
State of Illinois Deferred Compensation Plan

CR

Important Enhancements Coming to the State of Illinois Deferred Compensation Plan





Not currently participating?

If you are not already participating in the State of Illinois Deferred Compensation Plan (DCP), you are missing out on a great opportunity to save more for your retirement! Convenient payroll deductions, tax-deferred savings, and 24-hour account access make saving worthwhile. To enroll in the DCP, contact Central Management Services (CMS) at **1-800-442-1300** or **TDD/TTY 1-800-526-0844**. You can also get more information and access the forms you need to enroll at **state.il.us/cms/employee/defcom**.

Name a beneficiary

As a participant in or when enrolling in the DCP, it's important that you name a beneficiary for your account so that your account balance will be handled the way you'd want in the event of your death. Contact CMS at **1-800-442-1300** or **TDD/TTY 1-800-526-0844** for information on how to name your beneficiary. Or download and complete a beneficiary form at **state.il.us/cms/employee/defcom**.

Retirement is a journey. Enhancements to the DCP can make the ride easier.

As part of its commitment to helping you prepare for a more secure retirement, the Illinois State Board of Investment (ISBI) is making several investment enhancements to the DCP in the coming months. The fourth quarter 2014 Insight newsletter inserted with your T. Rowe Price quarterly statement for the DCP highlighted some of these changes, and you received a letter directly from William R. Atwood, Executive Director of ISBI, on why ISBI is making these changes.

This brochure contains the details about each of the enhancements coming to the DCP in 2015. Please be sure to read this entire communication so that you are aware of what will happen, when it will happen, and how to make changes if you choose to do so.

Brief overview of what you can expect

Investment lineup changes

Friday, March 27, 2015

- Institutionally priced T. Rowe Price Retirement Active Trusts will replace the T. Rowe Price Retirement Funds, which will significantly reduce fees for participants invested in these options.
- The T. Rowe Price Retirement 2060 Active Trust will be added to the investment lineup.
- The Vanguard Institutional Index Fund and the Vanguard Total Bond Market Index Fund will change share classes.
- The Franklin Small Cap Growth Fund, R6, will be added to the investment lineup.
- The Columbia Acorn Fund, Z, and the Northern Trust Small Cap Separate Account will be removed from the investment lineup in April 2015. As of Friday, March 27, 2015, new contributions to these investments will be transferred to the Franklin Small Cap Growth Fund, R6, and the Ariel Fund Separate Account, respectively.

See pages 2–4 for details.

Upcoming Investment Enhancements



Friday, March 27, 2015:
Investment lineup changes



Thursday, April 9, 2015, through Thursday, April 23, 2015, at 3 p.m. CT: Choose among two paths for reenrollment



Thursday, April 30, 2015:
Asset transfer for Columbia Acorn Fund and Northern Trust Small Cap Separate Account

Choose among two paths for a DCP reenrollment

Thursday, April 9, 2015, through Thursday, April 23, 2015, at 3 p.m. CT

One of ISBI's primary objectives is ensuring that the DCP offers participants every opportunity to maintain a properly diversified account. Therefore, after the investment lineup changes are complete in March, you will be given an opportunity to choose one of two paths to determine how to invest your current DCP assets and your future contributions.

- You can do nothing and choose to be reenrolled into one of the pre-assembled, institutionally priced T. Rowe Price Retirement Active Trusts available in the DCP for a diversified portfolio that you can carry to and through retirement.
- Or, if you do not want to be reenrolled, you can choose among the DCP's other investment options to create your own diversified portfolio.
- **If you do not choose a path, including opting out of the reenrollment, between Thursday, April 9, 2015, and Thursday, April 23, 2015, at 3 p.m. CT, effective April 24, 2015, your assets invested in and future contributions directed to the DCP will automatically be transferred to the Retirement Active Trust with a target date closest to the year in which you will turn age 65.**
- **If you miss the deadline to opt out of the reenrollment, at any time after the reenrollment is complete, you have the option of changing back to your original investment strategy, or you may exchange into any other investment(s) available in the DCP's lineup.**

The Automatic Rebalance service will be deactivated on Wednesday, April 8, 2015, after 3 p.m. CT for any participant who is currently enrolled in the service. Starting on Thursday, April 9, 2015, you may opt out of the reenrollment and elect back into the Automatic Rebalance service.

See pages 5–7 for details.

Asset transfer for Columbia Acorn Fund and Northern Trust Small Cap Separate Account

Thursday, April 30, 2015

All remaining assets in the Columbia Acorn Fund, Z, will be transferred to the Franklin Small Cap Growth Fund, R6, while assets in the Northern Trust Small Cap Separate Account will be transferred to the Ariel Fund Separate Account.

See page 8 for details.

Detailed information on what you can expect

Friday, March 27, 2015: Investment lineup changes

Retirement Active Trusts replace Retirement Funds

Effective Friday, March 27, 2015, the T. Rowe Price Retirement Active Trusts (Retirement Active Trusts) will replace the T. Rowe Price Retirement Funds (Retirement Funds). ISBI is making this change to reduce the current cost of investing in the age-based investment options.

The Retirement Active Trusts are similar to the Retirement Funds and use the same asset allocation and underlying strategies. The fees for the Retirement Active Trusts are lower than the fees currently charged to participants investing in a Retirement Fund. Performance may vary.

What this means for your account

If you have a balance in, or new contributions directed to, the Retirement Funds, **you are not required to take any action—the changes will happen automatically.** There will be a short blackout period during which you will not have access to your balance in these investments while assets and future contribution allocations are being transferred from the Retirement Funds to the Retirement Active Trusts. Nor will you be permitted to take a distribution, loan, or other withdrawal during the short blackout period. **The blackout period will begin on Thursday, March 26, 2015, at 3 p.m. CT. Assets in and future contributions directed to the Retirement Funds will be transferred to the Retirement Active Trusts on Friday, March 27, 2015. You will have full**

access to your account at the start of business on Monday, March 30, 2015, at 8 a.m. CT after the blackout period has ended. The blackout period will not affect your ability to make exchanges among the other investment balances within your account.

If you wish, you may redirect your future contributions or exchange your balance in the Retirement Funds into any other option available through the DCP's lineup prior to the start of the blackout period.

The following chart shows how future contributions and investment balances will be transferred.

Money in this Retirement Fund...	Expense ratio ¹	Will be transferred to this Retirement Active Trust...	Trustee fee ¹
Retirement 2055 Fund	0.76%	Retirement 2055 Active Trust	0.38%
Retirement 2050 Fund	0.76%	Retirement 2050 Active Trust	0.38%
Retirement 2045 Fund	0.76%	Retirement 2045 Active Trust	0.38%
Retirement 2040 Fund	0.76%	Retirement 2040 Active Trust	0.38%
Retirement 2035 Fund	0.75%	Retirement 2035 Active Trust	0.38%
Retirement 2030 Fund	0.73%	Retirement 2030 Active Trust	0.38%
Retirement 2025 Fund	0.70%	Retirement 2025 Active Trust	0.38%
Retirement 2020 Fund	0.67%	Retirement 2020 Active Trust	0.38%
Retirement 2015 Fund	0.63%	Retirement 2015 Active Trust	0.38%
Retirement 2010 Fund	0.59%	Retirement 2010 Active Trust	0.38%
Retirement 2005 Fund	0.59%	Retirement 2005 Active Trust	0.38%
Retirement Balanced Fund	0.57%	Retirement Balanced Active Trust	0.38%

¹Expense ratios/trustee fees are based on the most recent fiscal year-end data available. Trustee fees are subject to change based on total plan assets invested in the Retirement Active Trusts.

Reminder About Common Trust Funds

As a reminder, mutual funds and common trust funds are pooled investment vehicles that pursue specific financial goals by investing in various types of securities, including stocks, bonds, and short-term investments. Common trust funds, however, cannot be sold to the general investing public. While there are different types of common trust funds, the laws under which common trust funds are organized allow only certain types of employer-sponsored retirement plans to invest in them. This generally includes 457 plans, qualified defined benefit plans, and most governmental and church plans.

Fees for common trust funds are generally lower than those charged for mutual funds and can differ between retirement plans. There are several reasons for the lower fees, including the fact that they are not traded publicly and are only available to certain types of retirement plans. Unlike mutual funds, the daily valuations for common trust funds are not published in the newspaper. Participants can check daily valuations online at rps.troweprice.com. You can also sign up for the T. Rowe Price RSS feed, which automatically sends you updated daily pricing information about the investments that you select. For additional information regarding the trusts (including performance), or to sign up for the RSS feed, visit rps.troweprice.com or call T. Rowe Price at **1-888-457-5770**.

Retirement 2060 Active Trust added to fund lineup

At the same time that the Retirement Active Trusts replace the Retirement Funds, ISBI is adding the T. Rowe Price Retirement 2060 Active Trust to the DCP's lineup. The Retirement 2060 Active Trust may be appropriate for participants born in 1993 or after.

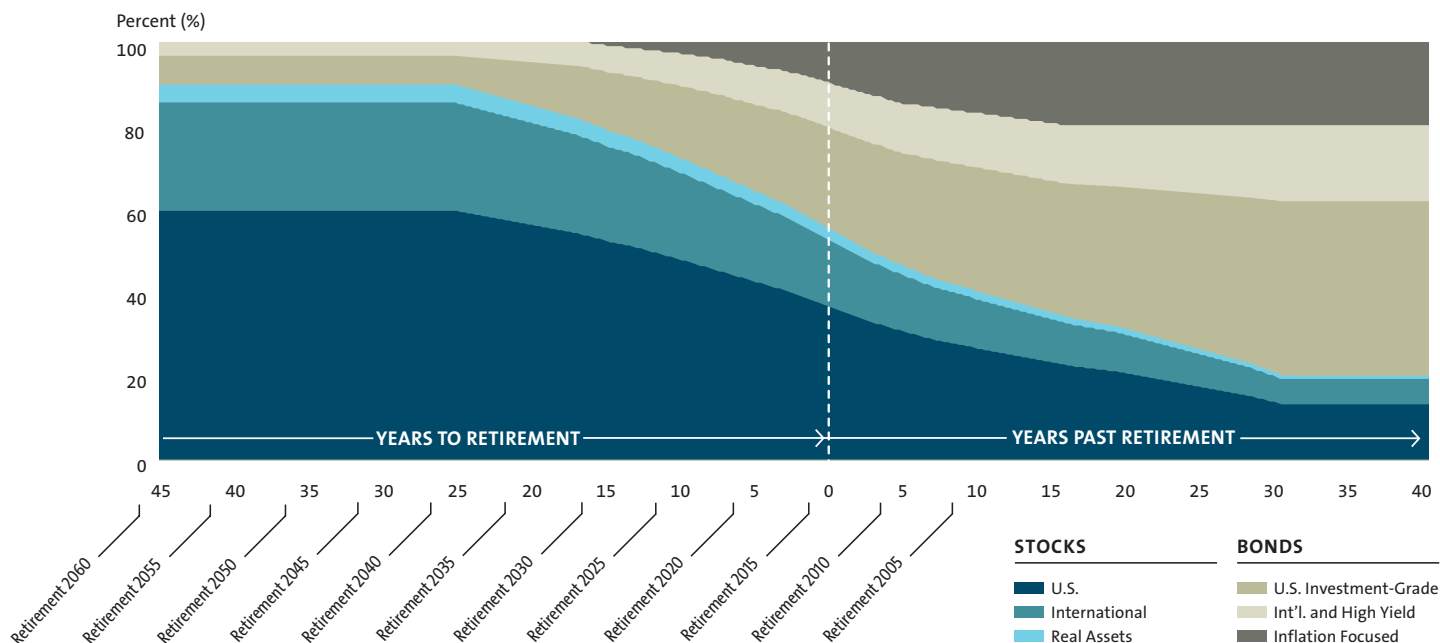
Understanding the Retirement Active Trusts

The Retirement Active Trusts' investment programs assume a retirement age of 65. Depending on your risk tolerance and financial situation and whether you plan to retire earlier or later than age 65, you may want to choose a different Retirement Active Trust. Retirement Active Trusts with later target dates (such as the new 2060 Active Trust) are more heavily weighted in stocks and will have a more aggressive asset allocation for a longer period of time. Conversely, the Retirement Active Trusts with earlier dates (such as the 2020 Active Trust) will have a more conservative asset allocation for a longer period of time.

Remember, the Retirement Active Trusts' allocations will continue to adjust for approximately 30 years after their target dates before arriving at their final 20% stock/80% bond allocations, except for the Retirement Balanced

Active Trust, which maintains a constant allocation of approximately 40% stocks and 60% bonds.

The principal value of the Retirement Active Trusts is not guaranteed at any time, including at or after the target date, which is the approximate year an investor plans to retire (assumed to be age 65) and likely stop making new investments in the trust. If an investor plans to retire significantly earlier or later than age 65, the trusts may not be an appropriate investment even if the investor is retiring on or near the target date. The trusts' allocations among a broad range of underlying T. Rowe Price stock and bond trusts (with the exception of the Retirement Balanced Active Trust) will change over time. The trusts (other than the Retirement Balanced Active Trust) emphasize potential capital appreciation during the early phases of retirement asset accumulation, balance the need for appreciation with the need for income as retirement approaches, and focus on supporting an income stream over a long-term postretirement withdrawal horizon. The trusts are not designed for a lump-sum redemption at the target date and do not guarantee a particular level of income. The trusts maintain a substantial allocation to equities both prior to and after the target date, which can result in greater volatility over shorter time horizons.



This chart shows the neutral allocations for the trusts as of January 1, 2014 (June 23, 2014, for the Retirement 2060 Active Trust). The allocation for each trust may vary from the long-term neutral allocation. Call 1-888-457-5770 for the most current asset allocation.

Vanguard share class changes

Effective Friday, March 27, 2015, assets invested in and contributions directed to the Vanguard Institutional Index Fund and the Vanguard Total Bond Market Index Fund will change share classes as shown in the chart below.

Note that this change involves only a move to a different expense ratio—not a change to the investment strategy or investment management of the investment options.

Investment option	Current expense ratio¹	New expense ratio¹
Vanguard Institutional Index Fund	0.02% (VIIIX)	0.04% (VINIX)
Vanguard Total Bond Market Index Fund	0.05% (VBMPX)	0.07% (VBTIX)

¹Expense ratios are based on the most recent fiscal year-end data available.

What this means for your account

If you have a balance in, or new contributions directed to, the Vanguard investments listed in the chart, **you are not required to take any action—the changes will happen automatically.** There will be a short blackout period during which you will not have access to your balance in these investments while assets and future contribution allocations are being transferred from the current share class to the new share class. Nor will you be permitted to take a distribution, loan, or other withdrawal during the short blackout period. **The blackout period will begin on Thursday, March 26, 2015, at 3 p.m. CT. Assets in and future contributions will be transferred to the new share classes on Friday, March 27, 2015. You will have full access to your account at the start of business on Monday, March 30, 2015, at 8 a.m. CT after the blackout period has ended.** The blackout period will not affect your ability to make exchanges among the other investment balances within your account.

If you wish, you may redirect your future contributions or exchange your balance in the investments being changed into any other option available through the DCP’s lineup prior to the start of the blackout period or after it ends.

Franklin Small Cap Growth Fund, R6, added to investment lineup

Recently, ISBI conducted a search of small-cap managers to find a small-cap option that is in line with ISBI’s commitment to offering investments with a proven track record of consistent investment management, performance history, and appropriateness for long-term retirement investors. A new small-cap manager was chosen, and effective March 27, 2015, the Franklin Small Cap Growth Fund, R6, will be added to the DCP’s lineup.

The Franklin Small Cap Growth Fund, R6, was selected by ISBI as the new small-cap investment due to the strength and stability of the fund manager’s organization and the investment team, a superior performance track record versus its peers and benchmark, taking on less risk than peers, and a commitment to investing in small-company stocks as the majority of the product’s assets.

Investing in small companies involves greater risk than is customarily associated with larger companies, since small companies often have limited product lines, markets, or financial resources.

Columbia Acorn Fund and Northern Trust Small Cap Separate Account closing to new money

Along with this change, the Columbia Acorn Fund, Z, and the Northern Trust Small Cap Separate Account will be closed to new contributions. On Friday, March 27, 2015, any future contributions directed to the Columbia Acorn Fund, Z, and the Northern Trust Small Separate Account will be automatically transferred as shown in the chart below. **You are not required to take any action—the changes will happen automatically.**

If you do not want your future contributions to be directed as shown in the chart, you have until Thursday, March 26, 2015, at 3 p.m. CT to select new investment options.

Investment closing to new contributions	Investment to which contributions will be transferred
Columbia Acorn Fund, Z	Franklin Small Cap Growth Fund, R6
Northern Trust Small Cap Separate Account	Ariel Fund Separate Account

Balances invested in the Columbia Acorn Fund, Z, and the Northern Trust Small Cap Separate Account will transfer to the Franklin Small Cap Growth Fund, R6, and the Ariel Fund Separate Account, respectively, on Thursday, April 30, 2015. For more information on this transaction, go to page 8.

Thursday, April 9, 2015, through Thursday April 23, 2015, at 3 p.m. CT: Choose among two paths for a DCP reenrollment

After the investment lineup changes are complete in March 2015, you will be given an opportunity to choose one of two paths to determine how to invest your current DCP assets and your future contributions. You can do nothing and choose to be reenrolled into one of the pre-assembled, institutionally priced T. Rowe Price Retirement Active Trusts available in the DCP for a diversified portfolio that you can carry to and through retirement. Or, if you do not want to be reenrolled, you can choose among the DCP's other investment options to create your own diversified portfolio. ISBI is offering this opportunity to help improve your asset allocation and your retirement readiness.

Take Action

You have between Thursday, April 9, 2015, and Thursday, April 23, 2015, at 3 p.m. CT to choose one of two paths to determine how to invest your current DCP assets and future contributions. If you do not take action during this election period, effective Friday, April 24, 2015, your assets invested in and future contributions directed to the DCP will automatically be transferred to the Retirement Active Trust with a target date closest to the year in which you will turn age 65. (See page 6 for the Retirement Active Trusts and the DCP investment lineup.)

Assets and future contributions will be transferred based on your date of birth on file with T. Rowe Price. If you do not have a date of birth on file with T. Rowe Price, your assets and future contributions will not be transferred.

Choose a path

Understanding that participants have different levels of experience and comfort with investing, the DCP gives you two ways to invest.



The pre-assembled path

Select one Retirement Active Trust for a professionally managed, date-based portfolio. This approach may be appropriate if you don't have the time, interest, or experience to create and manage your own portfolio.

No action is required to choose the pre-assembled path.

The do-it-yourself path

Choose among the DCP's other investment options to create your own diversified portfolio. This approach may be appropriate if you prefer to have more control over choosing and monitoring your investment strategy. You may also choose this path if you want to keep your current investment lineup for existing assets and new contributions.

Action is required to choose the do-it-yourself path.



The pre-assembled path

Pre-assembled T. Rowe Price Retirement Active Trusts offer a convenient investing solution

When you choose a Retirement Active Trust, you get a pre-assembled and professionally managed investment with a diversified portfolio designed for

a specific retirement date in a single step. Each Retirement Active Trust is made up of other T. Rowe Price trusts. That means you get a diversified mix of stocks and bonds, which helps the trusts' allocations stay on track.

Some of the benefits of investing in the trusts include:

- **One-step convenience**, so you don't need to mix and match them with other options.
- **Professional diversification** that may help reduce the impact of the market's ups and downs on your account. Of course, diversification cannot assure a profit or protect against loss in a declining market.
- **Stock exposure** that can help your retirement account outpace inflation and maintain its buying power.
- **Automatic rebalancing** among stocks, bonds, and conservative bonds that helps the trusts' allocations stay on track.

Retirement Active Trusts

If you were born...		You will be transferred to the following Retirement Active Trust...
In 1993 or after	▶	Retirement 2060 Active Trust
1988 – 1992	▶	Retirement 2055 Active Trust
1983 – 1987	▶	Retirement 2050 Active Trust
1978 – 1982	▶	Retirement 2045 Active Trust
1973 – 1977	▶	Retirement 2040 Active Trust
1968 – 1972	▶	Retirement 2035 Active Trust
1963 – 1967	▶	Retirement 2030 Active Trust
1958 – 1962	▶	Retirement 2025 Active Trust
1953 – 1957	▶	Retirement 2020 Active Trust
1948 – 1952	▶	Retirement 2015 Active Trust
1943 – 1947	▶	Retirement 2010 Active Trust
In 1942 or before	▶	Retirement 2005 Active Trust [†]

Depending on your risk tolerance, time horizon, and financial situation, you may consider a Retirement Active Trust with a different target date.

The T. Rowe Price Retirement Active Trusts (the "Trusts") are not mutual funds. They are common trust funds established by T. Rowe Price Trust Company under Maryland banking law, and their units are exempt from registration under the Securities Act of 1933. Investments in the Trusts are not deposits or obligations of, or guaranteed by, the U.S. government or its agencies or T. Rowe Price Trust Company and are subject to investment risks, including possible loss of principal.

[†]Because the glide path for the Retirement 2005 Active Trust will become more conservative than the glide path for Retirement Balanced Active Trust later in 2015, participants born in 1942 or before will be defaulted into the Retirement 2005 Active Trust during the reenrollment.

The do-it-yourself path

Do-it-yourself investments offer added control

If you prefer a more hands-on approach, you can create and manage your own diversified portfolio by choosing among the DCP's investment options. Simply log in to the website at rps.troweprice.com between Thursday, April 9, 2015, and Thursday, April 23, 2015,

at 3 p.m. CT and make an active election to opt out of the pre-assembled path to choose among the DCP's other investment options.

Keep your current investments

The do-it-yourself path is also for you if you wish to remain in your current investments. Simply log in to the website at rps.troweprice.com between Thursday, April 9, 2015, and Thursday, April 23, 2015, at 3 p.m. CT and make an active election to opt out of the pre-assembled path to leave your current DCP assets and your future contributions as is.

DCP investment lineup

Stocks	Style	Active vs. Passive
LSV Value Equity Separate Account	Large-Cap Value	Active
Vanguard Institutional Index Fund (VINIX)	Large-Cap Core	Passive
Wellington Diversified Growth Portfolio	Large-Cap Growth	Active
Ariel Fund Separate Account	Mid-Cap Value	Active
Northern Trust Collective S&P 400 Index Fund	Mid-Cap Core	Passive
Northern Trust Russell 2000 Index Fund	Small-Cap Core	Passive
Franklin Small Cap Growth Fund (FSMLX)	Small-Cap Growth	Active
Northern Trust ACWI ex-US Fund	Non-U.S. Large-Cap Core	Passive
INVECO International Growth Equity Trust	Non-U.S. Large-Cap Growth	Active
William Blair International Small Cap Growth Fund (WISIX)	Non-U.S. Small-Cap Growth	Active
Blended Assets		Blended Assets
Fidelity® Puritan® Fund (FPURX)	U.S. Balanced	Active
T. Rowe Price Retirement Balanced Active Trust	Balanced	Active
Bonds		Bonds
T. Rowe Price Bond Trust I	Core Fixed Income	Active
Vanguard Total Bond Market Index Fund (VBPIX)	Core Fixed Income	Passive
Stable Value/Money Market		Stable Value/Money Market
INVECO Stable Return Fund	Stable Value	Active
Vanguard Prime Money Market Fund (VMRXX)	Money Market	Active
Target Date		Target Date
T. Rowe Price Retirement Active Trusts	Target Date	Active

For all investments in the lineup, participants can check daily valuations online at rps.troweprice.com.

An investment in a money market fund is not insured or guaranteed by the FDIC or any other government agency. Although the fund seeks to preserve the value of your investment at \$1.00 per share, it is possible to lose money by investing in the fund.

How do I opt out of the reenrollment?

Beginning Thursday, April 9, 2015, you can opt out of the reenrollment and remain in your current investments or choose among the DCP's other investment options by calling T. Rowe Price at 1-888-457-5770.

You can also opt out by visiting the website at rps.troweprice.com. The pending transfer to the Retirement Active Trusts will appear on your account as a "pending transaction." To see this pending transaction, from the homepage, click on > My Account > Transactions > Change Current Balance.

On this screen (shown below), you will see a message that a "Rebalance Entire Account" transaction is pending. From this screen, you can access the page to view or change the pending transaction.

You are not required to take any action regarding your DCP account at this time. However, if you are not sure whether you want your current account balance and future contributions to transfer to a Retirement Active Trust, it may be worthwhile for you to review your options and make a decision between Thursday, April 9, 2015, and Thursday, April 23, 2015, at 3 p.m. CT.

Automatic Rebalance

The Automatic Rebalance service will be deactivated on April 8, 2015, after 3 p.m. CT for any participant who is currently enrolled in the service so that all participant accounts are available for the reenrollment into the Retirement Active Trusts. However, starting Thursday, April 9, 2015, you may opt out of the reenrollment and elect back into the service as part of the available actions that can be taken to choose your ongoing investment path.

What if I do not choose a path?

You have between Thursday, April 9, 2015, and Thursday, April 23, 2015, at 3 p.m. CT to choose one of two paths to determine how to invest your current DCP assets and future contributions. If you do not choose a path during this open window, effective Friday, April 24, 2015, your assets invested in and future contributions directed to the DCP will automatically be transferred to the Retirement Active Trust with a target date closest to the year in which you will turn age 65.

Assets and future contributions will be transferred based on your date of birth on file with T. Rowe Price. If you do not have a date of birth on file with T. Rowe Price, your assets and future contributions will not be transferred.

At any time after the reenrollment is complete, you have the option of changing back to your original investment strategy, or you may exchange into any other investment(s) available in the DCP's lineup.

The screenshot shows the T. Rowe Price website interface. The top navigation bar includes links for Home, My Account, Plan Benefits, Investments, Tools, Distributions, Beyond Your Plan, Contact Us, and Logout. The left sidebar lists Account Information, Transactions, Transaction Overview, Change Contribution Amount, Auto Increase, Change Investment Election, Change Current Balance (highlighted), Take A Loan, and Take A Loan. The main content area is titled 'Change Current Balances Menu' and contains the instruction 'Please select the type of move you want to make.' Below this are three radio button options: 'Investment Exchange', 'Rebalance Entire Account', and 'Rebalance Entire Account Automatically on a Periodic Basis'. A red text box with a red arrow points to the 'Rebalance Entire Account' option, containing the text: 'There is a pending Rebalance Entire Account transaction, which prohibits other Move Balance transactions. Click here to view/change your pending transaction information.' The footer includes the slogan 'Retire with confidence®' and links for 'Download a prospectus', 'Site Help', and 'Edit Login'.

Thursday, April 30, 2015:
Asset transfer for the Columbia Acorn
Fund, Z, and the Northern Trust Small
Cap Separate Account

Effective Thursday, April 30, 2015, balances remaining in the Columbia Acorn Fund, Z, and the Northern Trust Small Cap Separate Account will automatically be sold and reinvested in the replacement investment options as shown in the chart below.

As a reminder, contributions directed to the Columbia Acorn Fund, Z, and the Northern Trust Small Cap Separate Account will have already been transferred as of Friday, March 27, 2015, according to the replacement options shown below.

Closing investment option	Expense ratio ¹	Replacement investment option	Expense ratio ¹
Columbia Acorn Fund, Z	0.79%	Franklin Small Cap Growth Fund, R6	0.74%
Northern Trust Small Cap Separate Account	0.60%	Ariel Fund Separate Account	0.56%

¹Expense ratios are based on the most recent fiscal year-end data available.

What this means for your account

If you have a balance in the closing investments listed in the chart, **you are not required to take any action—the changes will happen automatically.** There will be a short blackout period during which you will not have access to your balance in these investments while assets are being transferred to the replacement investments. Nor will you be permitted to take a distribution, loan, or other withdrawal during the short blackout period. **The blackout period will begin on Wednesday, April 29, 2015, at 3 p.m. CT. Assets in the closing investments will be transferred to the replacement investments on Thursday, April 30, 2015. You will have full access to your account at the start of business on Friday, May 1, 2015, at 8 a.m. CT after the blackout period has ended.**

The blackout period will not affect your ability to make exchanges among the other investment balances within your account.

When this asset transfer is complete, the Columbia Acorn Fund, Z, and the Northern Trust Small Cap Separate Account **will no longer be offered** in the DCP investment lineup. See the chart on page 6 for the DCP's investment lineup.

Notes:

[illegible]



Onsite and online employee meetings

Onsite education sessions in which a T. Rowe Price representative will explain these changes further will be available beginning Monday, March 9, 2015, through Friday, March 20, 2015. Additional information regarding meetings will be posted on the T. Rowe Price website at **rps.troweprice.com**.

If you can't make it to an onsite meeting, or if an onsite session isn't offered in your area, join us for a live webinar instead! We'll be offering interactive webinar sessions during which participants can ask questions at 2 p.m. and 7 p.m. CT on the following dates:

- March 13, 2015
- March 20, 2015
- April 15, 2015
- April 22, 2015

To register for a webinar, go to **rpstrowepricereg67.fugent.com**.

If you can't make a live onsite session or a live webinar, you can access a recorded webinar beginning Monday, March 9, 2015, by visiting the T. Rowe Price website at **rps.troweprice.com**.

If you have further questions about these changes, you can contact T. Rowe Price at **1-888-457-5770**. Telephone representatives are available on business days between 6 a.m. and 9 p.m. CT.

For more information about the DCP, your investment options, and tools that can help you as you save and plan for retirement, visit **rps.troweprice.com**.

T. Rowe Price also offers a free mobile website where you can view account balances and fund prices, check the status of recent and pending transactions, research investment information, and receive financial highlights. You can access the mobile website at **troweprice.mobi** using your T. Rowe Price user name and password.

Call 1-888-457-5770 to request a prospectus, which includes investment objectives, risks, fees, expenses, and other information that you should read and consider carefully before investing.

About your retirement plan service provider

T. Rowe Price is one of the nation's most respected leaders in retirement plan services and investment management. The Baltimore-based firm offers a unique combination of investment management expertise, world-class service, and extensive resources to help you prepare for a more secure retirement. If you have any questions, please call T. Rowe Price at **1-888-457-5770**.

