

Direct Rollover IRA Form

PO Box 219109 • Kansas City, MO 64121-9109 • 800-379-7603

Use this form to invest an eligible rollover distribution from an employer's retirement plan into a new or existing IRA at Janus Henderson. Do **not** use this form to move your IRA from another financial institution to a Janus Henderson IRA. Send completed and signed form to Janus Henderson (**Steps 1 through 6**). Janus Henderson will forward your form and a Letter of Acceptance to the plan as indicated in **Step 2**.

Questions?

Call us at **800-379-7603**

- **IMPORTANT.** You may need to complete your employer's forms. Contact them for instructions or call a Janus Henderson Direct Rollover Specialist at 800-379-7603 for assistance, which may include a conference call with your current retirement plan provider.
- Any **Required Minimum Distributions** (RMDs) are not eligible for a rollover and must be distributed before rolling over assets into an IRA.
- If you are establishing a new account, please include a completed Janus Henderson IRA Application for each account type.

Step 1 - Tell us about yourself

Owner information

First Name

Middle Initial

Last Name

Social Security Number

Date of Birth

Address

City

State

Zip Code

Phone Number (required)

Additional Phone Number (optional)

Remember to sign on the last page

Step 2 - Tell us about your employer's retirement plan that you would like to roll over.

Where are your assets currently held?

Name of current custodian, firm or trustee

Address

City

State

Zip Code

Phone Number (required)

Account Number

How much would you like to roll over to Janus Henderson?

Indicate the approximate amount: \$ _____ or percentage _____ %

Note to the plan/employer: Janus Henderson does not accept certificated shares. Send check payable to Janus Henderson (see Letter of Acceptance).

Step 3 - Tell us your direct rollover instructions

My rollover is coming from:

☐ **Traditional** tax-deferred assets from a
401(a), 401(k), 403(b) or 457(b)

Deposit rollover into a:

☐ Traditional IRA _____
% or \$ Amount

☐ SEP IRA _____
% or \$ Amount

☐ Roth IRA* _____
% or \$ Amount

☐ I do not want federal income tax withheld

☐ I want federal income tax withheld _____
% or \$ Amount

Note: * When converting assets from traditional tax deferred assets to a Roth IRA, you are responsible for any federal income taxes, state or local taxes, and any penalties that may apply to your taxable conversion. You may elect to have federal withholding taken and sent to the IRS on your behalf. If federal withholding is taken during the rollover process, state withholding may also be required depending on the state. You may also be responsible for any penalties and taxes of assets not rolled over. (Please refer to the attached notice titled "**Distribution Notice**" for additional information.)

Remember to sign on the last page

Step 3 - (continued)

My rollover is coming from:

☐ Designated Roth assets from a
Roth 401(k), Roth 403(b), or Roth 457(b)

Deposit rollover into a:

☐ Roth IRA _____
% or \$ Amount

Note: If you have any “After-Tax” assets in your plan, please contact us.

Step 4 - Tell us which Janus Henderson funds you would like to own

The minimum initial investment is \$1,000 per fund or \$100 per fund when you choose to invest \$50 or more on a monthly basis through our Automatic Investment Program. Questions? Call 800-379-7603.

Traditional IRA or SEP IRA Fund Selections:

If rolling over assets to a Traditional IRA or SEP IRA, provide your fund selections below.

Fund Name	Existing Account Number or “New”	% or \$ Amount
Fund Name	Existing Account Number or “New”	% or \$ Amount
Fund Name	Existing Account Number or “New”	% or \$ Amount
Fund Name	Existing Account Number or “New”	% or \$ Amount

Note: If “New,” please include a completed Janus Henderson IRA Application to establish a new account.

Roth IRA Fund Selections:

If rolling over assets to a Roth IRA, provide your fund selections below.

Fund Name	Existing Account Number or “New”	% or \$ Amount
Fund Name	Existing Account Number or “New”	% or \$ Amount
Fund Name	Existing Account Number or “New”	% or \$ Amount
Fund Name	Existing Account Number or “New”	% or \$ Amount

Note: If “New,” please include a completed Janus Henderson IRA Application to establish a new account.

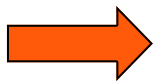
Remember to sign on the last page

Step 5 - To expedite your request, we recommend you contact your current plan administrator or custodian to determine if they have any additional requirements, such as:

- Assets may need to be liquidated prior to being rolled over
- Signature Guarantee may be required (obtain signature guarantee in **Step 6**)
- Outstanding fees may be owed
- Specific plan administrator’s or custodian’s address
- Spousal Consent (provided by your current plan administrator or custodian)
- Qualified Joint and Survivor Annuity Notice (provided by your current plan administrator or custodian)

Step 6 - Please read and sign below.

By signing below,
I acknowledge all declarations made in this document. I certify that I have received, read and understand "Distribution Notice," and, if applicable "Qualified Joint and Survivor Annuity Notice." I understand that conversions to a Roth IRA will be treated as a distribution from my employer’s retirement plan and may be considered ordinary income for tax purposes. Furthermore, any amounts withheld for federal and state tax withholding from a conversion could be subject to an early withdrawal penalty if I am under age 59½. I certify that all assets are eligible for rollover and, if applicable, any required minimum distributions (RMDs) and any assets deemed to be ineligible for rollover have been distributed to me and are not included in this Direct Rollover.

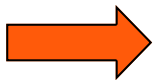


X

Signature of Plan Participant or Beneficiary

Date

Printed Name of Plan Participant or Beneficiary



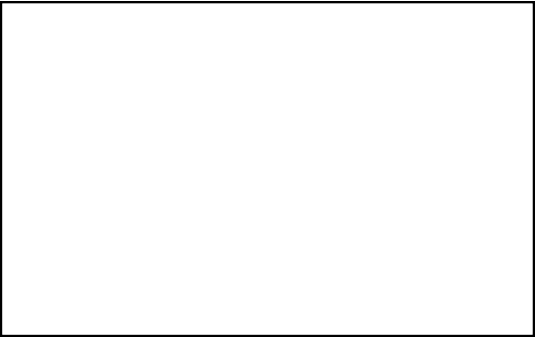
X

Signature of Plan Administrator/Employer

Date

(only as required by the current custodian or financial institution where the assets are held)

SIGNATURE GUARANTEE STAMP
(Including Medallion Guarantees)



PLACE GUARANTEE STAMP AND AUTHORIZED SIGNATURE INSIDE OF THE SPACE PROVIDED. DO NOT OVERLAP ANY PART OF THE STAMP AND/OR SIGNATURE WITH OTHER TEXT IN THE APPLICATION.

A signature guarantee assures a signature is genuine and protects you from unauthorized requests on your account. Financial institutions that may guarantee signatures include banks, savings and loans, trust companies, credit unions, broker/dealers and member firms of a national securities exchange. Contact the financial institution you intend to obtain a signature guarantee from for further information. **A notary public cannot provide a signature guarantee.**

IRA Application

PO Box 219109 • Kansas City, MO 64121-9109 • 800-525-1093

Use this form to establish a Traditional IRA, Roth IRA, SEP IRA, or SARSEP IRA at Janus Henderson.

Please do not use this form to establish an Inherited IRA or a Non-Retirement account at Janus Henderson.

- You must be a US Citizen or a US Resident Alien residing in the United States or a US Territory to open a Janus Henderson account.
- **Important Note:** To help the government deter money laundering and terrorism funding activities, all financial institutions are required to obtain, verify and record information that identifies each person who opens an account. Please read the important disclosures in Step 12.
- Read the prospectus carefully before you invest or send money.
- Please print or type using black ink.
- **Accounts opened directly with Janus Henderson are only available in the D Share class.**

Questions?

Call us at **800-525-1093**

In a Hurry?

Establish account online at
janushenderson.com

- or -

Fax form to **877-319-3852**

Step 1 - Select the type of IRA you would like to open (check one)

- ☐ Traditional IRA
- ☐ Roth IRA
- ☐ SEP IRA (completed IRS Form 5305-SEP is on file with employer)
- ☐ Salary Reduction SARSEP IRA (In order to establish a new SARSEP IRA, your employer plan must have been opened on or before December 31, 1996. Please consult your tax advisor.)

Step 2 - Provide your Personal information (all fields required unless noted)

First Name

Middle Initial

Last Name

Social Security Number

Date of Birth

- ☐ Please send me information about adding an authorized person to act on my account.

Parent or Guardian's Information (must be completed if application is for a minor)

First Name

Middle Initial

Last Name

Social Security Number

Date of Birth

Remember to sign on the last page

Step 3 - Provide your Mailing Address and Contact information (all fields required unless noted)

Mailing Address (If you provide a PO Box, you must also fill out **Physical Address** below.)

Address

City

State

Zip Code

Phone Number

E-mail Address (optional)

Physical Address (Required if different from above. No PO Box addresses.)

Address

City

State

Zip Code

Step 4 - Provide how you would like to fund your IRA (check one)

- ☐ **Annual contribution** (*state contribution year; maximum \$6,500 per tax year, \$7,500 if age 50 or over*)

Contribution Year _____ *

- ☐ **SEP Employer Contribution**

Contribution Year _____ *

- ☐ **Salary Reduction Contribution** (For SARSEP IRA only. Contributions must come from the employer.)

- ☐ **Transfer of an existing IRA, Roth IRA, SEP IRA, or SARSEP IRA from another financial institution**
(Please enclose a Janus Henderson IRA Transfer Form)

- ☐ **Rollover of an existing IRA, Roth IRA, SEP IRA, or SARSEP IRA ****

- ☐ **Direct Rollover from Employer Retirement Plan**

☐ Check enclosed

☐ Assets will be sent to Janus Henderson separate from this application.

- ☐ **Inherited IRA - Call 800-525-1093**

- ☐ **Conversion of a Janus Henderson Traditional IRA to a Janus Henderson Roth IRA**
(Please enclose an Authorization to Convert a Janus Henderson Traditional IRA Form)

- ☐ **Recharacterization of a Janus Henderson IRA**
(Please enclose a Janus Henderson Recharacterization Form)

* If contribution year is not stated, purchase will be made as a current year contribution.

** IRS Announcements 2014-15 and 2014-32 limit rollovers from an IRA to another (or the same) IRA to *one in any 12-month period*, regardless of the number of IRAs you own. The "One-Rollover-Per-Year" rule does not apply to IRA transfers, conversions, recharacterizations, or direct rollovers to or from a qualified plan. Please seek professional tax advice regarding questions about any IRA distributions.

Remember to sign on the last page

Step 5 - Provide how you would like to make your initial fund purchase (check one)

- ☐ **Electronically** - Make a one-time withdrawal of \$ _____ from the bank account listed in Step 7.
- ☐ **Check** - Make your personal check, Direct Rollover check, or Cashier’s check payable to **Janus Henderson** and enclose it with your completed application.
- ☐ **Check** - Direct Rollover check will be sent to Janus Henderson separate from this application.

Step 6 - Provide the Janus Henderson funds you would like to own

The minimum initial investment is \$1,000 per fund or \$100 per fund when you choose to invest \$50 or more on a monthly basis through our Automatic Investment Program described in Step 8.*

See included list of Janus Henderson Funds. If providing a ticker symbol, please make sure it matches the one on the list provided to prevent any delays in your purchase.

_____	_____
Fund Name or Ticker Symbol	% or \$ Amount
_____	_____
Fund Name or Ticker Symbol	% or \$ Amount
_____	_____
Fund Name or Ticker Symbol	% or \$ Amount
_____	_____
Fund Name or Ticker Symbol	% or \$ Amount
_____	_____
Fund Name or Ticker Symbol	% or \$ Amount
_____	_____
Fund Name or Ticker Symbol	% or \$ Amount
_____	_____
Fund Name or Ticker Symbol	% or \$ Amount
_____	_____
Fund Name or Ticker Symbol	% or \$ Amount

*Certain retirement plans such as SEP IRAs and SARSEP IRAs may not be subject to stated minimums, as defined in the fund’s prospectus.

Remember to sign on the last page

Step 7 - Provide your bank information

Please provide your bank information if you are enrolling in **Janus Henderson's Automatic Investment Program** and/or would like to make future **electronic purchases and redemptions**.

This is a:

☐ Checking Account

☐ Savings Account

9-Digit Bank Routing/ABA Number

Checking or Savings Account Number

Bank Name

Owner's Name Exactly as on Bank Account

Joint Owner's Name Exactly as on Bank Account

If the owner(s) of the bank account is anyone other than the owner(s) of the Janus Henderson account, please complete a Bank Options Form or call a Janus Henderson Representative for more information at 800-525-1093

Please attach a *preprinted* voided check.



Don't have a preprinted voided check? Please contact a Janus Henderson representative at: **800-525-1093**.

Remember to sign on the last page

Step 8 - Provide what funds you want to invest in on a regular basis through Janus Henderson's Automatic Investment Program (optional)

Enroll in our Automatic Investment Program (AIP) and we will automatically transfer a set amount (minimum \$50) from your bank account directly into the Janus Henderson fund(s) of your choice. If you would like to enroll, please provide your bank information in Step 7. Your AIP may generally be modified or cancelled at any time by visiting janushenderson.com or by calling a Janus Henderson representative.

_____	_____	Frequency*
Fund Name	Investment Amount* (\$50 min.)	<input type="checkbox"/> Monthly
_____	_____	<input type="checkbox"/> Every Other Month
Starting Month	Investment Date*	<input type="checkbox"/> Quarterly
_____	_____	Frequency*
Fund Name	Investment Amount* (\$50 min.)	<input type="checkbox"/> Monthly
_____	_____	<input type="checkbox"/> Every Other Month
Starting Month	Investment Date*	<input type="checkbox"/> Quarterly
_____	_____	Frequency*
Fund Name	Investment Amount* (\$50 min.)	<input type="checkbox"/> Monthly
_____	_____	<input type="checkbox"/> Every Other Month
Starting Month	Investment Date*	<input type="checkbox"/> Quarterly

*If investment amount, frequency or investment date are not specified, investments of \$50 will be made on the 20th of each month.

IRA contributions made through an AIP will be credited as contributions for the year in which the shares are purchased. If you want to make prior year contributions, please indicate which month(s) should be coded as prior year contribution(s):

- ☐ **January**
- ☐ **February**
- ☐ **March**
- ☐ **April** (must be on or before the 15th)

For SEP-IRA and SARSEP IRA accounts, please indicate type of contribution:

- ☐ **Employer**
- ☐ **Employee**

☐ Please send me information about Janus Henderson's Payroll Deduction Program.

Remember to sign on the last page

Step 9 - Provide the primary beneficiaries on your account

Please designate the individual(s) named below as primary beneficiary(ies) of this IRA. If more than four primary beneficiaries are needed, please attach a letter of instruction. If a percentage has not been indicated, equal distributions will be made to the appropriate beneficiaries. If applicable, any beneficiary who passes away before the account owner will have their share divided proportionally among the surviving primary beneficiaries.

Primary Beneficiary #1	Name	% of Account
<input type="checkbox"/> Spouse		
<input type="checkbox"/> Non-Spouse	Date of Birth or UA Date of Trust	Social Security or Taxpayer ID Number
<input type="checkbox"/> Trust		
<input type="checkbox"/> Other Entity		
<input type="checkbox"/> Minor*	*Custodian's full name if beneficiary is a minor . Appoint one person as a custodian. You cannot name yourself as custodian.	

Primary Beneficiary #2	Name	% of Account
<input type="checkbox"/> Non-Spouse		
<input type="checkbox"/> Trust	Date of Birth or UA Date of Trust	Social Security or Taxpayer ID Number
<input type="checkbox"/> Other Entity		
<input type="checkbox"/> Minor*	*Custodian's full name if beneficiary is a minor . Appoint one person as a custodian. You cannot name yourself as custodian.	

Primary Beneficiary #3	Name	% of Account
<input type="checkbox"/> Non-Spouse		
<input type="checkbox"/> Trust	Date of Birth or UA Date of Trust	Social Security or Taxpayer ID Number
<input type="checkbox"/> Other Entity		
<input type="checkbox"/> Minor*	*Custodian's full name if beneficiary is a minor . Appoint one person as a custodian. You cannot name yourself as custodian.	

Primary Beneficiary #4	Name	% of Account
<input type="checkbox"/> Non-Spouse		
<input type="checkbox"/> Trust	Date of Birth or UA Date of Trust	Social Security or Taxpayer ID Number
<input type="checkbox"/> Other Entity		
<input type="checkbox"/> Minor*	*Custodian's full name if beneficiary is a minor . Appoint one person as a custodian. You cannot name yourself as custodian.	

Total (must equal 100%): _____

Remember to sign on the last page

Step 10 - (Optional) Provide the secondary (contingent) beneficiaries on your account

Please designate the individual(s) named below as secondary beneficiary(ies) of this IRA. If more than four secondary beneficiaries are needed, please attach a letter of instruction. If a percentage has not been indicated, equal distributions will be made to the appropriate beneficiaries. If applicable, any beneficiary who passes away before the account owner will have their share divided proportionally among the surviving beneficiaries. Secondary beneficiaries receive assets **ONLY** if no primary beneficiary survives you. Do **NOT** list any primary beneficiaries here.

Secondary Beneficiary #1	Name	% of Account
<input type="checkbox"/> Spouse		
<input type="checkbox"/> Non-Spouse	Date of Birth or UA Date of Trust	Social Security or Taxpayer ID Number
<input type="checkbox"/> Trust		
<input type="checkbox"/> Other Entity	*Custodian's full name if beneficiary is a minor . Appoint one person as a custodian. You cannot name yourself as custodian.	
<input type="checkbox"/> Minor*		

Secondary Beneficiary #2	Name	% of Account
<input type="checkbox"/> Non-Spouse		
<input type="checkbox"/> Trust	Date of Birth or UA Date of Trust	Social Security or Taxpayer ID Number
<input type="checkbox"/> Other Entity		
<input type="checkbox"/> Minor*	*Custodian's full name if beneficiary is a minor . Appoint one person as a custodian. You cannot name yourself as custodian.	

Secondary Beneficiary #3	Name	% of Account
<input type="checkbox"/> Non-Spouse		
<input type="checkbox"/> Trust	Date of Birth or UA Date of Trust	Social Security or Taxpayer ID Number
<input type="checkbox"/> Other Entity		
<input type="checkbox"/> Minor*	*Custodian's full name if beneficiary is a minor . Appoint one person as a custodian. You cannot name yourself as custodian.	

Secondary Beneficiary #4	Name	% of Account
<input type="checkbox"/> Non-Spouse		
<input type="checkbox"/> Trust	Date of Birth or UA Date of Trust	Social Security or Taxpayer ID Number
<input type="checkbox"/> Other Entity		
<input type="checkbox"/> Minor*	*Custodian's full name if beneficiary is a minor . Appoint one person as a custodian. You cannot name yourself as custodian.	

Total (must equal 100%): _____

Remember to sign on the last page

Step 11 - Add a Trusted Contact to Your Account

- A Trusted Contact is a designated individual that Janus Henderson may contact for additional information if there is a concern about your account activity and we are unable to reach you.
- Your Trusted Contact must be at least 18 years old.
- One Trusted Contact will be added to all accounts under the primary owner's Social Security Number.
- On accounts with multiple owners, the Trusted Contact information applies only to the first owner listed.
- Your Trusted Contact is not authorized to transact on your Janus Henderson account(s).
- This can be changed at any time. To remove a Trusted Contact, please contact Janus Henderson by telephone or submit written instructions. To replace an existing Trusted Contact, please submit a new Trusted Contact Form.

Trusted Contact Information

_____	_____	_____
First Name	Middle Initial	Last Name

Date of Birth		

_____	_____	
Preferred Phone Number	E-mail Address	

Mailing Address

Address		

_____	_____	_____
City	State	Zip Code

By providing a Trusted Contact, I authorize Janus Henderson to contact the Trusted Contact Person and disclose information in the following circumstances:

- To prevent the presumption of abandonment
- To address possible financial exploitation
- To confirm my current contact information
- To confirm my health status
- To obtain the identity of any legal guardian(s), executor(s), trustee(s), or holder(s) of a power of attorney
- To obtain information as otherwise permitted by federal or state law

Remember to sign on the last page

Step 12 - Please read and sign below

By signing below, I:

- (1) Establish an Individual Retirement Account (IRA) pursuant to the Internal Revenue Code of 1986, as amended, and in accordance with all the terms of the Custodial Agreement on Form 5305-A, 5305-SEP or 5305-RA (whichever is applicable); (2) certify that all contributions to the IRA meet the requirements of the Code governing such contributions; (3) appoint State Street Bank and Trust Company, or its successors, as custodian on the account; (4) agree that I have received, read, accepted and specifically incorporated herein the Custodial Agreement on Form 5305-A, 5305-SEP or 5305-RA (whichever is applicable) and the IRA Disclosure Statement; (5) agree to promptly give instructions to the custodian necessary to enable the custodian to carry out its duties under the Custodial Agreement; (6) agree that this account will be subject to the Custodial Agreement as amended from time to time; and (7) agree that the terms, representations and conditions in this application and the prospectus, as amended from time to time, will apply to this account and any account established at a later date.
- Certify that I have received and read the current prospectus of the Fund(s) in which I am investing. I certify that I have the authority and legal capacity to make this purchase and that I am of legal age in my state of residence. I agree to read the prospectus for any Janus Henderson fund into which I request an exchange.
- Authorize the Fund and its agents to act upon instructions (by phone, in writing, online or by other means) believed to be genuine and in accordance with procedures described in the prospectus for this account or any account into which exchanges are made. I agree that neither the Funds nor the transfer agent will be liable for any loss, cost or expense for acting on such instructions, provided the Fund employs reasonable procedures to confirm that instructions communicated are genuine. I understand it is my responsibility to review account statements and inform Janus Henderson of errors posted to my account. I understand Janus Henderson reserves the right not to correct errors not brought to the company's attention within a reasonable time period. I understand that anyone who can properly identify my account(s) may be able to make telephone transactions on my behalf.
- Authorize the Fund and its agents to issue credits to and make debits from the bank account information set forth on this application. I agree that Janus Henderson shall be fully protected in honoring any such transaction. I also agree that Janus Henderson may make additional attempts to debit/credit my account if the initial attempt fails and that I will be liable for any associated costs. I agree that if I submit bank information for a bank that does not participate in the Automated Clearing House (ACH) or provide information for a nonbank account, Janus Henderson will price my purchase at the net asset value next determined after Janus Henderson receives good funds. All account options selected and this authorization will remain in effect and become part of the account application and terms, representations, and conditions thereof until I notify Janus Henderson in writing or by phone that I wish to revoke this authorization. I understand that my termination request will be processed within a reasonable time frame upon receipt.
- Authorize the Fund and its agents to establish check and telephone redemption privileges and telephone and online purchase privileges on my account. Authorize the Fund and its agents to establish telephone and online redemption and purchase privileges on my account. I also authorize the Fund and its agents to reinvest all income dividends and capital gains distributions in the distributing fund. I authorize the Fund and its agents to establish redemption privileges by electronic transfer to the bank account set forth on this application.
- Certify that (if I am married and reside in a community property or marital property state) my spouse has knowledge of and consents to the designation of a non-spouse beneficiary on this account. (Please consult with a legal advisor regarding your beneficiary designation. Neither the custodian nor the plan sponsor will be liable for any consequences resulting from failure to accurately represent spousal consent.)

Remember to sign on the last page

Step 12 - (continued)

- Consent to the 'householding' delivery of any fund prospectuses, shareholder reports or other documents (except transaction confirmations and account statements) that I am required, by law, to receive. This means Janus Henderson will generally deliver a single copy of most annual and semiannual reports, prospectuses, and newsletters to investors who share an address, even if the accounts are registered under different names. My participation in this program will continue indefinitely unless I contact Janus Henderson.
- I understand that the taxable amount of any distribution is subject to the IRS default withholding rate of 10%. I can choose to have a different rate - including any rate from zero to 100%. I have been informed to go to IRS Form W-4R, found online at www.irs.gov, for further instructions and a rate table that helps me choose a rate that is appropriate for my tax situation. Whether or not I elect to have withholding apply, I am still responsible for any federal income taxes, state and local taxes, and any penalties that may apply to my distributions. Any amounts withheld cannot be reimbursed by Janus Henderson.
- **Important Note:** To help the government deter terrorism funding and money laundering activities, all financial institutions are required to obtain, verify and record information that identifies each person who opens an account. So that we may comply with these requirements, we ask you to please complete Steps 2 and 3 in their entirety when opening an account with Janus Henderson. The omission of this information will result in the return of your application and investment. Please note that your ability to perform transactions in your account may also be affected or otherwise delayed if Janus Henderson cannot easily verify the accuracy of the required information in Steps 2 and 3. If, after 30 days, Janus Henderson is still unable to verify the required information, your account may be closed and your shares redeemed at the next available NAV.

Under penalty of perjury, I certify that:

1. The Social Security Number(s) shown on this application is/are correct.
2. I am not subject to backup withholding because: (a) I am exempt from backup withholding; or (b) I have not been notified by the Internal Revenue Service (IRS) that I am subject to backup withholding as a result of failure to report all interest or dividends; or (c) the IRS has notified me that I am no longer subject to backup withholding. Cross out item 2 if you have been notified by the IRS that you are currently subject to backup withholding.
3. I am a US Citizen or a US Resident Alien residing in the United States or a US Territory.
4. I am exempt from reporting per the Foreign Account Tax Compliance Act (FATCA).

The Internal Revenue Service does not require your consent to any provision of this document other than the certifications required to avoid backup withholding.



X

Signature of Owner or Parent/Guardian, if Applicable

Date

2024 Rollover/Transfer Bonus Contract

PO Box 219109 • Kansas City, MO 64121-9109 • 800-379-7603

Complete this form to sign up for the Janus Henderson Rollover/Transfer Bonus Program. Once Janus Henderson receives the completed/signed form and eligible rollover/transfer of assets, you will be enrolled into the program. Please be sure to review and complete Steps 1 through 3 prior to sending the form to Janus Henderson. Use this form to enroll your eligible **retirement** account(s).

Questions?

Call us at **800-379-7603**

In a Hurry?

Submit online using our
Secure Message Center at
janushenderson.com/SMC

Step 1 - Tell us about yourself.

Owner information

First Name

Middle Initial

Last Name

Social Security Number

Date of Birth

Address

City

State

Zip Code

Phone Number (required)

E-mail Address (optional)

Janus Henderson Retirement Account Number(s) (if available)

Step 2 - Please read below.

Terms and Conditions

This offer is subject to certain terms and conditions as set forth below and which may change without advance notice. By completing this Janus Henderson Rollover/Transfer Bonus Contract you agree that you are responsible for determining whether to open or rollover to a Janus Henderson IRA and for all investment decisions in your Janus Henderson IRA. Under the Janus Henderson Rollover/Transfer Bonus Program, Janus Henderson does not make any recommendations as to whether to open a Janus Henderson IRA or which Janus Henderson Fund(s) to invest in. A complete list of available Janus Henderson Funds, including prospectuses and other related materials, is available at www.janushenderson.com. If you do not provide investment instructions, you will not receive the Janus Henderson Rollover/Transfer Bonus and/or Janus Henderson Contribution Match payments and your rollover/asset transfer will be invested in the Janus Henderson Government Money Market Fund. You may contact a Janus Henderson Direct Rollover Specialist at 800-379-7603 to provide instructions as to your investment choice(s) or to change your investment instructions at any time. You will typically receive the Janus Henderson Rollover/Transfer Bonus payment within approximately 30 days after our receipt of your IRA rollover/transfer funds in good order from a qualified account and a signed contract. Market volatility, volume and system availability may delay account access and/or the availability of the Janus Henderson Rollover/Transfer Bonus payment in your account.

Remember to sign on the last page

Step 2 - (continued)

Janus Henderson Rollover/Transfer Bonus Payment

To receive your Janus Henderson Rollover/Transfer Bonus payment, your Rollover/Transfer Bonus Contract must be received and in good order within 60 days of the account opening or eligible purchase being made, including providing investment instructions. The Rollover/Transfer Bonus payment amounts are listed below based on the aggregate amount of eligible money rolled over/transferred in. The Rollover/Transfer Bonus payment may not exceed \$2,500 per IRA owner.

Value of IRA Rollover/Transfer Amount	Janus Henderson Rollover/Transfer Bonus Payment
\$20,000 - \$49,999	\$100
\$50,000 - \$99,999	\$200
\$100,000 - \$249,999	\$300
\$250,000 - \$499,999	\$600
\$500,000 - \$749,999	\$1,200
\$750,000- \$999,999	\$1,800
\$1,000,000 or more	\$2,500

Janus Henderson Contribution Match Payment(s)

To receive Janus Henderson Contribution Match payments, (i) your Janus Henderson IRA must be funded for 12 months following the receipt of your rollover or asset transfer in good order and (ii) you must provide instructions to Janus Henderson on how to invest these payments. Janus Henderson Contribution Match payments will commence at the end of the first quarter in 2025 following a 2025 participant contribution in an eligible Janus Henderson IRA. Janus Henderson will match a percentage of these contributions based on the aggregate value of eligible 2024 rollover/asset transfer amounts based on the schedule below. Janus Henderson will make Contribution Match payments to your Janus Henderson IRA account through the 2025 tax year, which currently means 2025 tax year contributions made to your Janus Henderson IRA account up to April 15, 2026 will receive a Contribution Match payment subject to these terms and conditions.

Value of IRA Rollover/Transfer Amount	Janus Henderson Contribution Match Payment
\$20,000 - \$49,999	1%
\$50,000 - \$99,999	2%
\$100,000 - \$249,999	3%
\$250,000 - \$499,999	5%
\$500,000 or more	10%

Janus Henderson Contribution Match payments to your account are typically paid within 30 days after each quarter with the first payment commencing in 2025. Contributions in excess of IRS maximum allowable limits will not be matched.

Remember to sign on the last page

Step 2 - (continued)

Restrictions Apply

This offer is valid for each Janus Henderson IRA funded with a rollover or asset transfer totaling \$20,000 or more. The account value of the qualifying IRA Rollover account must remain equal to or greater than the value after the net deposit was made (minus any losses due to market volatility) for 12 months, or Janus Henderson may charge the account for the cost of the offer at its sole discretion. Please allow 3-5 business days for any rollover or cash deposits to post to your account.

Offer is available subject to the account eligibility requirements set forth in the Janus Henderson Funds' prospectus, is not transferable and is not valid with internal transfers, or accounts already invested in Janus Henderson Funds. This offer may be combined with the Janus Henderson Referral Program and the Janus Henderson Investment Bonus Program, but not with any other offers. Please contact Janus Henderson to determine if you are also eligible to participate in the Janus Henderson Referral Program and the Janus Henderson Investment Bonus Program. Any investment amounts you currently have in a Janus Henderson Fund do not qualify toward the Janus Henderson Rollover/Transfer Bonus. Only Janus Henderson IRAs that are funded with a rollover or asset transfer on or after January 1, 2024 through December 31, 2024 are eligible for this Program. These dates are subject to change without prior notice to you. Any Janus Henderson Rollover/Transfer Bonus payment made to your Janus Henderson IRA account may be forfeited upon Janus Henderson's sole discretion if you close, transfer, terminate or otherwise withdraw your Janus Henderson IRA funds, in whole or part, within 360 calendar days of Janus Henderson's receipt of such Janus Henderson IRA funds in good order. Consult with your tax advisor about the appropriate tax treatment for this offer and any tax implications associated with receipt of the Janus Henderson Rollover/Transfer Bonus payment before enrolling. Any related taxes are your responsibility. Recent IRS guidance may impact your ability to make more than one IRA-to-IRA rollover in a one-year period. Janus Henderson may decline requests to enroll in the offer at its discretion. The offer does not apply to accounts managed by independent investment advisors, certain tax-qualified retirement plans and accounts, or education savings accounts. Janus Henderson reserves the right to determine whether an account qualifies for this offer.

A ROLLOVER OF RETIREMENT PLAN ASSETS TO AN IRA IS NOT YOUR ONLY OPTION.

The decision to open an IRA account is an important one and Janus Henderson does not provide any advice or recommendations as to whether you should do so. Carefully consider all of your available options before moving retirement assets, which may include but not be limited to keeping your assets in your former employer's plan, rolling over assets to a new employer's plan, or taking a cash distribution (taxes and possible withdrawal penalties may apply). Prior to a decision, be sure to understand the benefits and limitations of your available options and consider factors such as differences in investment-related expenses, plan or account fees, available investment options, distribution options, legal and creditor protections, the availability of loan provisions, tax treatment, and other concerns specific to your individual circumstances. The Janus Henderson Rollover Incentive and/or Contribution Match payments should not be a determinative factor in your decision as to whether to open an IRA Account with Janus Henderson.

YOU SHOULD CAREFULLY CONSIDER THE CHARGES, RISKS, EXPENSES AND INVESTMENT OBJECTIVES BEFORE INVESTING. FOR A PROSPECTUS OR, IF AVAILABLE, A SUMMARY PROSPECTUS CONTAINING THIS AND OTHER INFORMATION, PLEASE CONTACT A JANUS HENDERSON DIRECT ROLLOVER SPECIALIST AT 800-379-7603 OR DOWNLOAD THE DOCUMENT FROM JANUSHENDERSON.COM. READ IT CAREFULLY BEFORE YOU INVEST OR SEND MONEY.

Remember to sign on the last page

Step 2 - (continued)

Janus Henderson Funds are advised and sponsored by Janus Henderson and any investments or deposits you make in your Janus Henderson IRA account, including the Janus Henderson Rollover/Transfer Bonus payment and Janus Henderson Contribution Match payment(s), will result in fees paid to Janus Henderson and/or its affiliated companies. Such fees include investment management fees and related expenses associated with an investment in a Janus Henderson Fund(s) and may reduce the overall value of your investment over time. Under the Janus Henderson Rollover/Transfer Bonus Program, Janus Henderson does not make any investment recommendations and does not select your investment choices and accordingly does not make any determinations as to the appropriateness of fees and expenses associated with your investments.

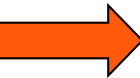
Janus Henderson reserves the right to change the terms, restrict, or revoke this offer at any time without advance notice. This is not an offer or solicitation in any jurisdiction where we are not authorized to do business.

Janus Henderson does not provide tax or legal advice and nothing in this document should be construed or relied upon as such. You are responsible for consulting with your own tax advisor or attorney related to such matters.

Step 3 - Please read and sign below.

By signing below, I agree:

That the information provided is accurate and that I will continue to comply with the terms and conditions of the prospectus. Due to the important tax consequences associated with retirement plan distributions, I have been advised to consult with a tax professional.

X

Signature of Account Owner or Parent/Guardian, if applicable

Date

Janus Henderson Funds

PO Box 219109 • Kansas City, MO 64121-9109 • 800-525-3713

U.S. Equity

Adaptive Risk Managed U.S. Equity Fund - JRSDX (26)
Contrarian Fund - JACNX (61)
Enterprise Fund - JANEX (50)
Forty Fund - JFRDX (46)
Growth & Income Fund - JNGIX (40)
Mid Cap Value Fund - JNMCX (67)
Research Fund - JNRFX (48)
Small Cap Value Fund - JNPSX (65)
Small-Mid Cap Value Fund - JSV DX (85)
Triton Fund - JANIX (74)
U.S. Dividend Income Fund - JDDVX (34)
Venture Fund - JANVX (45)

Asset Allocation

Adaptive Global Allocation Fund - JAGDX (44)
Balanced Fund - JANBX (51)
Global Allocation Fund - Conservative - JMSCX (78)
Global Allocation Fund - Growth - JNSGX (76)
Global Allocation Fund - Moderate - JNSMX (77)

Fixed Income

Absolute Return Income Opportunities Fund - JUCDX (90)
Developed World Bond Fund - HFADX (71)
Flexible Bond Fund - JANFX (49)
High-Yield Fund - JNHYX (57)
Multi-Sector Income Fund - JMUDX (89)
Short Duration Flexible Bond Fund - JNSTX (52)

Global/International Equity

Asia Equity Fund - JAQDX (83)
Emerging Markets Fund - HEMDX (39)
European Focus Fund - HFEDX (47)
Global Equity Income Fund - HFQDX (53)
Global Life Sciences Fund - JNGLX (59)
Global Real Estate Fund - JNGSX (31)
Global Research Fund - JANWX (41)
Global Select Fund - JANRX (62)
Global Sustainable Equity Fund - JEDTX (73)
Global Technology & Innovation Fund - JNGTX (60)
Overseas Fund - JNOSX (54)
Responsible International Dividend Fund - HDDVX (33)

Money Market

Government Money Market Fund - JGVXX (38)
Money Market Fund - JNMXX (37)*

*Positions in Money Market Fund other than those beneficially owned by natural persons may no longer be opened. If this fund is selected to open an account that is not beneficially owned by a natural person, the purchase will be deposited into Government Money Market Fund.

QRP DISTRIBUTION NOTICE

Important Information About Your Qualified Retirement Plan Distribution

INTRODUCTION

As a participant in your employer's qualified retirement plan, you have accumulated a vested account balance. You may receive your vested account balance only if you incur a triggering event. You may incur a triggering event if:

- you are no longer working for your employer,
- you attain the normal retirement age indicated in the Plan,
- you become disabled under the Plan's definition,
- your employer terminates the Plan,
- your Plan permits in-service distributions (may be limited to certain contribution sources),
- your Plan permits distributions during phased retirement (only applicable to certain plans and limited to participants that have attained the age specified in the Plan), or
- you incur a hardship (only applicable to certain plans and may be limited to certain contribution sources).

However, you must refer to your Summary Plan Description to identify the specific triggering events which apply under your Plan.

NOTE: Generally, payments from your employer's qualified retirement plan must be delayed for a minimum of 30 days after you receive this notice, to allow you time to consider your distribution options. Although you are entitled to consider your distribution options for a period of 30 days, you may waive this 30 day notice requirement. If you waive the 30 day notice requirement and your Plan is subject to REA, your employer must wait seven days from the date you received this notice before commencing distributions.

The law dictates the optional forms that your payments may take. The law also specifies how the different types of payments will be taxed. This notice summarizes your distribution options and illustrates the financial effect and the tax consequences of each distribution option.

PART ONE of this notice describes the Plan payment options available to you. PART TWO describes the payment options for your beneficiary(ies). PART THREE contains a special tax notice, required by the IRS, that explains the tax treatment of your Plan payment that is not from a designated Roth account and describes the rollover options available to you. PART FOUR contains a special tax notice, required by the IRS, that explains the tax treatment of your Plan payment from a designated Roth account and describes the rollover options available to you.

NOTE: The payment amounts indicated in this notice are only examples. The calculations for the qualified joint and survivor annuity are based on standard mortality tables using a 5% interest rate and a payment age of 65. Actual payment amounts will vary depending upon the entity from which you purchase your annuity. You may obtain financial projections based upon your account balance by submitting a request, in writing, to the Plan administrator (usually the employer).

PART ONE – PAYMENT OPTIONS FOR PLAN PARTICIPANTS

IMPORTANT NOTICE TO PARTICIPANT

Read the following message before reviewing your options.

Of the four options listed below, some may not be available to you. If the Plan administrator has placed a checkmark in the box immediately above "Waiver Election" on the Application for Distribution form, the Plan is known as a "REA safe harbor" plan, and no existing Plan assets are subject to the REA annuity requirements. In that case, Option III listed below is not available to you, and Option IV may be available to you only under limited circumstances.

If your vested account balance does not exceed the Plan's cashout level at the time of distribution, the Plan administrator generally may pay your distribution to you in a single cash payment, regardless of whether you consent to the distribution. A distribution made without your consent is called a cashout distribution. If your Plan allows for cashout distributions of amounts less than \$5,000, a cashout distribution of an amount greater than \$1,000 that is an eligible rollover distribution must be directly rolled over by the Plan administrator to an individual retirement account (IRA) chosen by the Plan administrator. You may subsequently transfer the IRA to another IRA provider, once the IRA has been established. However, if your vested account balance exceeds the Plan's cashout level, you must generally consent to the form of payment, and therefore may, if you wish, postpone commencement of distributions from your account balance.

Your employer intends for your Plan account to provide income to you during retirement. If you take a distribution prior to retiring or spend your retirement savings too quickly, you may not have sufficient income to live on in retirement. If you terminate employment and leave your money in the Plan, a share of the Plan's administrative expenses may be charged to your account each year. Refer to your Plan administrator for an explanation of any administrative expenses that may be charged to the accounts of terminated participants.

If you choose to roll over your vested account balance to an IRA or other eligible retirement plan, the distributing Plan's investment options may not be available under the receiving retirement arrangement and the fees may differ from those charged to you if your balance remained in the Plan. Complete information concerning available investment options and fees currently charged by the Plan is available from your Plan administrator. Consult your financial advisor for a description of investments available outside of the Plan and any applicable fees associated with them.

DISTRIBUTION OPTIONS

OPTION I – LUMP SUM PAYMENT

If you properly waive the qualified joint and survivor annuity or if this is a REA safe harbor plan and no existing Plan assets are subject to the REA annuity requirements, you may request a lump sum payment.

A. LUMP SUM PAYMENT DEFINED

A lump sum payment is the payment of your entire vested account balance.

B. FINANCIAL EFFECT AND TAX CONSEQUENCES OF A LUMP SUM PAYMENT

Generally a lump sum payment is included in your income and taxed in the year of the distribution. Most lump sum payments are eligible rollover distributions and would, therefore, be subject to the 20% withholding rules unless directly rolled over to another plan or IRA. See Parts Three and Four of this notice for more information.

OPTION II – INSTALLMENT PAYMENTS

If the qualified joint and survivor annuity is properly waived or if this is a REA safe harbor plan, you may elect to receive your vested account balance in installment payments. Installment payments for a period of less than 10 years are generally eligible rollover distributions and would, therefore, be subject to the 20% withholding rules unless directly rolled over to another plan or IRA. See Parts Three and Four of this notice for more information.

A. INSTALLMENT PAYMENTS DEFINED

Installment payments are payments distributed to you in any amount you choose at intervals that you determine within limits set by the trustee or custodian. For example, the payments could be paid to you annually, semiannually, quarterly, or monthly. The payment schedule you choose cannot be longer than your single life expectancy or, if you have a beneficiary named, the joint life expectancy of you and your beneficiary.

B. FINANCIAL EFFECT AND TAX CONSEQUENCES OF INSTALLMENT PAYMENTS

Generally, each installment payment will be included in your income in the year in which you receive it. For example, a participant who elects to receive \$500 per month will include \$6,000 (\$500 x 12 months) in income each tax year.

OPTION III – QUALIFIED JOINT AND SURVIVOR ANNUITY

The law requires that your vested account balance be paid to you in the form of a qualified joint and survivor annuity if you are married, or a single life annuity if you are not married. If you wish to receive your vested account balance using a different distribution option (including a qualified optional survivor annuity), you must waive the qualified joint and survivor annuity (the single life annuity if you are not married) and your spouse must consent to the annuity waiver.

Unless properly waived, you will receive your vested account balance in the form of a qualified joint and survivor annuity (the single life annuity if you are not married).

A. QUALIFIED JOINT AND SURVIVOR ANNUITY DEFINED

If you are married, a qualified joint and survivor annuity is a series of periodic payments to you during your lifetime and to your spouse upon your death. The periodic payment amount your spouse receives will be a set percentage of the periodic payment amount you received during your lifetime. To determine the percentage your spouse would receive (i.e., survivor annuity), contact your Plan administrator.

If you are not married, a qualified joint and survivor annuity is a series of annuity payments over your life.

B. WAIVING THE QUALIFIED JOINT AND SURVIVOR ANNUITY

If you wish to receive your vested account balance using one of the other options listed in Part One of this form, you (and, if you are married, your spouse) must waive the qualified joint and survivor annuity. You can waive the qualified joint and survivor annuity by completing a distribution form. You can obtain this form from your Plan administrator. After waiving the qualified joint and survivor annuity by signing the distribution form, and, if applicable, the spousal consent section of the form, you may receive your vested account balance using one of the other distribution methods explained in Part One of this notice.

C. FINANCIAL EFFECT AND TAX CONSEQUENCES OF A QUALIFIED JOINT AND SURVIVOR ANNUITY

As stated above, a qualified joint and survivor annuity will provide periodic payments to you during your lifetime and, if you are married, to your spouse after your death. Your spouse will generally receive smaller periodic payments than you received while you were alive. The annuity will be provided by purchasing an annuity contract from an insurance company with your account balance under the Plan. Generally, each payment is included in income in the year it is received. For example, assume a participant retires with a \$10,000 vested account balance. A qualified joint and survivor annuity may provide him or her with the following payments.

Lifetime Monthly Participant Benefit	% of Survivor Annuity*	Monthly Survivor Benefit
\$63.40	100%	\$63.40
\$66.30	75%	\$49.72
\$67.30	66.67%	\$44.86
\$69.40	50%	\$34.70

*These estimates are derived from standard mortality tables using a participant with a 65 year old spouse beneficiary beginning payments at age 65. To determine the survivor annuity percentage, contact the Plan administrator.

The example above uses estimates and should not be viewed as an assurance that an insurer is able to provide the specific amount disclosed.

D. QUALIFIED OPTIONAL SURVIVOR ANNUITY DEFINED

If the qualified joint and survivor annuity is waived, you may use your vested account balance to purchase a qualified optional survivor annuity. Like a qualified joint and survivor annuity, a qualified optional survivor annuity is a series of periodic payments to you during your lifetime and to your spouse upon your death.

The optional survivor annuity means an annuity (1) for your life with a survivor annuity for the life of your spouse which is equal to the applicable percentage of the amount of the annuity which is payable during the joint lives of you and your spouse, and (2) which is the actuarial equivalent of a single annuity for your life. If the survivor annuity percentage (1) is less than 75%, the applicable percentage is 75%, and (2) is greater than or equal to 75%, the applicable percentage is 50%. To determine the amount your spouse would receive, contact your Plan administrator.

OPTION IV – ANNUITY CONTRACT

If the Plan is a REA safe harbor plan, or the qualified joint and survivor annuity is properly waived, you may purchase an annuity contract with your vested account balance. This distribution option allows you to choose the type of annuity contract you wish to purchase. However, if the Plan is a REA safe harbor plan, you cannot elect payments in the form of a life annuity.

A. ANNUITY CONTRACT DEFINED

You may use your vested account balance to purchase a term certain annuity, a single life annuity (not available for REA safe harbor plans if you are married) or any other form of annuity. A term certain annuity would distribute dollars to you and your beneficiary for a specified number of years. A single life annuity would distribute dollars to you for your lifetime and would cease distributions after your death.

B. FINANCIAL EFFECT AND TAX CONSEQUENCES OF THE ANNUITY

If you elect to use your vested account balance to purchase a single life annuity, you will receive payments as long as you are alive. The annuity will be provided by purchasing an annuity contract from an insurance company with your account balance under the Plan. Generally, each payment will be included in your income in the year it is received. For example, a participant who is age 65 with a \$10,000 vested account balance will receive \$76.60 per month while he or she is alive. This example is an estimate and should not be viewed as an assurance that an insurer is able to provide the specific amount disclosed.

PART TWO – PAYMENT OPTIONS FOR BENEFICIARIES OF DECEASED PLAN PARTICIPANTS

IMPORTANT NOTICE TO BENEFICIARY

If you are the designated beneficiary of a deceased participant's vested account balance, you are eligible to receive a distribution. The form of the benefit depends on several factors including, but not limited to, the type of plan, the amount in the participant's account, your relationship to the participant, and the participant's date of death. Your options will also depend on whether you are an eligible designated beneficiary (a designated beneficiary who is 1) a spouse of the participant; 2) a child of the participant who is under the age of majority; 3) a beneficiary that is not more than 10 years younger than the participant; 4) disabled; or, 5) chronically ill). Of the options listed in Part One, above, some may not be available to you. If you have questions about your options contact the Plan administrator or seek tax or legal advice.

OPTION I – PARTICIPANT'S ACCOUNT BALANCE

If the participant's vested account balance was \$5,000 or less at the time of distribution, the Plan administrator is required to pay your distribution to you in a single cash payment. If the participant's vested account balance exceeded \$5,000, you must consent to the form of payment.

OPTION II – TYPE OF PLAN

NOTE: The Plan administrator can tell you which type of plan this is.

A. REA SAFE HARBOR PLANS (PROFIT SHARING OR 401(k) PLANS ONLY)

You may select either Part One, Option I or II. However, if you select the installment payment method described in Part One, Option II, the payment schedule you choose cannot be longer than your single life expectancy.

B. ALL OTHER PLANS

If the Plan participant died before distributions commenced and you are a spouse beneficiary, distributions from the Plan must be paid to you (if applicable) in the form of a qualified preretirement survivor annuity, unless the annuity requirement was properly waived. A participant waives the annuity requirement by completing a designation of beneficiary form and obtaining your written consent to the waiver. If the participant did not execute the required waivers, then his or her account balance will be paid to you (the deceased participant's spouse) in the form of a preretirement survivor annuity unless the Plan specifically permits you to elect to receive payments in a form other than a qualified preretirement survivor annuity. If you are a nonspouse beneficiary of a deceased participant who was married, you will not receive any payment from the Plan unless the participant properly waived the requirement that his or her spouse be the beneficiary.

If the qualified preretirement survivor annuity was properly waived by the participant and/or his or her spouse (if applicable), then you may receive the entire vested account balance in a lump sum payment as explained in Part One, Option I of this notice. The rollover option described in Parts Three and Four is available only if you are the spouse of the deceased participant. However, spouse and nonspouse beneficiaries may be able to directly roll over their balance to an inherited IRA as described in Parts Three and Four of this notice. The other distribution options available to you as a beneficiary are explained in Part One, Option II and Option IV. However, the payment schedule you choose cannot be longer than your single life expectancy.

PART THREE – PAYMENTS NOT FROM A DESIGNATED ROTH ACCOUNT

YOUR ROLLOVER OPTIONS

You are receiving this notice because all or a portion of a payment you are receiving from your retirement plan (the "Plan") is eligible to be rolled over to an IRA or an employer plan. This notice is intended to help you decide whether to do such a rollover.

This notice describes the rollover rules that apply to payments from the Plan that are **not** from a designated Roth account (a type of account in some employer plans that is subject to special tax rules). If you also receive a payment from a designated Roth account in the Plan, refer to Part Four of this notice for information on that payment, and the Plan administrator or the payor will tell you the amount that is being paid from each account.

Rules that apply to most payments from a plan are described in the "General Information About Rollovers" section. Special rules that only apply in certain circumstances are described in the "Special Rules and Options" section.

GENERAL INFORMATION ABOUT ROLLOVERS

How can a rollover affect my taxes?

You will be taxed on a payment from the Plan if you do not roll it over. If you are under age 59½ and do not do a rollover, you will also have to pay a 10% additional income tax on early distributions (generally, distributions made before age 59½), unless an exception applies. However, if you do a rollover, you will not have to pay tax until you receive payments later and the 10% additional income tax will not apply if those payments are made after you are age 59½ (or if an exception to the 10% additional income tax applies).

What types of retirement accounts and plans may accept my rollover?

You may roll over the payment to either an IRA (an individual retirement account or individual retirement annuity) or an employer plan (a tax-qualified plan, section 403(b) plan, or governmental section 457(b) plan) that will accept the rollover. The rules of the IRA or employer plan that holds the rollover will determine your investment options, fees, and rights to payment from the IRA or employer plan (for example, IRAs are not subject to spousal consent rules and IRAs may not provide loans). Further, the amount rolled over will become subject to the tax rules that apply to the IRA or employer plan.

How do I do a rollover?

There are two ways to do a rollover. You can do either a direct rollover or a 60-day rollover.

If you do a direct rollover, the Plan will make the payment directly to your IRA or an employer plan. You should contact the IRA sponsor or the administrator of the employer plan for information on how to do a direct rollover.

If you do not do a direct rollover, you may still do a rollover by making a deposit into an IRA or eligible employer plan that will accept it. Generally, you will have 60 days after you receive the payment to make the deposit. If you do not do a direct rollover, the Plan is required to withhold 20% of the payment for federal income taxes (up to the amount of cash and property received other than employer stock). This means that, in order to roll over the entire payment in a 60-day rollover, you must use other funds to make up for the 20% withheld. If you do not roll over the entire amount of the payment, the portion not rolled over will be taxed and will be subject to the 10% additional income tax on early distributions if you are under age 59½ (unless an exception applies).

How much may I roll over?

If you wish to do a rollover, you may roll over all or part of the amount eligible for rollover. Any payment from the Plan is eligible for rollover, except:

- Certain payments spread over a period of at least 10 years or over your life or life expectancy (or the joint lives or joint life expectancies of you and your beneficiary);
- Required minimum distributions after age 70½ (if you were born before July 1, 1949), after age 72 (if you were born after June 30, 1949), or after death;
- Hardship distributions;
- Payments of employee stock ownership plan (ESOP) dividends;
- Corrective distributions of contributions that exceed tax law limitations;
- Loans treated as deemed distributions (for example, loans in default due to missed payments before your employment ends);
- Cost of life insurance paid by the Plan;
- Payments of certain automatic enrollment contributions that you request to withdraw within 90 days of your first contribution;
- Amounts treated as distributed because of a prohibited allocation of S corporation stock under an ESOP (also, there generally will be adverse tax consequences if you roll over a distribution of S corporation stock to an IRA); and
- Distributions of certain premiums for health and accident insurance.

The Plan administrator or the payor can tell you what portion of a payment is eligible for rollover.

If I don't do a rollover, will I have to pay the 10% additional income tax on early distributions?

If you are under age 59½, you will have to pay the 10% additional income tax on early distributions for any payment from the Plan (including amounts withheld for income tax) that you do not roll over, unless one of the exceptions listed below applies. This tax applies to the part of the distribution that you must include in income and is in addition to the regular income tax on the payment not rolled over.

The 10% additional income tax does not apply to the following payments from the Plan:

- Payments made after you separate from service if you will be at least age 55 in the year of the separation;
- Payments that start after you separate from service if paid at least annually in equal or close to equal amounts over your life or life expectancy (or the joint lives or joint life expectancies of you and your beneficiary);
- Payments from a governmental plan made after you separate from service if you are a qualified public safety employee and you will be at least age 50 in the year of the separation;
- Payments made due to disability;
- Payments after your death;
- Payments of ESOP dividends;
- Corrective distributions of contributions that exceed tax law limitations;
- Cost of life insurance paid by the Plan;
- Payments made directly to the government to satisfy a federal tax levy;
- Payments made under a qualified domestic relations order (QDRO);
- Payments of up to \$5,000 made to you from a defined contribution plan if the payment is a qualified birth or adoption distribution;
- Payments up to the amount of your deductible medical expenses (without regard to whether you itemize deductions for the taxable year);
- Certain payments made while you are on active duty if you were a member of a reserve component called to duty after September 11, 2001 for more than 179 days;
- Payments of certain automatic enrollment contributions that you request to withdraw within 90 days of your first contribution;
- Payments excepted from the additional income tax by federal legislation relating to certain emergencies and disasters; and
- Phased retirement payments made to federal employees.

If I do a rollover to an IRA, will the 10% additional income tax apply to early distributions from the IRA?

If you receive a payment from an IRA when you are under age 59½, you will have to pay the 10% additional income tax on early distributions on the part of the distribution that you must include in income, unless an exception applies. In general, the exceptions to the 10% additional income tax for early distributions from an IRA are the same as the exceptions listed above for early distributions from a plan. However, there are a few differences for payments from an IRA, including:

- The exception for payments made after you separate from service if you will be at least age 55 in the year of the separation (or age 50 for qualified public safety employees) does not apply;
- The exception for qualified domestic relations orders (QDROs) does not apply (although a special rule applies under which, as part of a divorce or separation agreement, a tax-free transfer may be made directly to an IRA of a spouse or former spouse); and
- The exception for payments made at least annually in equal or close to equal amounts over a specified period applies without regard to whether you have had a separation from service.

Additional exceptions apply for payments from an IRA, including:

- Payments for qualified higher education expenses;
- Payments up to \$10,000 used in a qualified first-time home purchase; and
- Payments for health insurance premiums after you have received unemployment compensation for 12 consecutive weeks (or would have been eligible to receive unemployment compensation but for self-employed status).

Will I owe State income taxes?

This notice does not address any State or local income tax rules (including withholding rules).

SPECIAL RULES AND OPTIONS

If your payment includes after-tax contributions

After-tax contributions included in a payment are not taxed. If you receive a partial payment of your total benefit, an allocable portion of your after-tax contributions is included in the payment, so you cannot take a payment of only after-tax contributions. However, if you have pre-1987 after-tax contributions maintained in a separate account, a special rule may apply to determine whether the after-tax contributions are included in the payment. In addition, special rules apply when you do a rollover, as described below.

You may roll over to an IRA a payment that includes after-tax contributions through either a direct rollover or a 60-day rollover. You must keep track of the aggregate amount of the after-tax contributions in all of your IRAs (in order to determine your taxable income for later payments from the IRAs). If you do a direct rollover of only a portion of the amount paid from the Plan and at the same time the rest is paid to you, the portion rolled over consists first of the amount that would be taxable if not rolled over. For example, assume you are receiving a distribution of \$12,000, of which \$2,000 is after-tax contributions. In this case, if you directly roll over \$10,000 to an IRA that is not a Roth IRA, no amount is taxable because the \$2,000 amount not rolled over is treated as being after-tax contributions. If you do a direct rollover of the entire amount paid from the Plan to two or more destinations at the same time, you can choose which destination receives the after-tax contributions.

Similarly, if you do a 60-day rollover to an IRA of only a portion of a payment made to you, the portion rolled over consists first of the amount that would be taxable if not rolled over. For example, assume you are receiving a distribution of \$12,000, of which \$2,000 is after-tax contributions, and no part of the distribution is directly rolled over. In this case, if you roll over \$10,000 to an IRA that is not a Roth IRA in a 60-day rollover, no amount is taxable because the \$2,000 amount not rolled over is treated as being after-tax contributions.

You may roll over to an employer plan all of a payment that includes after-tax contributions, but only through a direct rollover (and only if the receiving plan separately accounts for after-tax contributions and is not a governmental section 457(b) plan). You can do a 60-day rollover to an employer plan of part of a payment that includes after-tax contributions, but only up to the amount of the payment that would be taxable if not rolled over.

If you miss the 60-day rollover deadline

Generally, the 60-day rollover deadline cannot be extended. However, the IRS has the limited authority to waive the deadline under certain extraordinary circumstances, such as when external events prevented you from completing the rollover by the 60-day rollover deadline. Under certain circumstances, you may claim eligibility for a waiver of the 60-day rollover deadline by making a written self-certification. Otherwise, to apply for a waiver from the IRS, you must file a private letter ruling request with the IRS. Private letter ruling requests require the payment of a nonrefundable user fee. For more information, see IRS Publication 590-A, *Contributions to Individual Retirement Arrangements (IRAs)*.

If your payment includes employer stock that you do not roll over

If you do not do a rollover, you can apply a special rule to payments of employer stock (or other employer securities) that are either attributable to after-tax contributions or paid in a lump sum after separation from service (or after age 59½, disability, or the participant's death). Under the special rule, the net unrealized appreciation on the stock will not be taxed when distributed from the Plan and will be taxed at capital gain rates when you sell the stock. Net unrealized appreciation is generally the increase in the value of employer stock after it was acquired by the Plan. If you do a rollover for a payment that includes employer stock (for example, by selling the stock and rolling over the proceeds within 60 days of the payment), the special rule relating to the distributed employer stock will not apply to any subsequent payments from the IRA or, generally, the Plan. The Plan administrator can tell you the amount of any net unrealized appreciation.

If you have an outstanding loan that is being offset

If you have an outstanding loan from the Plan, your Plan benefit may be offset by the outstanding amount of the loan, typically when your employment ends. The offset amount is treated as a distribution to you at the time of the offset. Generally, you may roll over all or any portion of the offset amount. Any offset amount that is not rolled over will be taxed (including the 10% additional income tax on early distributions, unless an exception applies). You may roll over offset amounts to an IRA or an employer plan (if the terms of the employer plan permit the plan to receive plan loan offset rollovers).

How long you have to complete the rollover depends on what kind of plan loan offset you have. If you have a qualified plan loan offset, you will have until your tax return due date (including extensions) for the tax year during which the offset occurs to complete your rollover. A qualified plan loan offset occurs when a plan loan in good standing is offset because your employer plan terminates, or because you sever from employment. If your plan loan offset occurs for any other reason (such as a failure to make level loan repayments that results in a deemed distribution), then, you have 60 days from the date the offset occurs to complete your rollover.

If you were born on or before January 1, 1936

If you were born on or before January 1, 1936 and receive a lump sum distribution that you do not roll over, special rules for calculating the amount of the tax on the payment might apply to you. For more information, see IRS Publication 575, *Pension and Annuity Income*.

If your payment is from a governmental section 457(b) plan

If the Plan is a governmental section 457(b) plan, the same rules described elsewhere in this notice generally apply, allowing you to roll over the payment to an IRA or an employer plan that accepts rollovers. One difference is that, if you do not do a rollover, you will not have to pay the 10% additional income tax on early distributions from the Plan even if you are under age 59½ (unless the payment is from a separate account holding rollover contributions that were made to the Plan from a tax-qualified plan, a section 403(b) plan, or an IRA). However, if you do a rollover to an IRA or to an employer plan that is not a governmental section 457(b) plan, a later distribution made before age 59½ will be subject to the 10% additional income tax on early distributions (unless an exception applies). Other differences include that you cannot do a rollover if the payment is due to an “unforeseeable emergency” and the special rules under “If your payment includes employer stock that you do not roll over” and “If you were born on or before January 1, 1936” do not apply.

If you are an eligible retired public safety officer and your payment is used to pay for health coverage or qualified long-term care insurance

If the Plan is a governmental plan, you retired as a public safety officer, and your retirement was by reason of disability or was after normal retirement age, you can exclude from your taxable income Plan payments paid directly as premiums to an accident or health plan (or a qualified long-term care insurance contract) that your employer maintains for you, your spouse, or your dependents, up to a maximum of \$3,000 annually. For this purpose, a public safety officer is a law enforcement officer, firefighter, chaplain, or member of a rescue squad or ambulance crew.

If you roll over your payment to a Roth IRA

If you roll over a payment from the Plan to a Roth IRA, a special rule applies under which the amount of the payment rolled over (reduced by any after-tax amounts) will be taxed. In general, the 10% additional income tax on early distributions will not apply. However, if you take the amount rolled over out of the Roth IRA within the 5-year period that begins on January 1 of the year of the rollover, the 10% additional income tax will apply (unless an exception applies).

If you roll over the payment to a Roth IRA, later payments from the Roth IRA that are qualified distributions will not be taxed (including earnings after the rollover). A qualified distribution from a Roth IRA is a payment made after you are age 59½ (or after your death or disability, or as a qualified first-time homebuyer distribution of up to \$10,000) and after you have had a Roth IRA for at least 5 years. In applying this 5-year rule, you count from January 1 of the year for which your first contribution was made to a Roth IRA. Payments from the Roth IRA that are not qualified distributions will be taxed to the extent of earnings after the rollover, including the 10% additional income tax on early distributions (unless an exception applies). You do not have to take required minimum distributions from a Roth IRA during your lifetime. For more information, see IRS Publication 590-A, *Contributions to Individual Retirement Arrangements (IRAs)*, and IRS Publication 590-B, *Distributions from Individual Retirement Arrangements (IRAs)*.

If you do a rollover to a designated Roth account in the Plan

You cannot roll over a distribution to a designated Roth account in another employer's plan. However, you can roll the distribution over into a designated Roth account in the distributing Plan. If you roll over a payment from the Plan to a designated Roth account in the Plan, the amount of the payment rolled over (reduced by any after-tax amounts directly rolled over) will be taxed. In general, the 10% additional income tax on early distributions will not apply. However, if you take the amount rolled over out of the designated Roth account within the 5-year period that begins on January 1 of the year of the rollover, the 10% additional income tax will apply (unless an exception applies).

If you roll over the payment to a designated Roth account in the Plan, later payments from the designated Roth account that are qualified distributions will not be taxed (including earnings after the rollover). A qualified distribution from a designated Roth account is a payment made both after you are age 59½ (or after your death or disability) and after you have had a designated Roth account in the Plan for at least 5 years. In applying this 5-year rule, you count from January 1 of the year your first contribution was made to the designated Roth account. However, if you made a direct rollover to a designated Roth account in the Plan from a designated Roth account in a plan of another employer, the 5-year period begins on January 1 of the year you made the first contribution to the designated Roth account in the Plan or, if earlier, to the designated Roth account in the plan of the other employer. Payments from the designated Roth account that are not qualified distributions will be taxed to the extent of earnings after the rollover, including the 10% additional income tax on early distributions (unless an exception applies).

If you are not a Plan participant

Payments after death of the participant. If you receive a distribution after the participant's death that you do not roll over, the distribution generally will be taxed in the same manner described elsewhere in this notice. However, the 10% additional income tax on early distributions and the special rules for public safety officers do not apply, and the special rule described under the section “If you were born on or before January 1, 1936” applies only if the deceased participant was born on or before January 1, 1936.

If you are a surviving spouse. If you receive a payment from the Plan as the surviving spouse of a deceased participant, you have the same rollover options that the participant would have had, as described elsewhere in this notice. In addition, if you choose to do a rollover to an IRA, you may treat the IRA as your own or as an inherited IRA.

An IRA you treat as your own is treated like any other IRA of yours, so that payments made to you before you are age 59½ will be subject to the 10% additional income tax on early distributions (unless an exception applies) and required minimum distributions from your IRA do not have to start until after you are age 70½ (if you were born before July 1, 1949) or age 72 (if you were born after June 30, 1949).

If you treat the IRA as an inherited IRA, payments from the IRA will not be subject to the 10% additional income tax on early distributions. However, if the participant had started taking required minimum distributions, you will have to receive required minimum distributions from the inherited IRA. If the participant had not started taking required minimum distributions from the Plan, you will not have to start receiving required minimum distributions from the inherited IRA until the year the participant would have been age 70½ (if the participant was born before July 1, 1949) or age 72 (if the participant was born after June 30, 1949).

If you are a surviving beneficiary other than a spouse. If you receive a payment from the Plan because of the participant's death and you are a designated beneficiary other than a surviving spouse, the only rollover option you have is to do a direct rollover to an inherited IRA. Payments from the inherited IRA will not be subject to the 10% additional income tax on early distributions. You will have to receive required minimum distributions from the inherited IRA.

If you do not do a direct rollover to an inherited IRA, the Plan is required to withhold 20% of the payment for federal income taxes. You cannot waive the 20% withholding.

Payments under a QDRO. If you are the spouse or former spouse of the participant who receives a payment from the Plan under a QDRO, you generally have the same options and the same tax treatment that the participant would have (for example, you may roll over the payment to your own IRA or an eligible employer plan that will accept it). However, payments under the QDRO will not be subject to the 10% additional income tax on early distributions.

If you are a nonresident alien

If you are a nonresident alien and you do not do a direct rollover to a U.S. IRA or U.S. employer plan, instead of withholding 20%, the Plan is generally required to withhold 30% of the payment for federal income taxes. If the amount withheld exceeds the amount of tax you owe (as may happen if you do a 60-day rollover), you may request an income tax refund by filing Form 1040NR and attaching your Form 1042-S. See Form W-8BEN for claiming that you are entitled to a reduced rate of withholding under an income tax treaty. For more information, see also IRS Publication 519, *U.S. Tax Guide for Aliens*, and IRS Publication 515, *Withholding of Tax on Nonresident Aliens and Foreign Entities*.

Other special rules

If a payment is one in a series of payments for less than 10 years, your choice whether to do a direct rollover will apply to all later payments in the series (unless you make a different choice for later payments).

If your payments for the year are less than \$200 (not including payments from a designated Roth account in the Plan), the Plan is not required to allow you to do a direct rollover and is not required to withhold federal income taxes. However, you may do a 60-day rollover.

Unless you elect otherwise, a mandatory cashout of more than \$1,000 (not including payments from a designated Roth account in the Plan) will be directly rolled over to an IRA chosen by the Plan administrator or the payor. A mandatory cashout is a payment from a plan to a participant made before age 62 (or normal retirement age, if later) and without consent, where the participant's benefit does not exceed \$5,000 (not including any amounts held under the plan as a result of a prior rollover made to the plan).

You may have special rollover rights if you recently served in the U.S. Armed Forces. For more information on special rollover rights related to the U.S. Armed Forces, see IRS Publication 3, *Armed Forces' Tax Guide*. You also may have special rollover rights if you were affected by a federally declared disaster (or similar event), or if you received a distribution on account of a disaster. For more information on special rollover rights related to disaster relief, see the IRS website at www.irs.gov.

FOR MORE INFORMATION

You may wish to consult with the Plan administrator or payor, or a professional tax advisor, before taking a payment from the Plan. Also, you can find more detailed information on the federal tax treatment of payments from employer plans in: IRS Publication 575, *Pension and Annuity Income*; IRS Publication 590-A, *Contributions to Individual Retirement Arrangements (IRAs)*; IRS Publication 590-B, *Distributions from Individual Retirement Arrangements (IRAs)*; and IRS Publication 571, *Tax-Sheltered Annuity Plans (403(b) Plans)*. These publications are available from a local IRS office, on the web at www.irs.gov, or by calling 1-800-TAX-FORM.

PART FOUR – PAYMENTS FROM A DESIGNATED ROTH ACCOUNT

YOUR ROLLOVER OPTIONS

You are receiving this notice because all or a portion of a payment you are receiving from your retirement plan (the "Plan") is eligible to be rolled over to a Roth IRA or designated Roth account in an employer plan. This notice is intended to help you decide whether to do a rollover.

This notice describes the rollover rules that apply to payments from the Plan that are from a designated Roth account. If you also receive a payment from the Plan that is not from a designated Roth account, refer to Part Three of this notice for information on that payment, and the Plan administrator or the payor will tell you the amount that is being paid from each account.

Rules that apply to most payments from a designated Roth account are described in the "General Information About Rollovers" section. Special rules that only apply in certain circumstances are described in the "Special Rules and Options" section.

GENERAL INFORMATION ABOUT ROLLOVERS

How can a rollover affect my taxes?

After-tax contributions included in a payment from a designated Roth account are not taxed, but earnings might be taxed. The tax treatment of earnings included in the payment depends on whether the payment is a qualified distribution. If a payment is only part of your designated Roth account, the payment will include an allocable portion of the earnings in your designated Roth account.

If the payment from the Plan is not a qualified distribution and you do not do a rollover to a Roth IRA or a designated Roth account in an employer plan, you will be taxed on the portion of the payment that is earnings. If you are under age 59½, a 10% additional income tax on early distributions (generally, distributions made before age 59½) will also apply to the earnings (unless an exception applies). However, if you do a rollover, you will not have to pay taxes currently on the earnings and you will not have to pay taxes later on payments that are qualified distributions.

If the payment from the Plan is a qualified distribution, you will not be taxed on any part of the payment even if you do not do a rollover. If you do a rollover, you will not be taxed on the amount you roll over and any earnings on the amount you roll over will not be taxed if paid later in a qualified distribution.

A qualified distribution from a designated Roth account in the Plan is a payment made after you are age 59½ (or after your death or disability) and after you have had a designated Roth account in the Plan for at least 5 years. In applying the 5-year rule, you count from January 1 of the year your first contribution was made to the designated Roth account. However, if you did a direct rollover to a designated Roth account in the Plan from a designated Roth account in another employer plan, your participation will count from January 1 of the year your first contribution was made to the designated Roth account in the Plan or, if earlier, to the designated Roth account in the other employer plan.

What types of retirement accounts and plans may accept my rollover?

You may roll over the payment to either a Roth IRA (a Roth individual retirement account or Roth individual retirement annuity) or a designated Roth account in an employer plan (a tax-qualified plan, section 403(b) plan, or governmental section 457(b) plan) that will accept the rollover. The rules of the Roth IRA or employer plan that holds the rollover will determine your investment options, fees, and rights to payment from the Roth IRA or employer plan (for example, Roth IRAs are not subject to spousal consent rules, and Roth IRAs may not provide loans). Further, the amount rolled over will become subject to the tax rules that apply to the Roth IRA or the designated Roth account in the employer plan. In general, these tax rules are similar to those described elsewhere in this notice, but differences include:

- If you do a rollover to a Roth IRA, all of your Roth IRAs will be considered for purposes of determining whether you have satisfied the 5-year rule (counting from January 1 of the year for which your first contribution was made to any of your Roth IRAs);
- If you do a rollover to a Roth IRA, you will not be required to take a distribution from the Roth IRA during your lifetime and you must keep track of the aggregate amount of the after-tax contributions in all of your Roth IRAs (in order to determine your taxable income for later Roth IRA payments that are not qualified distributions); and
- Eligible rollover distributions from a Roth IRA can only be rolled over to another Roth IRA.

How do I do a rollover?

There are two ways to do a rollover. You can either do a direct rollover or a 60-day rollover.

If you do a direct rollover, the Plan will make the payment directly to your Roth IRA or designated Roth account in an employer plan. You should contact the Roth IRA sponsor or the administrator of the employer plan for information on how to do a direct rollover.

If you do not do a direct rollover, you may still do a rollover by making a deposit (generally within 60 days) into a Roth IRA, whether the payment is a qualified or nonqualified distribution. In addition, you can do a rollover by making a deposit within 60 days into a designated Roth account in an employer plan if the payment is a nonqualified distribution and the rollover does not exceed the amount of the earnings in the payment. You cannot do a 60-day rollover to an employer plan of any part of a qualified distribution. If you receive a distribution that is a nonqualified distribution and you do not roll over an amount at least equal to the earnings allocable to the distribution, you will be taxed on the amount of those earnings not rolled over, including the 10% additional income tax on early distributions if you are under age 59½ (unless an exception applies).

If you do a direct rollover of only a portion of the amount paid from the Plan and a portion is paid to you at the same time, the portion directly rolled over consists first of earnings.

If you do not do a direct rollover and the payment is not a qualified distribution, the Plan is required to withhold 20% of the earnings for federal income taxes (up to the amount of cash and property received other than employer stock). This means that, in order to roll over the entire payment in a 60-day rollover to a Roth IRA, you must use other funds to make up for the 20% withheld.

How much may I roll over?

If you wish to do a rollover, you may roll over all or part of the amount eligible for rollover. Any payment from the Plan is eligible for rollover, except:

- Certain payments spread over a period of at least 10 years or over your life or life expectancy (or the joint lives or joint life expectancies of you and your beneficiary);
- Required minimum distributions after age 70½ (if you were born before July 1, 1949), after age 72 (if you were born after June 30, 1949), or after death;
- Hardship distributions;
- Payments of employee stock ownership plan (ESOP) dividends;
- Corrective distributions of contributions that exceed tax law limitations;
- Loans treated as deemed distributions (for example, loans in default due to missed payments before your employment ends);
- Cost of life insurance paid by the Plan;
- Payments of certain automatic enrollment contributions that you request to withdraw within 90 days of your first contribution;
- Amounts treated as distributed because of a prohibited allocation of S corporation stock under an ESOP (also, there generally will be adverse tax consequences if S corporation stock is held by an IRA); and
- Distributions of certain premiums for health and accident insurance.

The Plan administrator or the payor can tell you what portion of a payment is eligible for rollover.

If I don't do a rollover, will I have to pay the 10% additional income tax on early distributions?

If a payment is not a qualified distribution and you are under age 59½, you will have to pay the 10% additional income tax on early distributions with respect to the earnings allocated to the payment that you do not roll over (including amounts withheld for income tax), unless one of the exceptions listed below applies. This tax is in addition to the regular income tax on the earnings not rolled over.

The 10% additional income tax does not apply to the following payments from the Plan:

- Payments made after you separate from service if you will be at least age 55 in the year of the separation;
- Payments that start after you separate from service if paid at least annually in equal or close to equal amounts over your life or life expectancy (or the joint lives or joint life expectancies of you and your beneficiary);
- Payments from a governmental plan made after you separate from service if you are a qualified public safety employee and you will be at least age 50 in the year of the separation;
- Payments made due to disability;
- Payments after your death;
- Payments of ESOP dividends;
- Corrective distributions of contributions that exceed tax law limitations;
- Cost of life insurance paid by the Plan;
- Payments made directly to the government to satisfy a federal tax levy;
- Payments made under a qualified domestic relations order (QDRO);
- Payments of up to \$5,000 made to you from a defined contribution plan if the payment is a qualified birth or adoption distribution;
- Payments up to the amount of your deductible medical expenses (without regard to whether you itemize deductions for the taxable year);
- Certain payments made while you are on active duty if you were a member of a reserve component called to duty after September 11, 2001 for more than 179 days;
- Payments of certain automatic enrollment contributions that you request to withdraw within 90 days of your first contribution; and
- Payments excepted from the additional income tax by federal legislation relating to certain emergencies and disasters.

If I do a rollover to a Roth IRA, will the 10% additional income tax apply to early distributions from the IRA?

If you receive a payment from a Roth IRA when you are under age 59½, you will have to pay the 10% additional income tax on early distributions on the earnings paid from the Roth IRA, unless an exception applies or the payment is a qualified distribution. In general, the exceptions to the 10% additional income tax for early distributions from a Roth IRA listed above are the same as the exceptions for early distributions from a plan. However, there are a few differences for payments from a Roth IRA, including:

- The exception for payments made after you separate from service if you will be at least age 55 in the year of the separation (or age 50 for qualified public safety employees) does not apply;
- The exception for qualified domestic relations orders (QDROs) does not apply (although a special rule applies under which, as part of a divorce or separation agreement, a tax-free transfer may be made directly to a Roth IRA of a spouse or former spouse); and
- The exception for payments made at least annually in equal or close to equal amounts over a specified period applies without regard to whether you have had a separation from service.

Additional exceptions apply for payments from an IRA, including:

- Payments for qualified higher education expenses;
- Payments up to \$10,000 used in a qualified first-time home purchase; and
- Payments for health insurance premiums after you have received unemployment compensation for 12 consecutive weeks (or would have been eligible to receive unemployment compensation but for self-employed status).

Will I owe State income taxes?

This notice does not address any State or local income tax rules (including withholding rules).

SPECIAL RULES AND OPTIONS

If you miss the 60-day rollover deadline

Generally, the 60-day rollover deadline cannot be extended. However, the IRS has the limited authority to waive the deadline under certain extraordinary circumstances, such as when external events prevented you from completing the rollover by the 60-day rollover deadline. Under certain circumstances, you may claim eligibility for a waiver of the 60-day rollover deadline by making a written self-certification. Otherwise, to apply for a waiver from the IRS, you must file a private letter ruling request with the IRS. Private letter ruling requests require the payment of a nonrefundable user fee. For more information, see IRS Publication 590-A, *Contributions to Individual Retirement Arrangements (IRAs)*.

If your payment includes employer stock that you do not roll over

If you receive a payment that is not a qualified distribution and you do not roll it over, you can apply a special rule to payments of employer stock (or other employer securities) that are paid in a lump sum after separation from service (or after age 59½, disability, or the participant's death). Under the special rule, the net unrealized appreciation on the stock included in the earnings in the payment will not be taxed when distributed to you from the Plan and will be taxed at capital gain rates when you sell the stock. If you do a rollover to a Roth IRA for a nonqualified distribution that includes employer stock (for example, by selling the stock and rolling over the proceeds within 60 days of the distribution), you will not have any taxable income and the special rule relating to the distributed employer stock will not apply to any subsequent payments from the Roth IRA or, generally, the Plan. Net unrealized appreciation is generally the increase in the value of the employer stock after it was acquired by the Plan. The Plan administrator can tell you the amount of any net unrealized appreciation.

If you receive a payment that is a qualified distribution that includes employer stock and you do not roll it over, your basis in the stock (used to determine gain or loss when you later sell the stock) will equal the fair market value of the stock at the time of the payment from the Plan.

If you have an outstanding loan that is being offset

If you have an outstanding loan from the Plan, your Plan benefit may be offset by the outstanding amount of the loan, typically when your employment ends. The offset amount is treated as a distribution to you at the time of the offset. Generally, you may roll over all or any portion of the offset amount. If the distribution attributable to the offset is not a qualified distribution and you do not roll over the offset amount, you will be taxed on any earnings included in the distribution (including the 10% additional income tax on early distributions, unless an exception applies). You may roll over the earnings included in the loan offset to a Roth IRA or designated Roth account in an employer plan (if the terms of the employer plan permit the plan to receive plan loan offset rollovers). You may also roll over the full amount of the offset to a Roth IRA.

How long you have to complete the rollover depends on what kind of plan loan offset you have. If you have a qualified plan loan offset, you will have until your tax return due date (including extensions) for the tax year during which the offset occurs to complete your rollover. A qualified plan loan offset occurs when a plan loan in good standing is offset because your employer plan terminates, or because you sever from employment. If your plan loan offset occurs for any other reason (such as a failure to make level repayments that results in a deemed distribution), then you have 60 days from the date the offset occurs to complete your rollover.

If you receive a nonqualified distribution and you were born on or before January 1, 1936

If you were born on or before January 1, 1936, and receive a lump sum distribution that is not a qualified distribution and that you do not roll over, special rules for calculating the amount of the tax on the earnings in the payment might apply to you. For more information, see IRS Publication 575, *Pension and Annuity Income*.

If your payment is from a governmental section 457(b) plan

If the Plan is a governmental section 457(b) plan, the same rules described elsewhere in this notice generally apply, allowing you to roll over the payment to an IRA or an employer plan that accepts rollovers. One difference is that, if you receive a payment that is not a qualified distribution and you do not roll it over, you will not have to pay the 10% additional income tax on early distributions with respect to the earnings allocated to the payment that you do not roll over, even if you are under age 59½ (unless the payment is from a separate account holding rollover contributions that were made to the Plan from a tax-qualified plan, a section 403(b) plan, or an IRA). However, if you do a rollover to an IRA or to an employer plan that is not a governmental section 457(b) plan, a later distribution that is not a qualified distribution made before age 59½ will be subject to the 10% additional income tax on earnings allocated to the payment (unless an exception applies). Other differences include that you cannot do a rollover if the payment is due to an "unforeseeable emergency" and the special rules under "If your payment includes employer stock that you do not roll over" and "If you were born on or before January 1, 1936" do not apply.

If you receive a nonqualified distribution, are an eligible retired public safety officer, and your payment is used to pay for health coverage or qualified long-term care insurance

If the Plan is a governmental plan, you retired as a public safety officer, and your retirement was by reason of disability or was after normal retirement age, you can exclude from your taxable income nonqualified distributions paid directly as premiums to an accident or health plan (or a qualified long-term care insurance contract) that your employer maintains for you, your spouse, or your dependents, up to a maximum of \$3,000 annually. For this purpose, a public safety officer is a law enforcement officer, firefighter, chaplain, or member of a rescue squad or ambulance crew.

If you are not a Plan participant

Payments after death of the participant. If you receive a distribution after the participant's death that you do not roll over, the distribution generally will be taxed in the same manner described elsewhere in this notice. However, whether the payment is a qualified distribution generally depends on when the participant first made a contribution to the designated Roth account in the Plan. Also, the 10% additional income tax on early distributions and the special rules for public safety officers do not apply, and the special rule described under the section "If you receive a nonqualified distribution and you were born on or before January 1, 1936" applies only if the deceased participant was born on or before January 1, 1936.

If you are a surviving spouse. If you receive a payment from the Plan as the surviving spouse of a deceased participant, you have the same rollover options that the participant would have had, as described elsewhere in this notice. In addition, if you choose to do a rollover to a Roth IRA, you may treat the Roth IRA as your own or as an inherited Roth IRA.

A Roth IRA you treat as your own is treated like any other Roth IRA of yours, so that you will not have to receive any required minimum distributions during your lifetime and earnings paid to you in a nonqualified distribution before you are age 59½ will be subject to the 10% additional income tax on early distributions (unless an exception applies).

If you treat the Roth IRA as an inherited Roth IRA, payments from the Roth IRA will not be subject to the 10% additional income tax on early distributions. An inherited Roth IRA is subject to required minimum distributions. If the participant had started taking required minimum distributions from the Plan, you will have to receive required minimum distributions from the inherited Roth IRA. If the participant had not started taking required minimum distributions, you will not have to start receiving required minimum distributions from the inherited Roth IRA until the year the participant would have been age 70½ (if the participant was born before July 1, 1949) or age 72 (if the participant was born after June 30, 1949).

If you are a surviving beneficiary other than a spouse. If you receive a payment from the Plan because of the participant's death and you are a designated beneficiary other than a surviving spouse, the only rollover option you have is to do a direct rollover to an inherited Roth IRA. Payments from the inherited Roth IRA, even if made in a nonqualified distribution, will not be subject to the 10% additional income tax on early distributions. You will have to receive required minimum distributions from the inherited Roth IRA.

If you do not do a direct rollover to an inherited IRA, the Plan is required to withhold 20% of the payment for federal income taxes. You cannot waive the 20% withholding.

Payments under a QDRO. If you are the spouse or a former spouse of the participant who receives a payment from the Plan under a QDRO, you generally have the same options and the same tax treatment that the participant would have (for example, you may roll over the payment to your own Roth IRA or to a designated Roth account in an eligible employer plan that will accept it).

If you are a nonresident alien

If you are a nonresident alien, you do not do a direct rollover to a U.S. IRA or U.S. employer plan, and the payment is not a qualified distribution, the Plan is generally required to withhold 30% (instead of withholding 20%) of the earnings for federal income taxes. If the amount withheld exceeds the amount of tax you owe (as may happen if you do a 60-day rollover), you may request an income tax refund by filing Form 1040NR and attaching your Form 1042-S. See Form W-8BEN for claiming that you are entitled to a reduced rate of withholding under an income tax treaty. For more information, see also IRS Publication 519, *U.S. Tax Guide for Aliens*, and IRS Publication 515, *Withholding of Tax on Nonresident Aliens and Foreign Entities*.

Other special rules

If a payment is one in a series of payments for less than 10 years, your choice whether to do a direct rollover will apply to all later payments in the series (unless you make a different choice for later payments).

If your payments for the year (only including payments from the designated Roth account in the Plan) are less than \$200, the Plan is not required to allow you to do a direct rollover and is not required to withhold federal income taxes. However, you can do a 60-day rollover.

Unless you elect otherwise, a mandatory cashout from the designated Roth account in the Plan of more than \$1,000 will be directly rolled over to a Roth IRA chosen by the Plan administrator or the payor. A mandatory cashout is a payment from a plan to a participant made before age 62 (or normal retirement age, if later) and without consent, where the participant's benefit does not exceed \$5,000 (not including any amounts held under the plan as a result of a prior rollover made to the plan).

You may have special rollover rights if you recently served in the U.S. Armed Forces. For more information on special rollover rights related to the U.S. Armed Forces, see IRS Publication 3, *Armed Forces' Tax Guide*. You also may have special rollover rights if you were affected by a federally declared disaster (or similar event), or if you received a distribution on account of a disaster. For more information on special rollover rights related to disaster relief, see the IRS website at www.irs.gov.

FOR MORE INFORMATION

You may wish to consult with the Plan administrator or payor, or a professional tax advisor, before taking a payment from the Plan. Also, you can find more detailed information on the federal tax treatment of payments from employer plans in: IRS Publication 575, *Pension and Annuity Income*; IRS Publication 590-A, *Contributions to Individual Retirement Arrangements (IRAs)*; IRS Publication 590-B, *Distributions from Individual Retirement Arrangements (IRAs)*; and IRS Publication 571, *Tax-Sheltered Annuity Plans (403(b) Plans)*. These publications are available from a local IRS office, on the web at www.irs.gov, or by calling 1-800-TAX-FORM.