



Great-West Retirement Services

*Clarity in a Complex World:
Plan Fee Disclosure for Plan Fiduciaries*

Fee Disclosure

[REDACTED]

As of November 30, 2014



[REDACTED]

[REDACTED]

Introduction

This report is designed to help you better understand the costs to you and the employees covered by your Retirement Plan. In order to achieve this goal, we have summarized the most relevant cost components in a straightforward presentation and provided an explanation of the services provided for those costs, with supporting details to explain how costs were derived.

Great-West Financial ("Great-West") retained the communications expert DALBAR, INC. to work with us to produce the most effective communication for you. DALBAR, INC. is the nation's leading financial services market research firm and performs a variety of ratings and evaluations of practices and communications that are committed to raising the standards of excellence in the financial services and healthcare industries.

Regulatory Requirements

In response to the need for improved clarity about fees and expenses, the United States Department of Labor ("DOL") has introduced a requirement (See DOL 408(b)(2) fee disclosure requirements; www.dol.gov/ebsa/newsroom/fsmain.html) for certain service providers that receive more than \$1,000 in compensation to make explicit disclosures to ERISA retirement plans that they serve.

The DOL requires that the disclosure contain four essential elements:

- ✓ Who the service provider is
- ✓ A description of the services provided
- ✓ A declaration of the fiduciary status of the provider
- ✓ The fee or expense charged by the provider

What This Report Contains

As you read through this document, it will progress from a high-level summary of fees and get increasingly more detailed throughout each subsequent section, ultimately getting down to an itemized level. The information shown is in dollar figure estimates, and to simplify the readability, superscript letters identify dollar figures that carry over from one section and appear in another section as a line item.

As a general contractor, we make payments to other parties on behalf of your Plan. We are not responsible for the disclosures of any unrelated service providers.

The services reflected may not be applicable to all plans but are representative of available services.

Report Sections

- A. Summary of Fee and Expense Estimates
- B. Explanation of Services
- C. Estimated Cash Flow Summary
- D. Disclosures
- E. Itemized Services and Costs

A. Summary of Fee and Expense Estimates

Estimates presented are based on information as of November 30, 2014 on the following:

| | |
|-------------------------|-------------|
| Total Assets | \$1,718,947 |
| Unallocated Plan Assets | \$0 |
| Participant Assets | \$1,718,947 |
| Loan Balances | \$0 |
| Number of Participants | 5 |

As the fees and expenses contained in this disclosure are estimates based on the above information at a point in time, they will not necessarily match the actual amounts paid or the amounts contained in any financial report, such as an Annual Plan Summary.

Total Assets are the sum of Unallocated Assets, Participant Assets and Loan Balances. **Plan Unallocated Assets** consist of plan assets that are not allocated to plan participants. This might include unclaimed participant balances, amounts received but not yet allocated to participants, forfeitures, and amounts set aside for plan expenses. **Participant Assets** are amounts held in participants' accounts. **Loan Balances** equal the outstanding loan amounts for participants. **Number of Participants** includes participants with an account balance as of the month-end.

In this document, estimates provided may not match amounts billed to the Plan Sponsor or debited from participant accounts and may not match financial reports. These **annual estimates** are generally based on month-end projections that are annualized over a 12-month period and rounded to the nearest dollar.

| CATEGORY OF SERVICE | ANNUAL ESTIMATE | ESTIMATED AVERAGE COST PER PARTICIPANT | ESTIMATED PERCENTAGE OF TOTAL ASSETS |
|---------------------------------------|-------------------------|--|--------------------------------------|
| Payments to Investment Providers (IP) | ^(a) \$8,103 | \$1,621 | 0.47% |
| Payments to Recordkeeper (RK) | ^(b) (\$49) | (\$10) | 0.00% |
| Payments to Others | ^(c) \$8,513 | \$1,703 | 0.50% |
| Total Estimate | ^(k) \$16,567 | \$3,314 | 0.97% |

Superscript letters in parentheses (x) denote the flow of fee totals throughout this document.

Great-West Financial and its affiliates do not provide fiduciary services, except in the case(s) where the fiduciary status is specifically and affirmatively disclosed below.

B. Explanation of Services

The services reflected may not be applicable to all plans, but are representative of available services.

| SERVICE CODE | Investment Providers (IP) |
|--------------|--|
| 1.1 | Investment Management Services: Includes all Plan investments selected by Plan Sponsor for which the Recordkeeper provides recordkeeping services. |
| SERVICE CODE | Recordkeeper (RK) |
| 2.1 | Plan Services: Performing the duties necessary for the plan to comply with legal, regulatory and the plan's own requirements. Some of these duties include plan document service, compliance service and distribution tax reporting. Plan services would also include plan communication, education, enrollment, website and voice response system. |
| 2.2 | Participant Services: Creating and maintaining records of all participant and beneficiary accounts and the transactions and changes affecting them. This may include participant loan initiation, loan maintenance, fund transfers, distributions or hardship withdrawals. Participant services would include communications to the participant - quarterly statements and newsletters. |
| 2.3 | Additional Services: These plan level transactional services are available to the Plan Sponsor and can be requested in writing to the Recordkeeper. |
| SERVICE CODE | Others |
| 3.1 | Financial Professional Services: A Financial professional provides services for participants on various financial issues. |
| 3.2 | Independent Third Party Administration Services: TPAs are independent of the Recordkeeper and will handle various administrative duties for the plan. Duties may include distributions to the employees, vesting and match calculations, loan tracking, compliance service and other aspects of plan processing. |

For a listing of your Plan services please refer to your Service Agreement and/or Schedule of Services.

C. Estimated Cash Flow Summary

This section lists each investment manager and service provider that collects fees directly or indirectly from your Retirement Plan, from Participants or from the employer, and all remittances paid out on behalf of your Plan.

Payments to Investment Providers (IP)

| SERVICE CODE | INVESTMENT PROVIDER | ESTIMATED GROSS PAYMENTS TO IP | ESTIMATED PAYMENTS FROM IP | ESTIMATED NET PAYMENTS TO IP |
|-----------------------|--------------------------------|--------------------------------|--------------------------------|------------------------------|
| 1.1 | Alger | \$0 | (\$0) | \$0 |
| | American Funds | \$0 | (\$0) | \$0 |
| | BlackRock | \$0 | (\$0) | \$0 |
| | Eagle Funds | \$0 | (\$0) | \$0 |
| | Franklin Templeton Investments | \$0 | (\$0) | \$0 |
| | Great-West Funds | \$13,102 | (\$6,321) | \$6,781 |
| | Great-West General Account | \$0 | (\$0) | \$0 |
| | Heartland | \$0 | (\$0) | \$0 |
| | Lord Abbett | \$0 | (\$0) | \$0 |
| | MFS | \$0 | (\$0) | \$0 |
| | Oppenheimer Funds | \$0 | (\$0) | \$0 |
| | PIMCO | \$0 | (\$0) | \$0 |
| | RidgeWorth | \$3,465 | (\$2,143) | \$1,322 |
| | Sentinel | \$0 | (\$0) | \$0 |
| | Thompson IM Funds, Inc. | \$0 | (\$0) | \$0 |
| | Virtus | \$0 | (\$0) | \$0 |
| Wells Fargo Advantage | \$0 | (\$0) | \$0 | |
| Total Estimate | | \$16,567 | ^(v)(\$8,464) | ^(q)\$8,103 |

Payments to Recordkeeper (RK)

| SERVICE CODE | SERVICE PROVIDED | ESTIMATED DIRECT PAYMENTS TO RK (A) | ESTIMATED PAYMENTS FROM IP TO RK (B) | ESTIMATED PAYMENTS TO RK (A + B = C) |
|---------------------------|----------------------|--|---|---|
| 2.1 | Plan Services | ^(v) \$0 | ^(v) \$8,464 | \$8,464 |
| 2.2 | Participant Services | ^(w) \$0 | | \$0 |
| 2.3 | Additional Services | \$0 | | \$0 |
| Payments to Others | | | | ^(z)(\$8,513) |
| Total Estimate | | | | ^(x)(\$49) |

Payments to Others

| SERVICE CODE | SERVICE PROVIDED | ESTIMATED NET PAYMENTS TO OTHERS |
|-----------------------|---|----------------------------------|
| 3.1 | Financial Professional Services | \$6,794 |
| 3.2 | Independent Third Party Administration Services | \$1,719 |
| Total Estimate | | ⁽²⁾ \$8,513 |

Note: This section may include amounts that are not paid to or by the Recordkeeper, but paid to another party through the recordkeeping system.

| | |
|---------------------------------------|--------------------------------|
| Total Annual Net Cost Estimate | ^(K) \$16,567 |
|---------------------------------------|--------------------------------|

Superscript letters in parentheses (x) denote the flow of fee totals throughout this document.



D. Disclosures

This document contains estimates of plan expenses and is intended to provide a detailed summary of fees being charged to the plan or its participants to the extent such information is in the Recordkeeper's possession. While it is intended to provide information regarding all material fees, this document may not be comprehensive, and it may not include full information on fees associated with some specially negotiated services or with certain investment options, such as Self-Directed Brokerage Accounts, Life Insurance, Employer Stock, etc. For further fee information, please refer to the relevant service agreements and/or prospectuses, including information that may be needed to comply with Participant Disclosure obligations. As your Recordkeeper, we make no representation as to the completeness or accuracy of materials, such as prospectuses, created and/or provided by a third-party investment provider.

Gain/Loss Disclosure:

If the Recordkeeper makes an error that results in an investment transaction gain or loss, and it is brought to the Recordkeeper's attention within ninety (90) days after the Participant statement date following the occurrence of the error, the Recordkeeper will retroactively correct the error by putting the Participant back in the financial position where the Participant would have been had the error not occurred. However, if the Plan or affected Participant knew or should have known of the error but failed to bring it to the Recordkeeper's attention within ninety (90) days after the statement date following the occurrence of the error, the error will be corrected prospectively. If a correction is made at the Recordkeeper's expense and results in a net loss, the Recordkeeper will bear the loss. However, if the correction results in an unintended net gain, the Recordkeeper will retain the gain as compensation for services provided to the plan and to defray reasonable expenses of the plan including offsetting net losses as described above.

Under special circumstances, the Recordkeeper may consider an exception to the above and make a correction at the Recordkeeper's expense. If Plan Sponsor requests such an exception based on the circumstances identified, a correction will not be unreasonably denied, based on industry standards.

In no event will the Recordkeeper be responsible for the expense of retroactive correction caused by an error or miscommunication committed by a Participant, Plan Sponsor, or other third party. In such case, Plan Sponsor will instruct the Recordkeeper how it wishes any resulting gain to be allocated or loss to be funded.

Bank Credit Disclosure:

If the Plan's assets pass through a bank account held by Great-West Financial ("Great-West") or its affiliates/subsidiaries (Great-West Trust Company LLC and EMJAY Corporation), it may earn credits and/or interest on Plan assets awaiting investment or pending distribution. Any credits or interest earned by Great-West are aggregated with credits and/or interest earned by Great-West affiliates/subsidiaries and will be used to defray the aggregate expenses for the maintenance of bank accounts. Great-West will not retain credits and/or interest earned in excess of such maintenance expenses.

Credits and/or interest are earned from the use of (i) uninvested contributions received too late in the day or not received in good order to be invested same-day and (ii) proceeds from investment option redemptions where Plan distribution checks have not been presented for payment by Plan participants. Credits and/or interest (i) begin to accrue on contributions, on the date such amounts are deposited into the bank account and end on the date such amounts are invested pursuant to Plan participant or Plan representative instructions and (ii) begin to accrue on distributions, on the date the check is written or on the wire date, as applicable and end on the date the check is presented for payment or when the wire clears against the account, as applicable. Earnings of credits and/or interest are at the rate the bank provides from time to time.

Investments

Mutual Fund Expense Ratio & Collective Investment Trust (CIT) Expense:

The Service Provider has entered into agreements with certain mutual funds/CITs (or their service providers, including advisors, administrators or transfer agents, and underwriters) whereby the Service Provider provides shareholder and/or distribution services and receives compensation from the mutual fund/CIT (or their service providers) based on the value of the plan's investment in the fund/CIT. This compensation may include fees for administrative and other expenses and/or fees paid under a plan of distribution under SEC Rule 12b-1 ("12b-1 fees"). The fees received by the Service Provider are included in the expense ratio described in the applicable fund's prospectus or similar disclosure document, and reduce the investment option's net asset value (NAV).

Generally, fees and expenses included in the expense ratio are deducted at regular intervals based on a percentage of the investment option's average daily net assets. For CITs, an investment company may include other fees that are not disclosed in this fee disclosure document but are provided in a separate disclosure under separate cover.

Redemption Fees:

Redemption fees are charged by mutual fund companies to discourage investors from making a short-term "round trip" (i.e. a purchase, typically a transfer, followed by a sale within a short period of time). Most mutual fund companies that charge redemption fees will impose the fee upon the purchase and subsequent sale occurring within a specified time frame. Please refer to your mutual fund prospectuses for specific redemption fee details.

Additional Fund Compensation:

The Service Provider may receive additional revenue as a finder's fee from non-affiliated fund companies as shown in the prospectus and other regulatory documents for each of the funds held by the plan. The Service Provider may also receive additional revenue in the form of conference sponsorship fees from non-affiliated fund companies to defray training and educational costs of staff.

General Account Fund and Guarantee Provisions:

General Account crediting rates are net of cost of capital and expenses covered by the fund and guarantee provisions.

Cost of Capital is the return Great-West Life & Annuity Insurance Company (Great-West) earns on Great-West capital. Great-West is required by regulators to hold capital for the purpose of ensuring Great-West can meet all of its obligations associated with the General Account Fund. The amount of Great-West's capital and required return will fluctuate over time based on regulatory requirements, capital market conditions and the competitive environment.

The Fund Provision covers the range of investment expenses that are netted from the crediting rate, such as investment and operating expenses. The Fund Provision is calculated annually in aggregate for all General Account fixed funds offered by Great-West Retirement Services and does not reflect any product or plan specific underwriting adjustments. At 12/31/2013, the General Account Fund Provision is 0.35%. This includes an average annual notional allocation of 0.25% from Great-West's General Account to Great-West's recordkeeping functions. This allocation is not applicable if Great-West is not acting as both the investment provider and recordkeeper.

The Guarantee Provision covers the range of insurance expenses that are netted from the crediting rate, such as asset defaults, cost of insurance guarantees, and other expenses. The Guarantee Provision is calculated annually in aggregate for all General Account fixed funds offered by Great-West Retirement Services and does not reflect any product or plan specific underwriting adjustments. At 12/31/2013, the General Account Guarantee Provision is 0.54%. This expense changes over time as the value of insurance guarantees fluctuate due to both market and policyholder behaviors. They also vary based on the risk management techniques employed by the insurance provider. Because of the variances in the cost of the expenses, the level of the insurance guarantees as well as differences in risk management practices, this paragraph is the only section in which these expenses are disclosed.



For more information on the General Account Fixed Funds, including termination options, please see your Group Annuity Contract.

Payments to Recordkeeper vs. Recordkeeping Costs:

For some plans, this document may show a Payment to the Recordkeeper that is negative. This is due to the economic benefit of using affiliated products within the plan. On average, for plans of a similar type, the actual average cost of recordkeeping was \$76.57 per participant in 2013. Great-West Financial may consider the total value of the relationship with the plan including the use of affiliated and non-affiliated funds which may offset some or all of the costs of recordkeeping.

5500 Schedule C:

As applicable, the disclosures herein are intended to satisfy the eligible indirect compensation ("EIC") requirements for Form 5500 Schedule C purposes.

Direct Compensation:

As your Recordkeeper, Great-West Financial tracks and reports all direct fee compensation (such as the standard fees and non-standard fees that are paid from plan assets during the plan year) as part of the plan-level reporting in your Annual Plan Summary. A detailed list of direct fees are provided in the Fee and Withdrawal report as well as summarized in the supplemental report section containing the Information for Completing Form 5500 Schedule C.

Indirect Compensation:

The listed expenses and costs are the types of eligible indirect compensation that may have been received either by (i) the Recordkeeper for their services or (ii) mutual fund companies whose funds are investment options in your Plan. The disclosures herein are intended to satisfy the EIC requirements for Form 5500 Schedule C purposes, as applicable.

Other Investment-Related Fees:

The investment funds offered by your Plan may have fees that are retained by the fund company or other investment provider as payment for ongoing management of the fund and other services. The fee amounts will vary from fund to fund and are generally charged as a percentage of the fund's value.

Please refer to the latest investment materials such as **prospectuses and other regulatory disclosures for each of the funds** held by your Plan (as provided by your Plan's investment advisor or directly from the fund companies or investment firms) for details regarding services and fees.

The latest prospectus and other regulatory documents for each of the funds held by the plan can be found within the Investment section of the Plan Service Center.

This list of investment fees is intended to give the plan a list of the most important fees being charged to the plan or its participants. It is intended to provide information regarding all material fees, but may not be comprehensive and may not include information on fees such as Self Directed Brokerage Accounts, Life Insurance, Employer Stock, etc. For other fee information, please refer to all other plan documents including service agreement and/or prospectus, including information that may be needed to comply with Participant Disclosure obligations. As your Recordkeeper, we make no representation as to the completeness or accuracy of materials, such as prospectuses, created and/or provided by a third-party investment provider.



Affiliates and Subcontractors

We are required to disclose certain fees paid between Great-West Financial ("Great-West") and its related parties (affiliates/subsidiaries and subcontractors). This includes compensation paid in connection with the services Great-West or its affiliates/subsidiaries have agreed to provide to the plan, if the compensation is set on a transaction/incentive basis (such as commissions, soft dollars, or finder's fees) or if the compensation is charged directly against a plan investment and reflected in the investment's net value.

The fees disclosed are not in addition to previously disclosed fees; rather, this information is intended to increase transparency about how Great-West Financial uses the fees it receives.

Affiliates:

The following entities are affiliates of the Recordkeeper, in that they directly or indirectly control, are controlled by, or are under common control with the Recordkeeper. These affiliates may receive fees from the plan, or from the Recordkeeper or another affiliate for performing certain services for the plan.

Refer to the Itemized Services and Cost section for details regarding affiliate payments.

GWFS Equities, Inc. is an affiliate that receives payments from the Investment Provider. Payments are first paid to GWFS Equities, Inc. which in turn pays the Recordkeeper.

Great-West Capital Management, LLC is an affiliate that receives payments from the Investment Provider.

Great-West Funds, Inc. is an affiliate that receives payments from the Investment Provider.

Affiliates: The following are affiliates or subsidiaries of Great-West Retirement Services ("GWRS"), but not all GWRS affiliates or subsidiaries may pertain to your Plan.

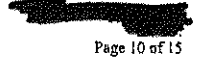
- Advised Assets Group, LLC
- GWFS Equities, Inc.
- EMJAY Corporation
- FASCore, LLC
- Great-West Capital Management, LLC
- Great-West Funds, Inc.
- Putnam Investment Company
- Great-West Trust Company, LLC
- Great-West Life & Annuity Insurance Company of New York

Subcontractors:

A subcontractor is any person or entity that is not an affiliate of the Recordkeeper and that is expected to receive \$1,000 or more in compensation for performing one or more services for your Plan under a contract or arrangement with the Recordkeeper. All such subcontractors, if any, are listed in the table below, along with the service they provide and the fee they receive.

Please refer to the Itemized Services and Costs section for details regarding subcontractor payments.

| COMPANY SUBCONTRACTOR | PROVIDED SERVICE |
|-----------------------|------------------|
| None | |



E. Itemized Services and Costs

This section details how each service expense is calculated. Totals here are presented in the Summary of Fee and Expense Estimates section. **Estimates** presented are based on expenditures and activity in the 12 month period ending November 30, 2014 and on the following:

| | |
|-------------------------|-------------|
| Total Assets | \$1,718,947 |
| Unallocated Plan Assets | \$0 |
| Participant Assets | \$1,718,947 |
| Loan Balances | \$0 |
| Number of Participants | 5 |

The annual estimates displayed in this document will not match actual financial reports such as the Annual Plan Summary.

Payments to Investment Providers (IP)

| SERVICE CODE 1.1 | | | | | | | |
|---|--------------------|-------------------------|---|-------|-------|--|--|
| INVESTMENT | BASIS FOR ESTIMATE | GROSS/NET EXPENSE RATIO | ESTIMATED GROSS PAYMENTS TO IP <small>(estimate X net expense ratio)</small> | 12B-1 | ADMIN | ESTIMATED PAYMENTS FROM IP <small>[(12B-1 X estimate) + (Admin X estimate)]</small> | ESTIMATED NET PAYMENTS <small>[gross pmts - pmts from IP]</small> |
| Alger | | | | | | | |
| Alger Capital Appreciation Inst'l I | \$0 Assets in fund | 1.19%/1.19% | \$0 | | 0.50% | (\$0) | \$0 |
| Total for Alger | \$0 | | \$0 | | | (\$0) | \$0 |
| American Funds | | | | | | | |
| American Funds New Perspective - R3 | \$0 Assets in fund | 1.10%/1.10% | \$0 | 0.50% | 0.15% | (\$0) | \$0 |
| Total for American Funds | \$0 | | \$0 | | | (\$0) | \$0 |
| BlackRock | | | | | | | |
| BlackRock Equity Dividend Inv A | \$0 Assets in fund | 0.95%/0.95% | \$0 | 0.25% | 0.25% | (\$0) | \$0 |
| Total for BlackRock | \$0 | | \$0 | | | (\$0) | \$0 |
| Eagle Funds | | | | | | | |
| Eagle Small Cap Growth A | \$0 Assets in fund | 1.10%/1.10% | \$0 | 0.25% | 0.25% | (\$0) | \$0 |
| Total for Eagle Funds | \$0 | | \$0 | | | (\$0) | \$0 |
| Franklin Templeton Investments | | | | | | | |
| Franklin High Income R | \$0 Assets in fund | 1.11%/1.11% | \$0 | 0.50% | 0.25% | (\$0) | \$0 |
| Total for Franklin Templeton Investments | \$0 | | \$0 | | | (\$0) | \$0 |
| Great-West Funds | | | | | | | |

| INVESTMENT | BASIS FOR ESTIMATE | GROSS/ NET EXPENSE RATIO | ESTIMATED GROSS PAYMENTS TO IP [estimate X net expense ratio] | 12B-1 | ADMIN | ESTIMATED PAYMENTS FROM IP [[12b1 X estimate]+ (Admin X estimate)] | ESTIMATED NET PAYMENTS [gross prnts. from IP] |
|--|----------------------------|--------------------------|--|-------|-------|---|--|
| Great-West Aggressive Profile II Fund I | \$0 Assets in fund | 1.18%/ 1.18% | \$0 | | 0.35% | (\$0) | \$0 |
| Great-West Conserv Profile II Fund I | \$0 Assets in fund | 0.83%/ 0.83% | \$0 | | 0.35% | (\$0) | \$0 |
| Great-West Lifetime 2015 Fund II T1 | \$1,334,693 Assets in fund | 0.96%/ 0.96% | \$12,813 | 0.10% | 0.36% | (\$6,197) | \$6,616 |
| Great-West Lifetime 2025 Fund II T1 | \$0 Assets in fund | 1.02%/ 1.02% | \$0 | 0.10% | 0.36% | (\$0) | \$0 |
| Great-West Lifetime 2035 Fund II T1 | \$27,031 Assets in fund | 1.07%/ 1.07% | \$289 | 0.10% | 0.36% | (\$124) | \$165 |
| Great-West Lifetime 2045 Fund II T1 | \$0 Assets in fund | 1.09%/ 1.09% | \$0 | 0.10% | 0.36% | (\$0) | \$0 |
| Great-West Lifetime 2055 Fund II T1 | \$0 Assets in fund | 1.10%/ 1.10% | \$0 | 0.10% | 0.36% | (\$0) | \$0 |
| Great-West Loomis Sayles Bond Fund I | \$0 Assets in fund | 0.90%/ 0.90% | \$0 | | 0.35% | (\$0) | \$0 |
| Great-West Moderate Profile II Fund I | \$0 Assets in fund | 0.96%/ 0.96% | \$0 | | 0.35% | (\$0) | \$0 |
| Great-West T Rowe Price MidCap Gr Fund I | \$0 Assets in fund | 1.03%/ 1.03% | \$0 | | 0.35% | (\$0) | \$0 |
| Total for Great-West Funds | \$1,361,724 | | \$13,102 | | | (\$6,321) | \$6,781 |
| Heartland | | | | | | | |
| Heartland Value Plus | \$0 Assets in fund | 1.14%/ 1.14% | \$0 | 0.25% | 0.25% | (\$0) | \$0 |
| Total for Heartland | \$0 | | \$0 | | | (\$0) | \$0 |
| Lord Abbett | | | | | | | |
| Lord Abbett Value Opportunities A | \$0 Assets in fund | 1.28%/ 1.28% | \$0 | 0.25% | 0.15% | (\$0) | \$0 |
| Total for Lord Abbett | \$0 | | \$0 | | | (\$0) | \$0 |
| MFS | | | | | | | |
| MFS Utilities A | \$0 Assets in fund | 1.01%/ 1.01% | \$0 | 0.25% | 0.15% | (\$0) | \$0 |
| Total for MFS | \$0 | | \$0 | | | (\$0) | \$0 |
| Oppenheimer Funds. | | | | | | | |
| Oppenheimer Developing Markets A | \$0 Assets in fund | 1.33%/ 1.32% | \$0 | 0.25% | 0.25% | (\$0) | \$0 |

| INVESTMENT | BASIS FOR ESTIMATE | GROSS/ NET EXPENSE RATIO | ESTIMATED GROSS PAYMENTS TO IP <small>(estimate X net expense ratio)</small> | 12B-1 | ADMIN | ESTIMATED PAYMENTS FROM IP <small>[(12b1 X estimate) + (Admin X estimate)]</small> | ESTIMATED NET PAYMENTS <small>[gross pmts - pmts from IP]</small> |
|--|--------------------------|--------------------------|---|-------|-------|---|--|
| Oppenheimer Gold & Special Minerals A | \$0 Assets in fund | 1.17%/ 1.15% | \$0 | 0.25% | 0.25% | (\$0) | \$0 |
| Total for Oppenheimer Funds | \$0 | | \$0 | | | (\$0) | \$0 |
| PIMCO | | | | | | | |
| PIMCO Real Return Admin | \$0 Assets in fund | 0.72%/ 0.70% | \$0 | 0.25% | | (\$0) | \$0 |
| Total for PIMCO | \$0 | | \$0 | | | (\$0) | \$0 |
| RidgeWorth | | | | | | | |
| RidgeWorth Mid-Cap Value Equity I | \$0 Assets in fund | 1.10%/ 1.10% | \$0 | | 0.60% | (\$0) | \$0 |
| Ridgeworth Large Cap Value Equity I | \$357,224 Assets in fund | 1.06%/ 0.97% | \$3,465 | | 0.60% | (\$2,143) | \$1,322 |
| Total for RidgeWorth | \$357,224 | | \$3,465 | | | (\$2,143) | \$1,322 |
| Sentinel | | | | | | | |
| Sentinel Common Stock A | \$0 Assets in fund | 1.03%/ 1.03% | \$0 | 0.20% | 0.25% | (\$0) | \$0 |
| Total for Sentinel | \$0 | | \$0 | | | (\$0) | \$0 |
| Thompson IM Funds, Inc. | | | | | | | |
| Thompson Bond Fund | \$0 Assets in fund | 0.74%/ 0.74% | \$0 | | 0.35% | (\$0) | \$0 |
| Total for Thompson IM Funds, Inc. | \$0 | | \$0 | | | (\$0) | \$0 |
| Virtus | | | | | | | |
| Virtus Real Estate Securities A | \$0 Assets in fund | 1.40%/ 1.40% | \$0 | 0.25% | 0.35% | (\$0) | \$0 |
| Total for Virtus | \$0 | | \$0 | | | (\$0) | \$0 |
| Wells Fargo Advantage | | | | | | | |
| Wells Fargo Adv International Bond A | \$0 Assets in fund | 1.05%/ 1.03% | \$0 | | 0.45% | (\$0) | \$0 |
| Wells Fargo Advantage Core Bond Admin | \$0 Assets in fund | 0.80%/ 0.70% | \$0 | | 0.25% | (\$0) | \$0 |
| Total for Wells Fargo Advantage | \$0 | | \$0 | | | (\$0) | \$0 |

Blank fields in the table above can be assumed to be not applicable or zero.

Not all 12b-1 and/or Admin fees may flow through the Recordkeeper. A third party may be receiving the 12b-1 and/or Admin fees directly. Due to this, the amount shown in the Estimated Net Payments column may be overstated.

| SERVICE CODE 1.1 | | | | | | |
|---|--------------------|--------------|--|------------------|--|--|
| INVESTMENT | BASIS FOR ESTIMATE | FEE ESTIMATE | ESTIMATED GROSS PAYMENTS TO IP [basis X fee estimate] | ALLOCATION TO RK | ESTIMATED PAYMENTS TO RK [basis X allocation to RK] | ESTIMATED NET EXPENSE [payments from IP - allocation to RK] |
| Great-West General Account | | | | | | |
| Key Guaranteed Portfolio Fund | \$0 Assets in fund | 0.35% | \$0 | 0.25% | (\$0) | \$0 |
| Total for Great-West General Account | \$0 | | \$0 | | (\$0) | \$0 |

For an explanation of the Fee Estimate and the Allocation to Recordkeeper, please see the "General Account Fund and General Provisions" disclosure in the Disclosure Section of this document.

Total Annual Payment Estimate to Investment Providers (IP) ^(a) \$8,103

Payments to Recordkeeper (RK)

Plan Services Fees

Currently your plan has no payments of this type.

Total Annual Payment Estimate for Plan Services ^(b) \$0

Participant Services Fees

| SERVICE CODE | FEE TYPE | PAID BY | FEE | GROSS PAYMENTS |
|--------------|------------------------------------|-------------------------------|------------------------|----------------|
| 2.2 | Periodic Payment Maintenance Fee | Deducted from Participant | \$25 | \$0 |
| | Benefit Disbursement Fee ‡ | Netted from Distribution | \$50 Per Distribution* | \$0 |
| | Periodic Payment Origination Fee ‡ | Deducted from Initial Payment | \$50 Per PPAY Set Up | \$0 |

Total Annual Actual Payments for Participant Services ^(c) \$0

Participant Service Fees displayed above are the actual assessed fees to date based on a rolling twelve month period.

Listing of Available Additional Services and Fees

| SERVICE CODE | SERVICE | PAID BY | FEES |
|--------------|--|------------------------|---------------------|
| 2.3 | Qualified Domestic Relations Order Processing Services | Billed to Plan Sponsor | \$75 per request |
| | Representation During IRS/DOL Audit | Billed to Plan Sponsor | Quoted upon request |
| | Consultation Related to Plan Mergers | Billed to Plan Sponsor | Quoted upon request |

| SERVICE CODE | SERVICE | PAID BY | FEES |
|--------------|-----------------------------|------------------------|---------------|
| | Data Entry Services | Billed to Plan Sponsor | \$75 per hour |
| | Reconciliation of Loan Data | Billed to Plan Sponsor | \$75 per hour |
| | Special Consulting Services | Billed to Plan Sponsor | \$75 per hour |

Plan level additional services listed may be requested by the Plan Sponsor in writing. The applicable fee will apply to any services performed based on that request.

Additional Services

Currently your plan has no Actual Additional Services payments.

| | |
|--|------------|
| Total Annual Actual Payment for Additional Services | \$0 |
|--|------------|

Contract Termination Fee:

Contract Termination Fees may apply. For more information, refer to your annuity contract and/or fee schedule.

Payments to Others

| SERVICE CODE | SERVICE PROVIDER | SERVICE DESCRIPTION | FEES | BASIS FOR ESTIMATE | GROSS PAYMENTS |
|--|---|------------------------|-----------|--|----------------|
| Financial Professional Services | | | | | |
| 3.1 | MASSACHUSETTS MUTUAL LIFE INS COMP DBA MML INVESTORS SERVICES LLC | Financial Professional | 0.40% | \$1,698,604 Assets as of Commission Date | \$6,794 |
| | | | | Total | \$6,794 |
| Independent Third Party Administration Services | | | | | |
| 3.2 | [REDACTED] | TPA Service | 0.099996% | \$1,718,947 Assets in Plan | \$1,719 |
| | | | | Total | \$1,719 |

| | |
|---|------------------------------|
| Total Annual Payment Estimate for Others | ⁽²⁾\$8,513 |
|---|------------------------------|

Superscript letters in parentheses (x) denote the flow of fee totals throughout this document.

‡ Distribution Charge for Participants may vary by the reason the distribution is taken and by fund. See your contract for details.

* Participant loan set up and distribution fees may not reflect additional fees charged by a third party. Third parties should be disclosing the amounts they receive in a separate document.

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