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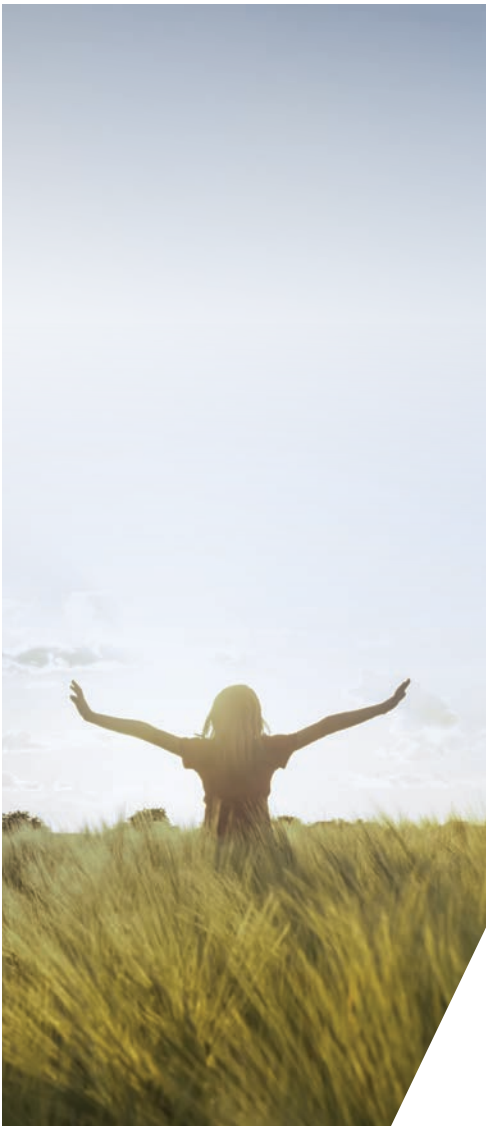
OKLAHOMA PATHFINDER

ENROLLMENT GUIDE



PATHFINDER
OKLAHOMA

Every journey starts with the first step — including your path to retirement — and you've been given a head start with your enrollment in the Oklahoma Pathfinder retirement system.

Pathfinder is specifically designed to make your journey to retirement as smooth as possible. It makes saving automatic with each paycheck. You can map out a route to the future by increasing your savings level and choosing investment options based on your retirement goals.

This Enrollment Guide equips you with everything you need to know about Pathfinder, how you can make the most of your participation, and where you can find more information.

Ready to hit the trail to a brighter future? ***Let's get started.***

Putting You on the Path to Retirement Readiness

How It Works

The Pathfinder plan is a retirement savings plan designed to put you on a path toward your retirement goals. It consists of two parts that work together to help you make the most of your retirement savings:

- A 401(a) plan for **mandatory** contributions
- A 457(b) plan for additional **voluntary** contributions

Both parts offer matching contributions from your employer and both offer the chance to save pretax earnings with the potential for tax-deferred compounded growth. Here's what you need to know:

You're in Control—Maximize!

If you are hired into an eligible position on or after November 1, 2015, you will be enrolled into Pathfinder by your employer. All you have to do is choose your level of participation. Your participation begins the first day of the month following your date of hire.

The maximum amount your employer will contribute to your retirement within the Pathfinder plan is 7%. You must increase your employee contribution to 7% to receive the maximum employer match. Here's how it works:

You Contribute Automatically

To begin, each pay period, **4.5%** of your pretax compensation goes to your Pathfinder 401(a) account. You'll see this mandatory deduction reflected on your paycheck statement.

Your Employer Matches Your Contribution

You're not alone on your path to retirement. Your employer makes a matching contribution of **6%** of your pretax compensation to your account each pay period, which also goes to your 401(a) account.

You Can Do More . . .

Your initial 4.5% mandatory contribution is a good start, but it may not be enough to help you reach your retirement savings and income goals. The good news: You can contribute even more from each paycheck to your Pathfinder account.

You can sign up for additional voluntary contributions when you start employment. After that, you can only change the amount of your contributions during the open enrollment period held each year. *Don't miss out on a year of additional savings. Sign up for voluntary contributions now!* Talk to your retirement coordinator about signing up or simply **select Option 1 on the Participant Enrollment form** included with this Enrollment Guide, to start your voluntary contributions.

. . . And Your Employer Will Do More

If you contribute another **2.5%** of your compensation to your account (in addition to your mandatory 4.5% contribution), your employer will add another **1%** in matching contributions. Do all the percentages have you confused? Think of it this way: You can earn the maximum 7% employer-matching contribution when your own total contributions (mandatory + voluntary) add up to at least 7% of your compensation — that's a total of 14% contributed toward your retirement. Also, you can always contribute more than the 7% up to the annual limit determined by the IRS.

You Can Choose Your Investments

Upon enrollment, the Vanguard Balanced Index Fund will be your initial investment option.[1] The Vanguard Balanced Index Fund invests in a mix of stocks and bonds in pursuit of growth while trying to limit risk. If you'd like to choose a different fund or number of funds, Pathfinder offers a diverse lineup of investment options spread across multiple asset classes. You can build the investment portfolio to match your goals and your tolerance for risk. This packet contains more information about Pathfinder's investment lineup on pages 9-10.

You Manage Your Own Account

You control how much of each contribution — your own and your employer's — goes to which investment options in your Pathfinder account. At any time, you can also move money among investment options and change how future contributions will be invested. It's your personal path to retirement — so you set the direction.

Please consider the investment objectives, risks, fees and expenses carefully before investing. For this and other important information about investments offered through your plan, you may obtain prospectuses for mutual funds, any applicable annuity contract and the annuity's underlying funds, and/or disclosure documents from your registered representative or plan's website. Read them carefully before investing.

Finding Your Path to Your Retirement Goals

Why Is It Important to Save More?

With a mandatory 4.5% contribution from each paycheck — and an automatic 6% contribution from your employer — you may wonder why you should save even more through Pathfinder. The answer is you may need to save more to reach your retirement income goals. Most of us will need 70%, 80% or even 100% of our working income in our retirement years. Your personal savings will be an important part of that income stream — including the money you save through Pathfinder.

Also, don't forget when you contribute an additional 2.5%, your employer will kick in another 1% in matching contributions. Even this small increase in your savings level can add up to a big difference over time. The chart on the right shows the potential difference between contributing the mandatory amount versus adding an additional 2.5% or 5%. After 30 years, the difference between the minimum and contributing more is very noticeable.

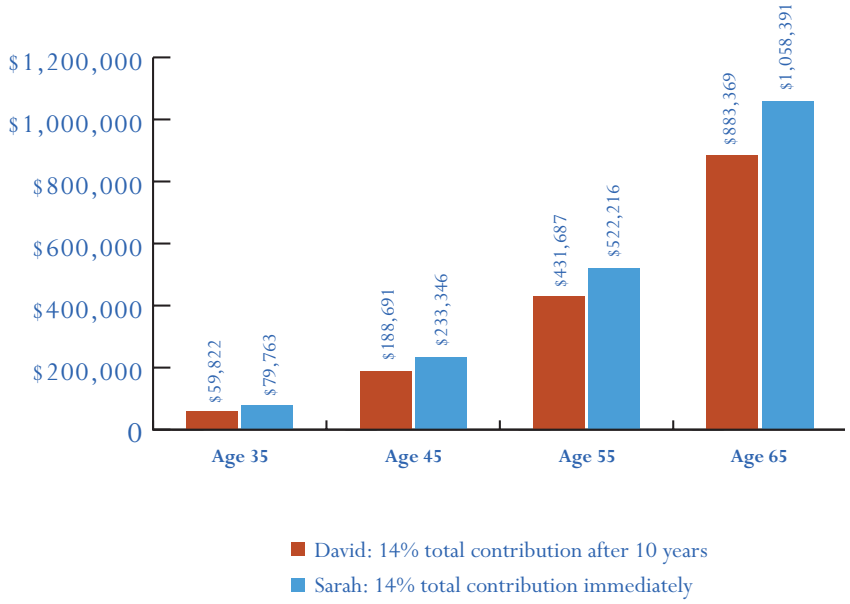
FOR ILLUSTRATIVE PURPOSES ONLY. This hypothetical illustration is not intended as a projection or prediction of future investment results, nor is it intended as financial planning or investment advice. It assumes a $40,000 annual salary with a 1% annual increase, a 6% annual rate of return and reinvestment of earnings with no withdrawals. Rates of return may vary. The illustration does not reflect any associated charges, expenses or fees. The tax-deferred accumulation shown would be reduced if these fees had been deducted.

Why Save More Now?

What's the advantage of signing up for additional voluntary savings as soon as you can?

The fact is that waiting to save can cost you. The longer you wait, the more you could miss out on the opportunity for tax-deferred compounded growth. Also, the sooner you start saving and investing, the better your potential to weather market changes and recover from losses.

The example shown on the right illustrates how procrastinating on your retirement saving can cost you in the future. Sarah and David are both 25 years old and plan to retire in 35 years. Sarah immediately starts saving 7%, matched with 7% from her employer, while David starts with the mandatory 4.5% with a 6% employer match and waits 10 years before raising it to 7%. The chart shows what they both would have at ages 35, 45 and 55.



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Advantages of Saving Through Pathfinder

Saving for the retirement you want through Pathfinder can offer several advantages over trying to save on your own. The reasons include:

- **Pretax contributions** – The money you contribute to your Pathfinder account comes out of your paycheck **before** your federal and Oklahoma taxes are calculated — which may help reduce your current tax burden.
- **Tax-deferred compounded growth potential** – You don't pay taxes on your Pathfinder contributions — or any earnings those contributions generate — until you make a withdrawal. Any gains from your investment choices get reinvested and can generate additional earnings of their own (a feature known as "compounded growth").
- **Automatic saving** – With Pathfinder, you don't have to remember to set aside money for your future. Your contributions will happen automatically.
- **A wide choice of investment options** – You can build a diversified portfolio that matches your unique retirement income goals and your risk tolerance.
- **Competitive fees** – Fees apply to all investment options. With Pathfinder, the Oklahoma Public Employees Retirement System is able to leverage the collective buying power of all Pathfinder participants to keep fees low — which means more of your money stays in your account, working for you.

Ready to Blaze Your Own Trail to Retirement Readiness?

Hit the trail to your future retirement as a Pathfinder participant. You can take advantage of flexible service and support options that make it most convenient for you.

You can access account information 24 hours a day, seven days a week via phone or the Web. If you prefer to speak to a representative, call KeyTalk® between the hours of 8 a.m. and 7 p.m. Central time.

Phone[2]	Web[2]
844-4-OK-PATH (844-465-7284)	**www.okpathfinder.com**
Speak with a representative between 8 a.m. and 7 p.m. Central time or use the automated system 24 hours a day, seven days a week. You have access to a variety of features to help manage your account including: -Check balances -Check current beneficiary -Investment option information -Transfer funds -Rebalance/change your asset allocation -Retrieve forgotten passwords -Request forms	A variety of interactive resources including: -Paycheck calculators -Savings calculators -Investment option calculators -Retirement calculators -An investment research tool -Complete investment option information Features to help you manage your account including: -Check your account balance -Shift money among different investment options -Choose new investment options -Review fund information and performance

If it's your first time logging in to your Pathfinder account, visit the home page and select *First Time Visiting? Let's Get Started!* on the right side of the screen. From there, follow the instructions on-screen to set up your username and password.

1 Asset allocation and balanced investment options and models are subject to the risks of the underlying funds, which can be a mix of stocks/stock funds and bonds/bond funds. For more information, see the prospectus and/or disclosure documents.

2 The account owner is responsible for keeping the assigned PIN confidential. Please contact Empower Retirement immediately if you suspect any unauthorized use.

3 Access to KeyTalk and/or any website may be limited or unavailable during periods of peak demand, market volatility, systems upgrades/ maintenance or other reasons. Transfer requests made via the website or KeyTalk received on business days prior to close of the New York Stock Exchange (3 p.m. Central time or earlier on some holidays or other special circumstances) will be initiated at the close of business the same day the request was received. The actual effective date of your transaction may vary depending on the investment option selected.

OKLAHOMA PATHFINDER

FEATURES & HIGHLIGHTS

Pathfinder is a defined contribution retirement savings program composed of a 401(a) plan for mandatory contributions and a 457(b) plan for additional voluntary contributions. Your mandatory 401(a) plan contribution is 4.5% of your annual salary, and your employer helps put you on a positive path to retirement by contributing an additional 6%. In addition, you can receive another 1% employer-matching contribution when you make a voluntary contribution of 2.5% to the 457(b) plan.

What is the 401(a) Plan?

The first component of the Pathfinder plan is the 401(a) plan. You will be enrolled in the 401(a) plan with a mandatory contribution of 4.5% of your pretax salary going into the plan. Your employer also contributes 6% of your pretax salary into the plan. Contributions and any earnings grow tax-deferred until money is withdrawn, usually during retirement.

What is the 457(b) Plan?

The second component of Pathfinder is the 457(b) plan where you can elect to contribute more than the mandatory 401(a) contribution of 4.5%. As with the 401(a) plan, contributions and any earnings in the 457(b) grow tax-deferred until money is withdrawn.

How Do I Enroll in Pathfinder?

Your retirement coordinator will enroll you in Pathfinder effective the first day of the month following your date of hire. All you have to do is choose your level of participation. Your minimum level of participation is the 4.5% employee contribution to the 401(a), which is matched with a 6% employer contribution.

You can also enroll in the 457(b) component by making additional contributions above the 4.5% mandatory contribution. Thereafter, you can enroll in the 457(b) component during the open enrollment period held each year.

Why Should I Enroll for Additional Contributions?

Your employer also provides an additional employer contribution of 1% if you contribute at least 2.5% in voluntary contributions through the 457(b) component of Pathfinder. You may want to participate if you are interested in saving and investing additional money for retirement and/or reducing the amount of current state and federal income tax you pay each year.

How are Pathfinder's Assets Protected?

All Pathfinder assets are held in trust for the exclusive benefit of you and your beneficiaries.

Does Participation in Pathfinder Affect My Social Security Benefits?

No. Pathfinder is a retirement program and does not replace or reduce any other retirement or Social Security benefits you are entitled to receive.

If I Leave Employment and Come Back Later, Will My Account Be Affected?

Your employee contributions to Pathfinder are 100% vested from day one. However, you become progressively vested in the employer-matching contributions according to a vesting schedule.

VESTING %	VESTING PERIOD*
20%	1 year
40%	2 years
60%	3 years
80%	4 years
100%	5 years

**The vesting period is measured in the days of participation following your date of hire (e.g., you become vested in the first 20% of the employer-matching funds if you participate for 365 days after your hire date). If you leave employment before you are 100% vested, you are only eligible to receive the percentage of the employer-matching contributions listed above. Any nonvested employer-matching contributions are permanently forfeited to the retirement system after 90 days to offset plan expenses. If you return to employment, your new vesting period picks up where you left off (e.g., If you left on day 275 of your fourth year, you will begin your new vesting period on day 276 of year four on the vesting schedule when you return).*

FINDING YOUR WAY *with* PATHFINDER

Getting Started

Who Contributes to My Retirement Plan?

With each paycheck, you make a mandatory contribution of 4.5% of your pretax compensation to the 401(a) plan, and your employer makes a matching contribution of 6% of your pretax compensation on your behalf.

What If I Want to Do More?

You can also make additional voluntary contributions to the 457(b) plan. If you contribute an additional 2.5% (for a total employee contribution of 7%) of your pretax compensation, your employer will make an additional matching contribution of 1% (for a total employer match of 7%).

You may contribute up to 100% of your includible compensation per year or the maximum shown below (whichever is less). If you reach age 50 during the calendar year, you can take advantage of the Age 50+ Catch-Up provision and contribute an additional amount as shown below.

YEAR	REGULAR MAXIMUM CONTRIBUTION LIMIT		AGE 50+ CATCH-UP
2015	$18,000	+	$6,000

The total you can contribute using the Age 50+ Catch-Up provision is $24,000 in 2015. As long as you are actively making voluntary contributions of at least 2.5% of your pretax compensation to Pathfinder through the 457(b) plan, your employer will contribute another 1% on your behalf.

What are My Investment Option Choices?

The default investment option upon enrollment is the Vanguard Balanced Fund.[1] You can choose to stay in the Balanced Fund or build your own portfolio from the wide array of investment options available to Pathfinder participants. Once your account is open, you can call or log in to your account and make investment option changes at any time. We have included information about the Pathfinder investment lineup in this packet.

You may also choose to use the self-directed brokerage account (SDBA) option provided by TD Ameritrade. The SDBA allows access to more than 4,000 mutual fund investments and is intended for knowledgeable investors who acknowledge and understand the risks associated with the investments contained in the SDBA.

Managing Your Account

How Do I Keep Track of My Account?

Empower Retirement, the recordkeeper for your Pathfinder account, will mail a combined quarterly account statement showing your account activity and balance. You can check your account balance and move money among investment options at any time. Use your Personal Identification Number[2] (PIN) and username to access either Plan account via the website at **www.okpathfinder.com** or toll-free through KeyTalk® at **(844) 465-7284**, or **(844)-4-OK-PATH**, 24 hours a day, seven days a week.[3]

If you invest in the SDBA, you will receive a separate statement from TD Ameritrade that will detail the investment holdings and activity within your SDBA, including any fees and charges imposed in connection with the SDBA.

How Do I Access My Account Online?

You will need a username to log in to your account at **www.okpathfinder.com**. If you do not already have a username, click on the *First Time Visiting? Let's Get Started* link. We will send you a PIN in the mail, but you can also sign up using alternate authentication methods by selecting *Forgot Username or PIN?* on the home page and following the instructions. You can also use this screen if you have already registered for the site but have forgotten your login information.

How Do I Request a PIN?

To request a new PIN or to obtain a copy of your existing PIN, call KeyTalk at **(844) 4-OK-PATH** to speak with a representative.

How Do I Make Investment Option Changes?

Use your PIN and username to access either plan account via the website at **www.okpathfinder.com** or KeyTalk at **(844)-4-OK-PATH**.

You can then:

- Move all or a portion of your existing balance among investment options
- Change how your future contributions are invested

Please consider the investment objectives, risks, fees and expenses carefully before investing. For this and other important information about investments offered through your plan, you may obtain prospectuses for mutual funds, any applicable annuity contract and the annuity's underlying funds from your registered representative. For prospectuses on the SDBA, contact TD Ameritrade at (866) 766-4015. Read them carefully before investing.

Transfers/Rollovers[4]

May I Roll Over My Account from My Former Employer's Retirement Plan into My Pathfinder Account?

Yes. Approved balances from other 401(k), 401(a) or 403(b) plans or an IRA can be rolled into the 401(a) plan. Approved balances from other governmental 457 plans can be rolled into the Pathfinder 457(b) plan. For more information, go to **www.okpathfinder.com** or call KeyTalk at **(844) 4-OK-PATH**.

Withdrawals

When Can I Withdraw From My Account?[5]

For both plans, you can withdraw only when you:

- Retire
- Reach age 70½ (457(b) plan only)
- Sever employment with the state
- Die (your beneficiary receives your benefits)
- Suffer an unforeseeable emergency while participating in the 457(b) plan

What are My Distribution Options?

Upon severance of employment or retirement, you may leave your balance in Pathfinder and continue to have full access to maintain your accounts. Plus, any growth will continue to be tax-deferred. You are not required to take a distribution from Pathfinder until after April 1 of the year following the year in which you reach age 70½ or terminate service.

When you do decide to take a distribution from Pathfinder, you have great flexibility in how you structure the distribution payments to fit your retirement income needs. To receive distributions over time, you may change the amounts or the method of payments at any time. You may structure distributions as follows:

- Lump-sum or partial payment
- Periodic payments
- A rollover into a governmental 457, 401(k), 401(a) or 403(b) plan or an IRA[4,6]

What Happens to My Money When I Die?

If you die before you select a payment distribution method, your designated beneficiary(ies) will receive the full value of your account(s) at the time he or she elects a distribution. If you die after you have selected a payment distribution method, your beneficiary(ies) will receive the amount of your remaining account balance (if any) to which he or she is entitled. Your beneficiary will need to call KeyTalk at **(844) 4-OK-PATH** to apply for a distribution.

Income Taxes[7]

Do I Report Any Current Earnings on My Account to the IRS?

No. Do not report any current earnings from your 457(b) plan or 401(a) plan on either your federal or state income tax forms. Any current earnings on your contributions are tax-deferred until withdrawn.[5]

How Much Will My Distribution Be Taxed?

When you take a distribution at the occurrence of one of the qualifying events listed on the previous page and such distribution is an eligible rollover distribution, a mandatory 20% of your distribution will be withheld for federal income tax. You may owe more or less than 20% depending on your specific tax situation. Applicable state taxes are also withheld. Your distribution is taxed based on your current tax rate at the time of distribution. For the 401(a) plan, distributions made prior to age 59½ may be subject to an additional 10% federal tax penalty.

Fees

What Are the Fees to Participate in Pathfinder?

The administrative fee for Pathfinder is $2.61 per month and will be deducted from your account.

Are There Any Fees for The Investment Options?

Each investment option has an investment management fee that varies by investment option. These fees are deducted by each investment option's management company before the daily price or performance is calculated. Fees pay for trading individual securities in the underlying investment options and other management expenses.

Funds may impose redemption fees on certain transfers, redemptions or exchanges.

Asset allocation funds may be subject to a fund operating expense at the fund level, as well as prorated fund operating expenses of each underlying fund in which they invest. For more information, please refer to the fund prospectus.

There is an additional quarterly fee of $15 and transaction fees to participate in the SDBA option.

Are There Any Distribution Fees?

There are no distribution fees in Pathfinder.

4 You are encouraged to discuss rolling money from one account to another with your financial advisor/planner, considering any potential fees and/or limitation of investment options.

5 Withdrawals may be subject to ordinary income tax. Withdrawals made prior to age 59½ may incur a 10% early withdrawal penalty. The 10% early withdrawal penalty does not apply to 457(b) plan withdrawals.

6 If you roll over any 457 dollars to another type of plan or account, withdrawals made prior to age 59½ may be subject to a 10% federal tax penalty.

7 The tax information contained in this material is based on federal laws existing on the date of its publication. Such laws are subject to legislative change and to judicial and administrative interpretation. Anyone considering the application of this information to his or her own situation should consult with his or her professional tax advisor.

INVESTING IN YOURSELF

How you choose to invest your retirement savings is one of the most important financial decisions you will make. The Pathfinder retirement system offers many different types of investments to help you pursue your retirement income goals.

Learn Your Investor Type

If investing is new to you, it can seem a little intimidating. But once you understand who you are as an investor, it makes choosing investments a little easier. Discovering your investor type simply means identifying your retirement goals, understanding your time horizon and determining your tolerance for risk. Once you know these things, you may have a much better idea about the types of investments that may be suitable for you.

- **Your Retirement Goals and Objectives** – Think about the lifestyle you want in retirement and how it compares in cost with your current lifestyle. Planning early for retirement can increase your chances of achieving your retirement goals.
- **Your Time Horizon** – Generally, the further away you are from retirement, the more risk you are able to assume to achieve a potentially higher return. On the other hand, the closer you are to retirement, the less risk you may want to assume.
- **Your Risk Tolerance** – Your tolerance for risk generally refers to your willingness to accept more risk to achieve potentially higher investment returns versus less risk for potentially lower returns. It's important to choose an investment mix that suits your risk tolerance.

Choose an Investment Mix

You may recall the old saying, "Don't put all your eggs in one basket." One way to potentially manage risk is through asset allocation, which is the process of mixing your money into a number of different types of investment options and asset classes, such as stock funds, bond funds, and cash alternatives. You can take managing risk a step further by dividing up your money within and between those asset classes, which is known as diversification.

Generally speaking, if your dollars are invested in materially different types of investments and market conditions cause one of your investments to perform poorly, not all of your money will be adversely affected. Mutual funds, like most of the Pathfinder options available to you, provide a convenient way to diversify by owning a small portion of hundreds or even thousands of companies in a single investment. Further diversification can be achieved by choosing funds of different asset classes. Remember to review your allocation at least annually and rebalance back to your investment objective and risk tolerance as necessary. It is important to note that asset allocation, diversification and rebalancing do not ensure a profit and do not protect against loss in declining markets.

The illustration below shows where some of the standard investment options fall on the risk spectrum, as well as the specific Pathfinder investment options available under each category of the spectrum.[8]

Blaze Your Own Trail

Based on what you now know about the different risk levels associated with your Pathfinder investment options, you can create a portfolio that is specific to your needs. As you build your investment mix, you'll not only want to consider investment risks, but you'll also want to consider whether the funds you select are passively or actively managed.

Passive funds (or index funds) replicate an index return at a low cost. Active funds are professionally managed with the goal to outperform an index and typically carry a higher cost.

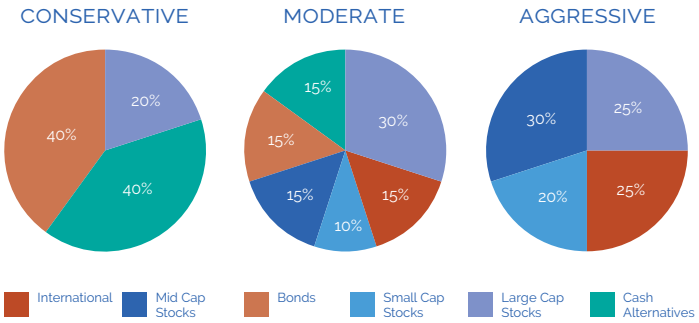
In general, Pathfinder offers favorable fees, but any fees you pay on the funds in the plan can influence your ability to achieve your overall savings goals. While fund expenses are an important consideration, the fees you pay should not be the only factor you use to determine your optimal portfolio. Fund expenses can be found at **www.okpathfinder.com**, under Investment Information.

The following three examples show what different portfolios may look like based on conservative, moderate and aggressive risk tolerances.

Conservative: You are comfortable with less risk for potentially lower returns. The illustration below is an example of a conservative mix of assets.

Moderate: You are comfortable with some volatility. This mix is a balance between lower- and higher-risk investments. The illustration below is an example of a moderate mix of assets.

Aggressive: You are comfortable with higher risk for potentially higher returns. The illustration below is an example of an aggressive mix of assets.



FOR ILLUSTRATIVE PURPOSES ONLY. Intended to illustrate possible investment portfolio allocations that represent an investment strategy based on risk and return. This is not intended as financial planning or investment advice.

Take a Convenient Road

If you do not have the time or desire to build your own portfolio, a target date fund may be a convenient option for you. Target date funds are designed to help achieve a well-diversified portfolio and manage risk. All you have to do is select the target date fund with the year that most closely matches the year you expect to retire. Once you've made your choice, professional asset managers automatically reallocate and rebalance the fund over time — gradually moving it from a more aggressive investment mix to one that is more conservative. The date in a target date fund's name represents an approximate date when an investor turns 65.

While target date funds can be convenient, you should still review the underlying funds that make up the portfolios and consider how each fund's investment objective matches your savings goals, investment horizon, and risk tolerance. As your personal circumstances change, you should monitor the fund's performance to make sure it continues to align with your investment goals.

The following target date funds are available to you in the Pathfinder plan:

- Vanguard Target Retirement 2020
- Vanguard Target Retirement 2030
- Vanguard Target Retirement 2040
- Vanguard Target Retirement 2050

As with all investments, the principal value of the fund(s) is not guaranteed at any time, including at the target date.

The Pathfinder website, **www.okpathfinder.com**, is a great resource to learn even more information about your investment choices. You can review the specific performance over time of all your investment options and read about each investment's specific objective. The more you know, the easier it can be to start down the investment path that's right for you.

Please consider the investment objectives, risks, fees and expenses carefully before investing. For this and other important information about investments offered through your plan, you may obtain prospectuses for mutual funds, any applicable annuity contract and the annuity's underlying funds, and/or disclosure documents from your registered representative or plan's website. Read them carefully before investing.

8 The position of the various funds on the chart does not reflect an absolute relation of the funds, but only their expected relative ranking over the long term. Shown for illustrative purposes only. Past performance is not a guarantee of future results.

OKLAHOMA PATHFINDER

MY PERSONAL CHECKLIST

- Read the Enrollment Guide thoroughly
- Completed the Participant Enrollment form to determine my level of participation in Pathfinder
- Completed the applicable Beneficiary Designation form(s) pertaining to my Pathfinder account(s)
- Reviewed the Investment Options at a Glance summary at *www.okpathfinder.com* to learn more about the investment options available to me as a participant in Pathfinder
- Reviewed my investments online at *www.okpathfinder.com*. You may change your default investment option by logging into your account. If it's your first time logging in to your Pathfinder account, visit the home page and select *First Time Visiting? Let's Get Started!* on the right side of the screen. From there, follow the instructions on-screen to set up your username and password

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NOTES

Core securities, when offered, are offered through GWFS Equities, Inc. and/or other broker dealers.

GWFS Equities, Inc., Member FINRA/SIPC, is a wholly owned subsidiary of Great-West Life & Annuity Insurance Company.

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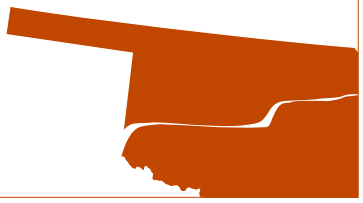
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