balances for all accounts the Participant has enrolled in Managed Accounts. The standard Managed Accounts Fee Schedule is shown below:

Account Balance	Annual Fee
First $100,000	0.40%
Next $100,000	0.35%
Next $300,000	0.25%
Over $500,000	0.00% (no additional fee charged)

On a monthly basis, the Managed Accounts Fee will be deducted pro-rata in arrears against all investments in any account enrolled in Managed Accounts. If participation in Managed Accounts terminates before the end of any month, the fee will be based on the number of days the account was managed during the calendar month.

Fund Advice – Fund Advice is provided to Participants for a fixed annual fee of $20. The fee is charged to the account following enrollment and entitles Participants to use the service for a twelve-month period. For each succeeding twelve-month period for which the Fund Advice service is initiated or continued, Participants are required to pay the annual fee. If this fee is not paid, the Fund Advice service terminates automatically and a new contract must be entered in order to re-access Fund Advice. This fee may be waived for certain Retirement Plan participants with high account balances and/or who are enrolled in selected Retirement Plans.

Asset Class Guidance – No fee is assessed for Asset Class Guidance.

Participants that invest in the collective funds and mutual funds made available to their Retirement Plans or through the Vantagepoint IRA will indirectly bear their proportionate share of the fees and expenses that are paid at the fund level and borne by all shareholders or unit holders. These fees and expenses typically include, among others, investment advisory, transfer agent, custodial and distribution fees and portfolio brokerage costs that are paid by each fund and/or its underlying fund. The above fund fees and expenses are in addition to the advisory fees charged to Participants in the Guided Pathways Advisory Services program.

Retirement Readiness Reports

ICMA-RC does not charge recipients for their Retirement Readiness Reports. The costs for the Reports are included in the fees paid by a Retirement Plan to ICMA-RC for providing Retirement Plan recordkeeping, administrative, and educational services.

Other Compensation – Guided Pathways Advisory Services

While ICMA-RC makes available no-load funds or funds that have agreed to waive loads for Participants, ICMA-RC or one of its affiliates typically receive asset-based fees for providing investment advisory, recordkeeping, administrative and/or retirement plan administration services with respect to the funds in which Participants invest. Please see the response to Item 11, under Participation or Interest in Client Transactions, for a description of any potential conflict of interest from ICMA-RC's receipt of these fees.

Within their ICMA-RC-administered Retirement Plan accounts or Vantagepoint IRA accounts, Participants *do not* have the option to purchase funds recommended in the Guided Pathways Advisory Services program and Retirement Readiness Reports through other brokers or agents. However, Participants *do* have the option to purchase some of the funds recommended in the Guided Pathways Advisory Services program and Retirement Readiness Reports *outside of* their ICMA-RC-administered Retirement Plan or Vantagepoint IRA accounts through other brokers or agents.

Item 6 Performance-Based Fees and Side-By-Side Management

Not applicable.

Item 7 Types of Clients

Guided Pathways Advisory Services

Guided Pathways Advisory Services are available to individual participants in employer-sponsored state and local Retirement Plans administered by ICMA-RC and to Vantagepoint IRA investors. There is no minimum account size required to participate in any of the Guided Pathways Advisory Services.

While Fund Advice and Asset Class Guidance are generally available to all Retirement Plan participants, the Plan Sponsor must expressly adopt Managed Accounts before it is made available to the Retirement Plan's participants.

Retirement Readiness Reports

At the request of a Plan Sponsor, ICMA-RC may provide Retirement Readiness Reports to all full-time employees of the Plan Sponsor (both existing Retirement Plan participants and non-participants).

Item 8 Methods of Analysis, Investment Strategies and Risk of Loss

Guided Pathways Advisory Services and Retirement Readiness Reports

In making investment recommendations under Guided Pathways Advisory Services and Retirement Readiness Reports, Morningstar Investment Management first constructs asset class allocation models. These are constructed to provide a spectrum of risk/reward choices appropriate for a broad range of Participants. The allocation among asset classes is based on historic and projected returns and return patterns (standard deviations and correlations) for the asset classes.

After the asset class allocation models are established, Morningstar Investment Management then constructs fund-specific investment portfolios for each of the asset class allocation models. Morningstar Investment Management uses various quantitative criteria including style-based returns and tracking error, fund expense levels, and alpha. In addition, Morningstar Investment Management conducts a qualitative review and assessment for each fund-specific investment portfolio prior to its recommendation.

Morningstar Investment Management's investment portfolios are based on and specific to the investment options available for each Retirement Plan or the Vantagepoint IRA. Morningstar Investment Management, however, does not determine the Retirement Plan or Vantagepoint IRA investment options upon which the investment portfolios are based. For Retirement Plans, the Plan Sponsor has exclusive responsibility for selecting the Plan's investment options, and those selections are made independent of Guided Pathways Advisory Services. For the Vantagepoint IRA, ICMA-RC selects the available investment options. While ICMA-RC selects the overall investment options for the Vantagepoint IRA, it does not recommend the selection of any particular investment option for inclusion in Fund Advice or Managed Accounts.

Investments in funds recommended by Morningstar Investment Management are subject to the risks associated with investing in mutual funds, collective funds, and other securities, and will not always be profitable. Although each investment option available through the Retirement Plan or Vantagepoint IRA is subject to a degree of risk that could affect their performance, certain investment options entail additional risk specific to their asset class. For example, high yield bond investments are subject to increased risk of default, compared to higher rated securities. Foreign investments are subject to greater risks of currency fluctuations and political uncertainty. Equity securities of companies with relatively small market capitalization may be more volatile than securities of larger, more established companies. Specialty funds invest in a limited number of companies and are generally non-diversified.

Based on the information provided by the Participant, Morningstar Investment Management may recommend that a portion of the Participant's assets be invested in the VT Retirement IncomeAdvantage Fund, a VantageTrust Fund that invests in a separate account under a group variable annuity issued by a third-party insurance company. The separate account, in turn, invests in underlying collective trust funds that are subject to the risks associated with investing in those vehicles, such as stock market risk, preferred stock risk, inflation-adjusted securities risk, emerging market securities risk, interest rate risk, equity income/interest rate risk, credit risk, foreign securities risk, foreign currency risk, mid-cap securities risk, small-cap securities risk, indexing risk, U.S. government agencies securities risk, call risk, mortgage backed securities risk, asset-backed securities risk, active trading risk, derivative instruments risk, convertible securities risk and multi-manager risk.

Insurance guarantees (i.e., the ability of the VT Retirement IncomeAdvantage Fund to allow participants to make periodic withdrawals after the account balance has been depleted) are provided by the third-party insurance company and are based on that company's claims paying ability. Further, investments in the VT Retirement IncomeAdvantage Fund involve the risk that the insurance guarantees may terminate under certain conditions, such as when: Participants may leave their Retirement Plan; the Plan Sponsor may switch Retirement Plan providers; the Plan Sponsor may remove the fund from the Retirement Plan's investment lineup; and the fund and/or the group annuity contract in which it invests may terminate.

The advice provided does not take into account nor does it make any assumption related to a Participant's personal risk tolerance with respect to their investment objectives. As a result, the forecast and recommendations may involve investment risk that exceeds a Participant's acceptable risk tolerance level.

Item 9 Disciplinary Information

Not Applicable.

Item 10 Other Financial Industry Activities and Affiliations

Broker-Dealer

ICMA-RC Services, LLC ("RC Services"), a wholly owned subsidiary of ICMA-RC, is a broker-dealer registered with the SEC and is a member of FINRA. Certain management persons of ICMA-RC are registered representatives of RC Services.

Investment Adviser

Vantagepoint Investment Advisers, LLC ("VIA"), a wholly owned subsidiary of ICMA-RC and an SEC registered investment adviser, served as the investment adviser to The Vantagepoint Funds prior to those funds being terminated and liquidated in 2016. VIA's investment advisory business is in the process of being revised.

Banking Institution

VantageTrust Company, LLC ("VTC") is a New Hampshire non-depository trust company and a wholly owned subsidiary of ICMA-RC. VTC is the sole trustee of VantageTrust ("VT"), VantageTrust II ("VT II") and VantageTrust III ("VT III") (collectively, the "VT Trusts"), trusts established and maintained by VTC for the purpose of the collective investment and reinvestment of assets of certain tax-exempt, governmental pension and profit-sharing plans, retiree welfare plans, related trusts and certain other eligible investors. ICMA-RC provides, for a negotiated fee, certain recordkeeping, management, and administrative services to VTC for the benefit of the eligible investors within the VT Trusts.

Collective Trust Funds

Investment options are offered to Retirement Plans and their participants through VantageTrust and VantageTrust II. Certain VT, VT II and VT III Funds invest in other funds of the VT Trusts. ICMA-RC receives asset based fees for investment advice and administrative services provided to VTC with respect to the VT, VT II and VT III Funds. ICMA-RC has entered into agreements with subadvisers for the performance of some or all of ICMA-RC's duties and responsibilities relating to certain Funds. ICMA-RC retains the responsibility and authority to monitor and review the performance of each subadviser, and VTC retains oversight of ICMA-RC's advisory responsibilities. ICMA-RC's investment advisory fees are in addition to any fees paid to the subadvisers.

Conflicts

Please see the response to Item 11, under Participation or Interest in Client Transactions, for a description of any potential conflict of interest from the above financial industry affiliations.

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

Code of Ethics

ICMA-RC adopted a Code of Ethics pursuant to Advisers Act Rule 204A-1 to help ICMA-RC meet its fiduciary obligations to its clients to act in the clients' best interests and to subordinate ICMA-RC and its associates' interests to the interests of ICMA-RC's clients. The Code of Ethics helps to ensure that ICMA-RC associates avoid or appropriately manage conflicts with the interests of clients. Under the Code of Ethics, all ICMA-RC associates are required to comply with ethical restraints relating to clients, including restrictions on giving gifts to, and receiving gifts from, clients in violation of ICMA-RC's gift policy.

ICMA-RC's Code of Ethics also addresses the SEC's "pay-to-play" rule, which is designed to prevent investment advisers from making political contributions or hidden payments in an effort to influence their selection by government officials to provide advisory services to government entities. ICMA-RC's Code of Ethics prohibits political contributions to certain state and local government officials, restricts using third party solicitors for potential clients unless those solicitors are subject to the pay to play rule, and implements a ban on engaging in fundraising activities for certain officials, political action committees, as well as state and local political parties. ICMA-RC's Political Contributions Policy contained in the Code of Ethics applies to all officers and employees of ICMA-RC and its affiliated entities regardless of position, responsibility or title. Exceptions to the political contribution prohibition are possible only upon approval of ICMA-RC's Chief Compliance Officer and only if, among other things, the amount of the contribution is the lesser of $150 per year or per election.

Also as part of the Code of Ethics, ICMA-RC has adopted procedures to control the use of material, non-public information. These procedures take into account that ICMA-RC and its related persons may, from time to time, come into possession of material nonpublic and other confidential information which, if disclosed, might affect an investor's decision to buy, sell or hold a security. Under applicable law, ICMA-RC and its related persons are prohibited from improperly disclosing or using such information for their personal benefit or for the benefit of any other person, regardless of whether such other person is an advisory client of ICMA-RC. Accordingly, should such persons come into possession of material non-public or other confidential information with respect to any company, they may be prohibited from communicating such information to, or using such information for the benefit of, their respective clients, and have no obligation or responsibility to disclose such information to, nor responsibility to use such information for the benefit of, their clients when following policies and procedures designed to comply with law.

A copy of the Code of Ethics is available to any client or prospective client upon request.

Participation or Interest in Client Transactions

ICMA-RC makes available to Retirement Plans and their participants investment options in VantageTrust and VantageTrust II as well as third-party funds. With respect to Vantagepoint IRA accounts, ICMA-RC makes available third-party funds. As noted above in Item 10, ICMA-RC is affiliated with VantageTrust Company, LLC, the trustee for the VT Trusts. Certain VT, VT II and VT III Funds, including the VT Retirement IncomeAdvantage Fund, invest in other funds of the VT Trusts. When ICMA-RC makes available to participants investments through VT and VT II, a conflict of interest exists because ICMA-RC receives compensation in the form of advisory and/or administrative fees based on the assets invested in the VT, VT II and VT III Funds.

Additionally, ICMA-RC receives administrative fees from its third-party fund settlement and clearing agent ("Clearing Agent") for providing administrative and other services based on Retirement Plan assets invested in third-party funds; such administrative fees come from payments made by third-party funds to the Clearing Agent. ICMA-RC may credit or make payments to certain Retirement Plans or employers based, in part, on anticipated administrative fee income from its Clearing Agent or may reduce the fees charged to Retirement Plans or employers for plan administration or other services based on such anticipated fee income to ICMA-RC ("administrative allowances"). These administrative allowances are negotiated, may not be directly tied to the payments received by ICMA-RC, and may be more or less than actual payments received. Any such crediting, allowance, or fee reduction arrangement is described in the Administrative Services Agreement with each Retirement Plan.

With respect to the VT Retirement IncomeAdvantage Fund, ICMA-RC receives an advisory fee and a services fee from the third-party insurance company for managing the separate account in which the Fund invests.

ICMA-RC selects the Vantagepoint IRA investment options. However, ICMA-RC does not recommend the selection of any particular investment option for inclusion in Fund Advice or Managed Accounts. ICMA-RC is not acting as a fiduciary when it selects the Vantagepoint IRA investment options. As described above, ICMA-RC will receive compensation based on an investor's allocation of assets among investment options within the Vantagepoint IRA.

Because of the above, a potential conflict of interest exists when ICMA-RC makes available the Guided Pathways Advisory Services program, either through Managed Accounts or Fund Advice, or Retirement Readiness Reports, because ICMA-RC also receives the additional compensation described above. In handling this potential conflict, ICMA-RC has designed Guided Pathways Advisory Services and its component Managed Accounts and Fund Advice services in accordance with the United States Department of Labor Advisory Opinion 2001-091A (the "Advisory Opinion"). The Advisory Opinion provides an authorization for retirement plan and IRA providers to offer investment advice to their participants provided, among other things, that the advice is generated by an Independent Financial Expert ("IFE"). ICMA-RC has selected Morningstar Investment Management to act as the IFE for Guided Pathways Advisory Services. Under the Advisory Opinion and ICMA-RC's contract with Morningstar Investment Management, ICMA-RC cannot influence the investment recommendations generated for Participants by Morningstar Investment Management. As such, ICMA-RC does not select the specific investment options that it recommends to a Managed Accounts or Fund Advice client. With respect to retirement plans, ICMA-RC also discloses the specific fees and expenses, as well as the compensation received from third-party funds, associated with a plan's investment options to Plan Sponsors, who have a fiduciary duty to select the investment options available to a Retirement Plan participant.

Personal Securities Trading

ICMA-RC and its associates are not obligated to refrain from recommending, buying or selling any security that ICMA-RC recommends to its clients, and may buy or sell for their own accounts, or for the accounts of any other client, any such security. Because ICMA-RC or certain of its associates (defined as "Access Persons") may invest in the same securities as ICMA-RC's clients, there exists a potential conflict of interest from placing their own corporate or personal interests ahead of those of their clients. There is also a potential conflict from ICMA-RC or its Access Persons having access to material, non-public information about the investments of their clients and using such information for personal gain in breach of their fiduciary duty to those clients.

In order to address these conflicts, ICMA-RC has implemented a Personal Securities Trading Policy that governs the personal investing activities of Access Persons and any associate that has gained access to Material Non-Public Information. The Personal Securities Trading Policy is designed to prevent unlawful practices in connection with personal securities trading of associates.

Access Persons are required to pre-clear certain securities trades and provide quarterly reports of their personal transactions. In addition, Access Persons must direct their brokers to provide copies to the CCO or the designee of all brokerage confirmations relating to all personal securities transactions in which they have a beneficial ownership interest.

A copy of the Personal Securities Trading Policy is available to any client or prospective client upon request.

ICMA-RC has also taken steps to ensure that associates who manage investments for ICMA-RC's own corporate portfolio do not misuse confidential information about client investments. ICMA-RC requires that trades for the corporate portfolio be placed in accordance with pre-clearance guidelines that mirror those in the Personal Securities Trading Policy. Additionally, the ICMA-RC associates that participate in the investment decision and transaction must attest that the trade was not based on material non-public information and that the trade does not conflict with the interests of other accounts managed by ICMA-RC or its affiliates.

Item 12 Brokerage Practices

Clients are not permitted to direct ICMA-RC to use specified brokers in performing portfolio transactions.

Guided Pathways Advisory Services – Managed Accounts

As recordkeeper for the Retirement Plans or Vantagepoint IRAs that it administers, ICMA-RC batches purchase and sale requests from Participants, including advisory clients and non-clients, for unaffiliated third-party mutual funds that are an investment

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