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Service Description and Direct Compensation

In addition to investment related compensation, your plan may pay direct fees to Voya in connection with the services we provide. Current direct fees for standard services are shown below. Additional optional services may also be available for which fees are not shown. Please refer to your program agreements for complete detail. Services and charges are subject to change as described in the applicable agreements.

Recordkeeping Services

Voya's recordkeeping services include services related to the maintenance of plan investment options, and may include additional plan administrative support. These services include those listed below. Voya does not act in a fiduciary or investment advisory capacity in the provision of these services.

1099R or W2 reporting on distributions payable to the participant	Administration to plan rules in the absence of a Third Party Administrator						
Client relationship management	Communications to help educate and motivate your participants to take full						
	advantage of the benefits of your plan						
Comprehensive support to help navigate today's regulatory landscape	Cutting-edge technology to help manage your plan						
Daily account valuations and reconciliations	Dedicated Plan Participant Website						
Dedicated Plan Sponsor Website	Disbursement of funds as directed by authorized plan representatives						
Establishment and maintenance of participant accounts	Financial education and counseling for terminated or retiring employees						
Fund scorecard to help assess performance of funds	Local or online enrollment support						
Local service provided by registered representatives	Maintenance of participant vesting and loan records if offered by the plan						
Menu of pre screened investment options	Monitoring of annual deferral limit						
Multiple distribution options	On-demand plan level reporting						
Online beneficiary maintenance	Participant bench-marking tools, calculators and newsletters						
Payroll deduct/ACH loans if offered by the plan	Personal Rate of Return available through the participant website						
QDRO/DRO account maintenance	Receiving and processing periodic contributions, fund transfers and allocation						
	changes						
Sample investment policy statements available	Specimen Plan Document available						
Sponsor/participant account statements	Support for multiple contribution sources						
Support for plan audits	Toll-free telephone access (interactive voice response or live representative)						
TPA support if applicable	Unforeseeable Emergency / Hardship reviews available						

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Direct Fees for Standard Recordkeeping Services: None

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Optional Services and Fees:

Direct Fees for Optional Recordkeeping Services	Fees	Payment Method
Loan Initiation Fee, one-time charge per loan:	\$125.00	Deducted from participant account

Additional Disclosures

Other plan-sponsor services also may be available for additional fees.

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Morningstar Retirement Manager services provided by Morningstar Associates, LLC ("Morningstar")

Morningstar Retirement Manager is a service provided by Morningstar which includes a "Managed by Morningstar" service under which Morningstar will make investment selections for plan participants who select this service.

Voya facilitates participants' access to Retirement Manager services provided by Morningstar by providing the following services:

- (a) Set up services with Morningstar.
- (b) Maintenance services: refresh Plan business rules, participant information and profiles with Morningstar.
- (c) Standard reporting on participant activity.
- (d) Sponsor and participant customer service support services.

Voya does not act in a fiduciary or investment advisory capacity in connection with this service. Please refer to your Morningstar service agreements for a full description of this service. Voya and Morningstar's fees are deducted from the accounts of participants selecting this service as follows:

Annual Service Fees	Fees	Payment Method
Voya Administrative & Recordkeeping Fee	0.25%	Deducted from participant account
Basis Points Payable to Morningstar *	0.25%	Deducted from participant account

^{*}Voya collects this fee on behalf of, and remits payments to, Morningstar.

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

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Investment Expenses and Indirect Compensation

The chart below shows the components of the investment expenses for the non-fixed interest funds available under your plan as well as the revenue paid to Voya Financial, Inc. (Voya) from the funds in support of the recordkeeping and administrative services we provide in connection with your plan. The revenue received by Voya from the fund is paid by the fund itself or a related party (e.g. the fund's investment manager) and is <u>not</u> an additional expense above the fund fees. Voya uses this revenue to maintain the investment, administrative and technological platforms and other supporting services used by your plan. Part of this revenue may also be used to compensate your advisor. Amounts shown below are based on charges in effect as of the date above and are subject to change.

Please refer to the Appendix for a description of the services provided in connection with the following fees paid by the Funds to Voya:

	Expenses Paid							Recordkeeping Revenue to Voya						
		Fund Expenses					Voya Contract Charges	Total						
Fund No Fund Name	(A) Management Fees	(B) 12b-1 Fees	(C) Other Expenses	(D) Gross Fund Expense (A+B+C)	(E) Waivers and Adjustments	(F) Net Fund Expense (D+E)	Prospectus Date	(G) Daily Asset Charge	(H) Total Net Fund Expense (F+G)	(I) Total Daily Asset Charge (From Column G)	(J) Sub TA/Expense Reimbursement	(K) 12b-1 Fee	(L) Service Fee	(M) Total Revenue to Voya (I+J+K+L)
1057 Voya Fixed Account - 457/401 II	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	0.41%	0.41%
1202 TD AMERITRADE SDBA	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	N/A	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
1205 AllianzGI NFJ Dividend Value Fd Inst	0.70%	0.00%	0.01%	0.71%	0.00%	0.71%	08/28/2015	0.00%	0.71%	0.00%	0.10%	0.00%	0.00%	0.10%
1257 VY TRowePrice Captl Apprec Pt Inst	0.64%	0.00%	0.00%	0.64%	0.00%	0.64%	05/01/2015	0.00%	0.64%	0.00%	0.28%	0.00%	0.00%	0.28%
1267 Oppenheimer Main Str Mid Cap Fund Y	0.62%	0.00%	0.23%	0.85%	0.00%	0.85%	08/28/2015	0.00%	0.85%	0.00%	0.00%	0.00%	0.25%	0.25%
1303 TRowePrc Growth Stock Fund	0.52%	0.00%	0.16%	0.68%	0.00%	0.68%	05/01/2015	0.00%	0.68%	0.00%	0.15%	0.00%	0.00%	0.15%
1360 Amer Bcn Large Cap Value Fund Inst	0.23%	0.00%	0.36%	0.59%	0.00%	0.59%	02/28/2016	0.00%	0.59%	0.00%	0.00%	0.00%	0.00%	0.00%
2228 Parnassus Core Equity Fund Inv	0.60%	0.00%	0.27%	0.87%	0.00%	0.87%	05/01/2015	0.00%	0.87%	0.00%	0.40%	0.00%	0.00%	0.40%
2473 Vanguard Trgt Retire 2055 Fnd Inv	0.00%	0.00%	0.16%	0.16%	0.00%	0.16%	01/28/2016	0.06%	0.22%	0.06%	0.00%	0.00%	0.00%	0.06%
3685 Invesco Equity & Inc Fd R5	0.35%	0.00%	0.14%	0.49%	-0.01%	0.48%	12/18/2015	0.00%	0.48%	0.00%	0.10%	0.00%	0.00%	0.10%
3772 Hartford MidCap HLS Fund IB	0.68%	0.25%	0.02%	0.95%	0.00%	0.95%	05/01/2015	0.00%	0.95%	0.00%	0.05%	0.25%	0.00%	0.30%
487 American Funds Growth Fnd R3	0.27%	0.50%	0.21%	0.98%	0.00%	0.98%	12/31/2015	0.00%	0.98%	0.00%	0.15%	0.50%	0.00%	0.65%
5036 Franklin Mutual Global Disc Fund A	0.80%	0.30%	0.19%	1.29%	0.00%	1.29%	05/01/2015	0.00%	1.29%	0.00%	0.15%	0.30%	0.10%	0.55%
524 Fidelity Contrafund	0.56%	0.00%	0.15%	0.71%	0.00%	0.71%	02/29/2016	0.00%	0.71%	0.00%	0.25%	0.00%	0.00%	0.25%
566 Vanguard Instit Index Fnd Inst	0.04%	0.00%	0.00%	0.04%	0.00%	0.04%	04/27/2016	0.00%	0.04%	0.00%	0.00%	0.00%	0.00%	0.00%
6501 Vanguard Developed Mkts Indx Fd Inst	0.05%	0.00%	0.02%	0.07%	0.00%	0.07%	04/08/2016	0.00%	0.07%	0.00%	0.00%	0.00%	0.00%	0.00%
735 Dodge & Cox International Stock Fund	0.60%	0.00%	0.04%	0.64%	0.00%	0.64%	05/01/2015	0.00%	0.64%	0.00%	0.10%	0.00%	0.00%	0.10%
7499 Vanguard Extend Mrkt Index Fnd Inst	0.06%	0.00%	0.01%	0.07%	0.00%	0.07%	04/27/2016	0.00%	0.07%	0.00%	0.00%	0.00%	0.00%	0.00%
791 Vanguard Trgt Retire 2015 Fnd Inv	0.00%	0.00%	0.14%	0.14%	0.00%	0.14%	01/28/2016	0.06%	0.20%	0.06%	0.00%	0.00%	0.00%	0.06%
793 Vanguard Trgt Retire 2035 Fnd Inv	0.00%	0.00%	0.15%	0.15%	0.00%	0.15%	01/28/2016	0.06%	0.21%	0.06%	0.00%	0.00%	0.00%	0.06%
794 Vanguard Trgt Retire 2045 Fnd Inv	0.00%	0.00%	0.16%	0.16%	0.00%	0.16%	01/28/2016	0.06%	0.22%	0.06%	0.00%	0.00%	0.00%	0.06%
795 Vanguard Trgt Retire Income Fnd Inv	0.00%	0.00%	0.14%	0.14%	0.00%	0.14%	01/28/2016	0.06%	0.20%	0.06%	0.00%	0.00%	0.00%	0.06%
799 Vanguard Total Bnd Mrkt Ind F Inst	0.04%	0.00%	0.01%	0.05%	0.00%	0.05%	04/26/2016	0.00%	0.05%	0.00%	0.00%	0.00%	0.00%	0.00%
926 Vanguard Trgt Retire 2025 Fnd Inv	0.00%	0.00%	0.15%	0.15%	0.00%	0.15%	01/28/2016	0.06%	0.21%	0.06%	0.00%	0.00%	0.00%	0.06%
9748 Goldman Sachs Sm/Md Cap Growth Fd A	0.99%	0.25%	0.21%	1.45%	-0.15%	1.30%	12/29/2015	0.00%	1.30%	0.00%	0.30%	0.25%	0.00%	0.55%

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Fund Notes

Invesco Equity and Income Fund - Class R5: Invesco Advisers, Inc. (Invesco or the Adviser) has contractually agreed to waive a portion of the Fund's management fee in an amount equal to the net management fee that Invesco earns on the Fund's investments in certain affiliated funds. This waiver will have the effect of reducing the Acquired Fund Fees and Expenses that are indirectly borne by the Fund. Unless Invesco continues the fee waiver agreement, it will terminate on June 30, 2017. The fee waiver agreement cannot be terminated during its term.

Goldman Sachs Small/Mid Cap Growth Fund - Class A: The Investment Adviser has agreed to (i) waive a portion of its management fees in order to achieve an effective net management fee rate of 0.80% as an annual percentage rate of the average daily net assets of the Fund; and (ii) reduce or limit "Other Expenses" (excluding acquired fund fees and expenses, transfer agency fees and expenses, service fees, taxes, interest, brokerage fees, shareholder meeting, litigation, indemnification and extraordinary expenses) to 0.004% of the Fund's average daily net assets. These arrangements will remain in effect through at least December 29, 2016, and prior to such date, the Investment Adviser may not terminate the arrangements without the approval of the Board of Trustees. The Fund's "Total Annual Fund Operating Expenses After Fee Waiver and Expense Limitation" have been restated to reflect the fee waiver and expense limitation currently in effect.

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Other Indirect Compensation

Float

Voya and its affiliated companies ("Voya") earn income in the form of bank service credits on contributions awaiting investment and on payments awaiting distribution from the bank accounts that Voya maintains (or "float"). The bank service credits are applied against the bank service fees that apply to the bank accounts that Voya maintains and may not be redeemed for cash. Specifically, the bank accounts have been established to receive and hold for a reasonable time:

- contributions or other amounts to be invested in your retirement plan, or
- amounts redeemed to pay a distribution or disbursement from your plan.

Your Voya service provider will receive income in the form of bank service credits (as described below) and offset such credits against bank service fees that are charged to Voya for the use of such bank accounts and for services provided by the banks for processing receipts or disbursements.

Float Generated by Contributions:

Your Voya service provider uses a bank account to receive and hold contributions or other Plan deposit amounts to be invested. Contributions or other deposit amounts are held until Authorized Instructions are received in good order. Income in the form of bank service credits are earned on the bank account during any waiting period for Authorized Instructions. For Authorized Instructions received in good order by the close of the New York Stock Exchange (normally 4:00 p.m. Eastern Time), contributions or other deposit amounts will be invested on that business day. For Authorized Instructions received in good order after the close of the New York Stock Exchange, contributions or other deposit amounts will be processed on the next business day.

Float Generated by Distributions:

Your Voya service provider and/or one or more of its corporate affiliates receives income in the form of bank service credits in connection with distributions or disbursements that Voya pays on the plan's behalf. The service credits accrue during the period beginning when an amount is redeemed from the Plan's investment to fund a distribution or disbursement check and ending when the check is presented for payment.

Additionally, from time to time, the corporate affiliate of your Voya service provider may receive money market like rates of return on other deposit or short term investment products in which distributions may be held until such time as the check is presented for payment.

Transaction Processing Errors

Voya processes your Plan's investment instructions on an "omnibus" or aggregated basis. If Voya's correction of a Voya processing error results in a loss to your Plan or its Participants, Voya will absorb the loss. If any gain results in connection with the correction of a Voya processing error, Voya will net any such gain against other losses absorbed by Voya and retain any resulting net gain as a component of its compensation for transaction processing services, including its agreement to make Plan and Participant accounts whole for losses resulting from Voya processing errors. For more information on our error correction policy, please refer to Voya Retirement Insurance and Annuity Company's Policy for Correction of Processing Errors ("VRIAC Policy"). The VRIAC policy is posted in the Sponsor Disclosure section of the Sponsor Web.

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Revenue Sharing

In addition, to the extent former or current Affiliates of Voya perform services for the Plan, such Affiliate may share any revenue received with Voya or may credit Voya for such revenue against amounts due from Voya to such Affiliate. Such revenue sharing may include, but it is not limited to, revenue sharing in connection with investment management, brokerage or trustee/custodial services.

Conference Support

Some fund families provide financial support to Voya companies in connection with training and education events attended by Voya employees and representatives. This financial support may include expenses associated with meals. For calendar year 2015 such amount was approximately \$1.14 per plan. This estimate was determined by dividing the total amount received from all fund families by the number of plans for which Voya provides investment services.

Self Directed Brokerage Account

TD Ameritrade pays Voya a quarterly amount equal to the table below. TD AMERITRADE, Division of TD AMERITRADE, Inc., member FINRA/SIPC. TD AMERITRADE is a trademark jointly owned by TD AMERITRADE IP Company, Inc. and The Toronto-Dominion Bank. ©2009 TD AMERITRADE IP Company, Inc. All rights reserved. Used with permission. TD AMERITRADE is an independent entity and not a corporate affiliate of Voya Financial Partners, LLC (member SIPC).

Indirect Fees for SDBA Services					
Total Voya Assets with TD AmeriTrade	Basis Points Paid				
\$0 to 100 Million	0.00				
\$100 to \$500 Million	1.75				
Over \$500 Million	2.00				

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Appendix: Definitions for Indirect Fees

Fund No: The fund number assigned by Voya

Fund Name: The name of the Fund

Please note that some of the funds available under your plan may include Voya proprietary funds. Proprietary funds are funds which are owned by Voya companies. The mutual funds listed for your plan which start with Voya's name are Voya proprietary funds.

FUND EXPENSES

- Management Fees: Fees paid to the Fund for investment advisory activities related to the selection and management of fund investments. These fees may include fees paid to the trustee of a collective investment trust.
- 12b-1 Fees: Fees paid to the Fund for distribution services provided on behalf of a fund. If the fund imposes 12b-1 fees, such payments are made out of fund assets.
- Other Expenses: Fees paid to the Fund for other expenses associated with maintenance of a fund, such as: accounting, audit, recordkeeping, prospectus delivery, proxy support, periodic fund reports printing and/or mailing, etc.
- Gross Fund Expense: The sum of the management fees, 12b-1 fees and other expenses paid by the Fund.
- Waivers and Adjustments: An adjustment to a portion of the mutual fund fees as stated in the fund's most current prospectus. For certain funds, the investment adviser or other service provider to the fund may waive a portion of its fees or reimburse certain fund expenses, which will reduce the expense ratio of the fund for the period of the waiver or adjustment. These waivers and adjustments may not necessarily continue in the future. Please refer to the footnotes at the end of this report for further information regarding any Waivers and Adjustments shown.
- **Net Fund Expense**: The Gross Fund Expense reduced by any waiver or adjustment in effect.
- Prospectus Date: The date of the fund prospectus from which the fund fees have been provided.

VOYA CONTRACT CHARGES

• Daily Asset Charge: A Voya contract charge assessed against the variable funds for marketing and sales expenses as well as the costs of various services (e.g., call centers, websites, daily valuation systems, regulatory information, transaction processing, communication, education and enrollment support) in

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support of your program. This fee paid to Voya may be comprised of a base contract charge as well as additional charges for optional services selected by the plan.

• Total Investment Expense: The Net Fund Expense plus the Daily Asset Charge.

REVENUE TO VOYA

- Total Daily Asset Charge: The Daily Asset charge.
- Sub Transfer Agent (Sub TA) Expense Reimbursement: The amount paid to Voya Retirement Insurance and Annuity Company ("VRIAC") or its affiliates by the Fund Family or Fund Transfer Agent for plan and participant level recordkeeping services.
- 12b-1 Fees: The amount paid to VRIAC or its affiliates by the fund family from the fund's 12b-1 fees for distribution services.
- Service Fee: The amount paid to VRIAC or its affiliates by the Fund Family or Fund Transfer Agent for other services provided in connection with the investment option. If your plan uses the Voya Fixed Account or Voya Guaranteed Accumulation Account (GAA), the amount shown in the "Service Fee" column represents our reasonable and good faith estimate of the cost of the recordkeeping and other administrative services being offset through a reduction in the rates of interest that would otherwise be credited. In developing our estimate, we applied guidance issued by the Department of Labor in connection with Form 5500 Schedule C reporting. Under that guidance, if the rate of return on a fixed rate investment contract is net of the expense of recordkeeping and similar administrative services, then the amount so "netted" should be reported as a fee charged against the Plan's investment in order to avoid the inference that the Plan services were being provided free of charge. Estimates of those amounts are permitted so long as the estimate is reasonable, and the methodology and assumptions used to prepare the estimate are disclosed.

The rate credited to your Plan's Fixed Account and/or GAA ("fixed accounts") balance is a "net" rate that reflects the costs of the recordkeeping and other administrative services we provide. We have estimated the amount of that rate reduction and reported it in the "Service Fee" column of our indirect compensation report in order to inform your understanding of the costs of our recordkeeping and administrative services. Set forth below is a description of the method we used in developing our estimate:

First, we determined the ratio of (1) our estimated internal costs for providing plan recordkeeping, trusteeship and similar services to all of our Plan customers as of the prior calendar year end, to (2) our average total assets during the same calendar year. We applied that ratio to your Plan's fixed account(s) to arrive at an estimate of the dollar amount of reportable compensation attributable to netting the costs of providing such services against the Fixed Account/GAA rate.

• Total Revenue to Voya: The sum of the Total Daily Asset Charge plus amounts received by Voya from the Fund or fund custodian for Sub TA Expense Reimbursement, 12b-1 Fees and other services.