

Deferred
Compensation
Plan Review
Through 09/30/2017

November 13, 2017

State of Vermont 457 Plan



Plan Review

For the Period From July 1, 2017 to September 30, 2017

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Plan Summary (in millions)

Total Assets

◆ Assets at September 30, 2017	\$466.54
◆ Less assets at June 30, 2017	<u>\$453.00</u>
◆ Asset change for the quarter	\$13.54

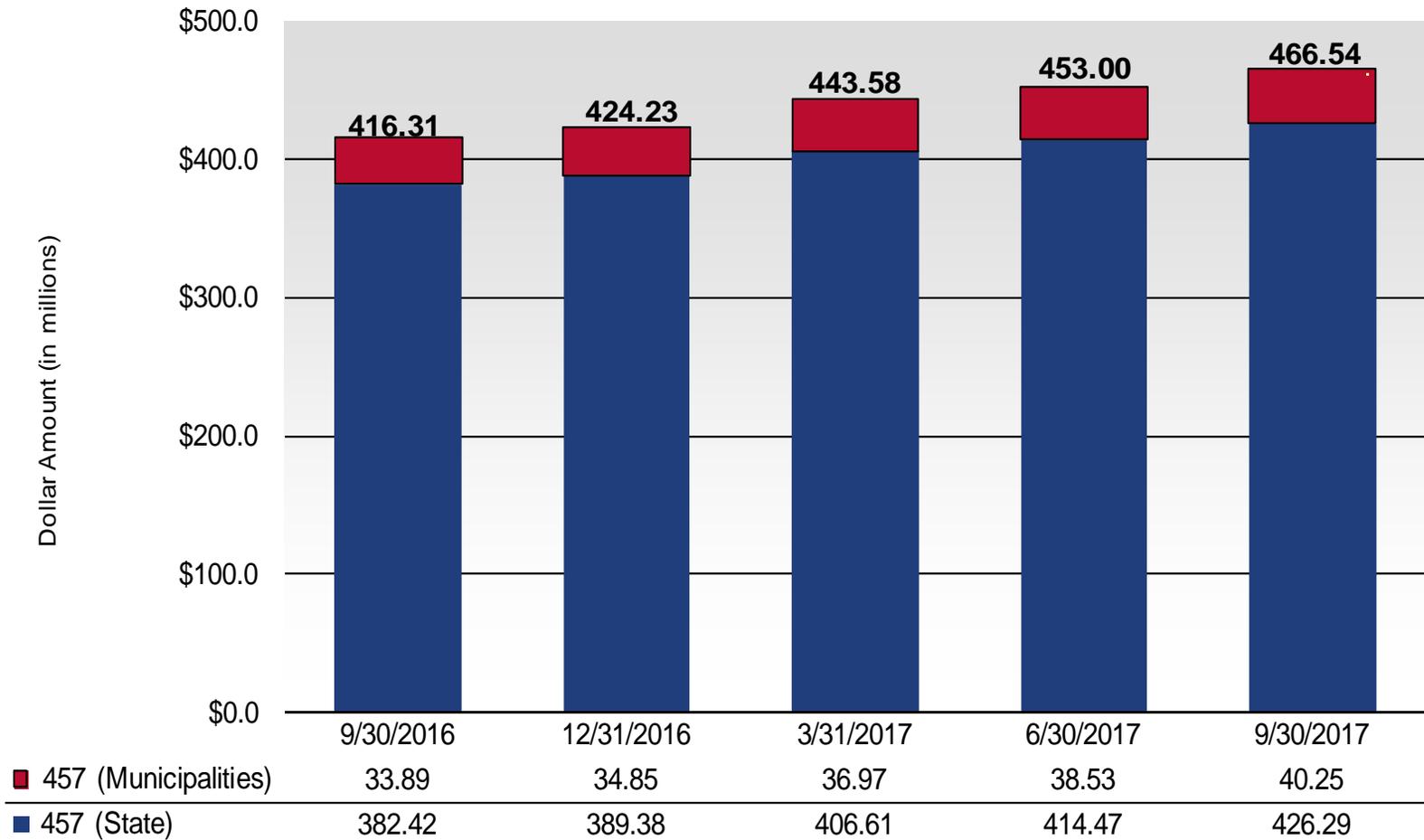
Asset Components

◆ Contributions for the quarter	\$5.47
◆ Less distributions for the quarter	-\$7.01
◆ Net investment gain for the quarter	<u>\$15.08</u>
◆ Asset change for the quarter	\$13.54

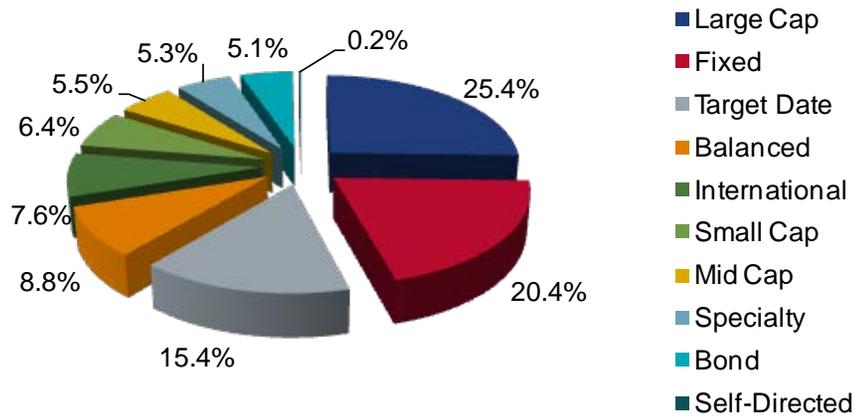
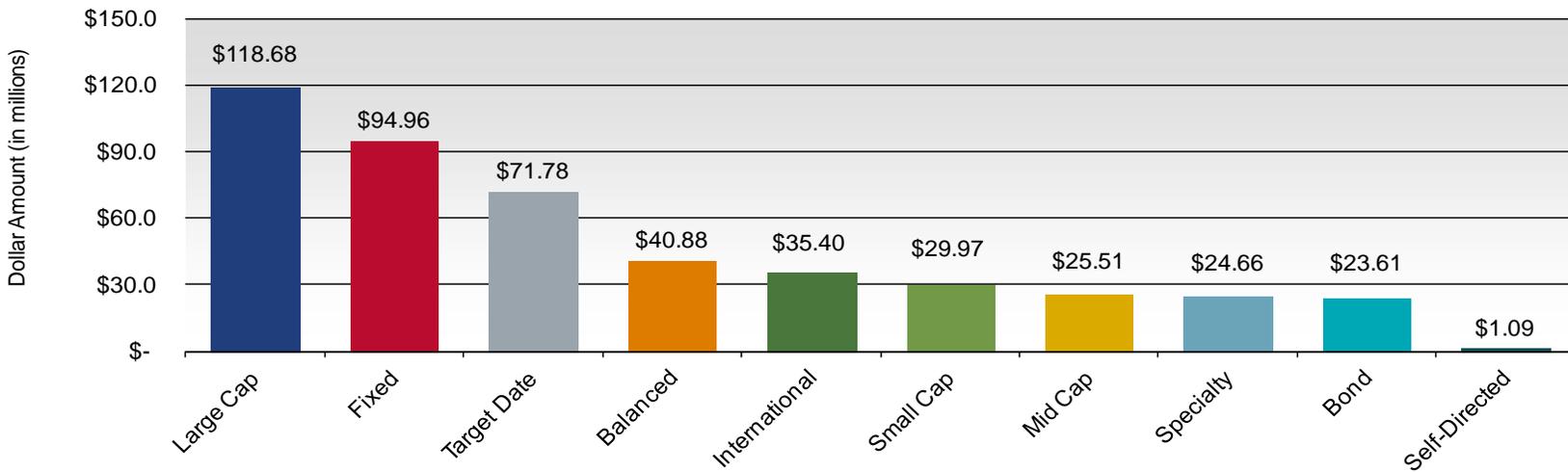
Plan Summary

- ◆ Plan assets were at \$466.54 million as of September 30, 2017
- ◆ Plan assets grew by \$13.54 million (3.0%) from July 1, 2017 to September 30, 2017
- ◆ Contributions were \$5.47 million from July 1, 2017 to September 30, 2017
- ◆ From July 1, 2017 to September 30, 2017 there were 7,277 participants

Asset Growth



Assets by Asset Class



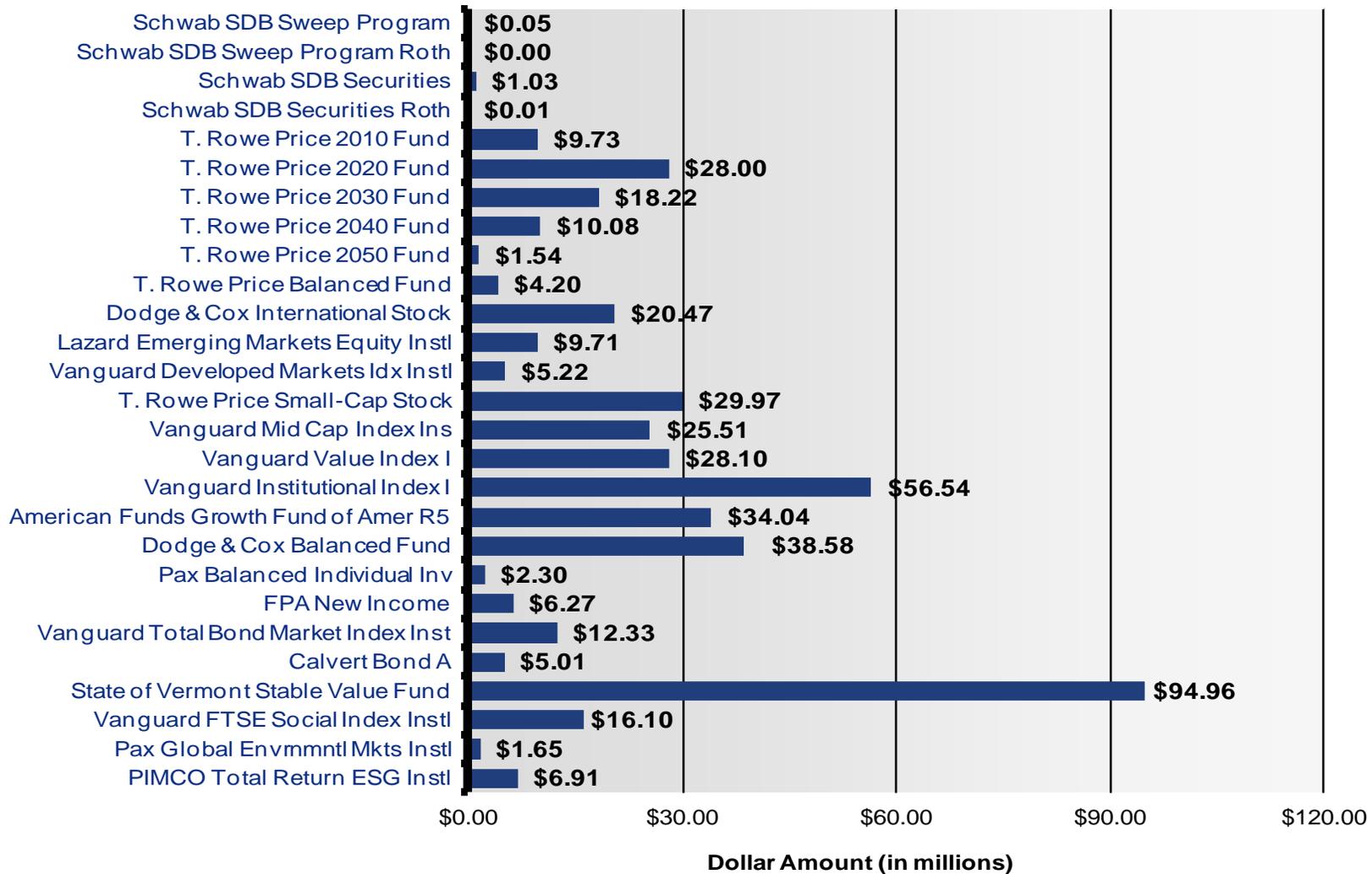
Percentage of Assets by Asset Class

457 (State)	Self Directed	Target Date	Internat'l	Small Cap	Mid Cap	Large Cap	Balanced	Bond	Fixed	Specialty
7/1/2016 to 9/30/2016	0.3%	13.7%	6.7%	6.6%	5.8%	25.6%	9.6%	4.5%	21.3%	5.9%
10/1/2016 to 12/31/2016	0.3%	13.4%	6.5%	6.9%	5.9%	25.8%	9.9%	4.8%	21.3%	5.3%
1/1/2017 to 3/31/2017	0.2%	13.7%	6.9%	6.4%	6.1%	25.8%	9.6%	4.8%	20.9%	5.5%
4/1/2017 to 6/30/2017	0.2%	13.9%	7.4%	6.3%	6.0%	25.8%	9.2%	5.0%	20.8%	5.3%
7/1/2017 to 9/30/2017	0.3%	14.2%	7.6%	6.6%	5.5%	25.9%	8.9%	5.1%	20.6%	5.3%

457 (Municipalities)	Self Directed	Target Date	Internat'l	Small Cap	Mid Cap	Large Cap	Balanced	Bond	Fixed	Specialty
7/1/2016 to 9/30/2016	0.0%	28.3%	6.0%	4.7%	5.8%	19.1%	7.8%	4.6%	17.9%	5.7%
10/1/2016 to 12/31/2016	0.0%	27.7%	6.1%	5.6%	6.0%	19.5%	7.8%	4.3%	18.2%	4.8%
1/1/2017 to 3/31/2017	0.0%	28.2%	6.7%	5.1%	6.2%	19.6%	7.8%	4.1%	16.9%	5.4%
4/1/2017 to 6/30/2017	0.0%	27.5%	7.0%	4.8%	5.9%	20.1%	7.3%	4.3%	18.5%	4.6%
7/1/2017 to 9/30/2017	0.0%	27.6%	7.6%	4.8%	5.4%	20.1%	7.2%	4.4%	18.2%	4.8%

Combined	Self Directed	Target Date	Internat'l	Small Cap	Mid Cap	Large Cap	Balanced	Bond	Fixed	Specialty
7/1/2016 to 9/30/2016	0.2%	14.9%	6.6%	6.4%	5.8%	25.1%	9.5%	4.5%	21.0%	5.9%
10/1/2016 to 12/31/2016	0.2%	14.6%	6.4%	6.8%	5.9%	25.3%	9.7%	4.8%	21.1%	5.3%
1/1/2017 to 3/31/2017	0.2%	14.9%	6.9%	6.3%	6.1%	25.3%	9.5%	4.8%	20.6%	5.5%
4/1/2017 to 6/30/2017	0.2%	15.1%	7.4%	6.2%	6.0%	25.3%	9.0%	5.0%	20.6%	5.3%
7/1/2017 to 9/30/2017	0.2%	15.4%	7.6%	6.4%	5.5%	25.4%	8.8%	5.1%	20.4%	5.3%

Assets by Investment Option



Asset Distribution by Fund – 457 (State) Plan

Active Participants:
 9/30/2016 **6,184**
 12/31/2016 **6,197**
 3/31/2017 **6,270**
 6/30/2017 **6,318**
 9/30/2017 **6,349**

Average Account
 Balance per Participant:
 9/30/2016 **\$61,840**
 12/31/2016 **\$62,833**
 3/31/2017 **\$64,849**
 6/30/2017 **\$65,601**
 9/30/2017 **\$67,142**

Average Number of
 Investment Options
 per Participant:
 9/30/2016 **5.3**
 12/31/2016 **5.3**
 3/31/2017 **5.4**
 6/30/2017 **5.6**
 9/30/2017 **5.6**

Asset Class/Fund Name	6/30/2017			9/30/2017		
	Amount	Pct	Accts	Amount	Pct	Accts
Self-Directed						
Schw ab SDB Sweep Program	19,121	0.0%	9	46,158	0.0%	10
Schw ab SDB Sweep Program Roth	21	0.0%	2	37	0.0%	2
Schw ab SDB Securities	944,801	0.2%	9	1,034,696	0.2%	10
Schw ab SDB Securities Roth	5,801	0.0%	2	5,854	0.0%	2
	969,745	0.2%		1,086,744	0.3%	
Target Date						
T. Rowe Price 2010 Fund	8,305,644	2.0%	260	8,381,863	2.0%	255
T. Rowe Price 2020 Fund	22,324,193	5.4%	548	23,368,058	5.5%	546
T. Rowe Price 2030 Fund	14,011,439	3.4%	507	15,147,429	3.6%	510
T. Rowe Price 2040 Fund	8,431,644	2.0%	399	8,881,365	2.1%	393
T. Rowe Price 2050 Fund	1,138,370	0.3%	98	1,336,849	0.3%	106
T. Rowe Price Balanced Fund	3,381,518	0.8%	210	3,568,987	0.8%	215
	57,592,808	13.9%		60,684,552	14.2%	
International						
Dodge & Cox International Stock	18,875,056	4.6%	2,684	18,795,128	4.4%	2,752
Lazard Emerging Markets Equity Instl	9,464,173	2.3%	2,405	8,802,857	2.1%	2,221
Vanguard Developed Markets Idx Instl	2,490,955	0.6%	1,826	4,763,490	1.1%	1,910
	30,830,184	7.4%		32,361,475	7.6%	
Small-Cap						
T. Rowe Price Small-Cap Stock	26,222,715	6.3%	2,707	28,023,027	6.6%	2,924
	26,222,715	6.3%		28,023,027	6.6%	
Mid-Cap						
Vanguard Mid Cap Index Ins	24,762,012	6.0%	2,715	23,357,437	5.5%	2,764
	24,762,012	6.0%		23,357,437	5.5%	
Large-Cap						
Vanguard Value Index I	25,284,808	6.1%	2,725	26,613,515	6.2%	2,771
Vanguard Institutional Index I	53,520,425	12.9%	3,168	53,133,243	12.5%	3,210
American Funds Growth Fund of Amer R5	28,028,263	6.8%	2,795	30,835,105	7.2%	2,858
	106,833,497	25.8%		110,581,863	25.9%	
Balanced						
Dodge & Cox Balanced Fund	35,883,889	8.7%	1,212	36,179,206	8.5%	1,199
Pax Balanced Individual Inv	2,248,945	0.5%	936	1,820,002	0.4%	186
	38,132,834	9.2%		37,999,208	8.9%	
Bond						
FPA New Income	6,039,093	1.5%	408	6,044,552	1.4%	400
Vanguard Total Bond Market Index Inst	11,575,743	2.8%	1,905	11,257,064	2.6%	1,983
Calvert Bond A	3,177,174	0.8%	1,347	4,554,308	1.1%	1,842
	20,792,010	5.0%		21,855,925	5.1%	
Fixed						
State of Vermont Stable Value Fund	86,223,901	20.8%	3,913	87,621,866	20.6%	3,961
	86,223,901	20.8%		87,621,866	20.6%	
Specialty						
Vanguard FTSE Social Index Instl	14,882,522	3.6%	606	14,977,500	3.5%	599
Pax Global Envrnmntl Mkts Instl	1,085,001	0.3%	113	1,479,770	0.3%	122
PIMCO Total Return ESG Instl	6,138,294	1.5%	1,657	6,256,717	1.5%	1,639
	22,105,817	5.3%		22,713,986	5.3%	
	414,465,522	100.0%		426,286,083	100.0%	

Asset Distribution by Fund – 457 (Muni) Plan

Active Participants:

9/30/2016	902
12/31/2016	903
3/31/2017	909
6/30/2017	918
9/30/2017	928

Average Account

Balance per Participant:

9/30/2016	\$37,573
12/31/2016	\$38,599
3/31/2017	\$40,673
6/30/2017	\$41,975
9/30/2017	\$43,375

Average Number of Investment Options per Participant:

9/30/2016	5.1
12/31/2016	5.2
3/31/2017	5.3
6/30/2017	5.4
9/30/2017	5.4

Asset Class/Fund Name	6/30/2017			9/30/2017		
	Amount	Pct	Accts	Amount	Pct	Accts
Target Date						
T. Rowe Price 2010 Fund	1,227,760	3.2%	42	1,349,780	3.4%	42
T. Rowe Price 2020 Fund	4,418,214	11.5%	117	4,632,932	11.5%	116
T. Rowe Price 2030 Fund	3,016,523	7.8%	95	3,074,481	7.6%	94
T. Rowe Price 2040 Fund	1,125,658	2.9%	66	1,198,523	3.0%	67
T. Rowe Price 2050 Fund	190,435	0.5%	17	207,320	0.5%	18
T. Rowe Price Balanced Fund	615,773	1.6%	35	632,354	1.6%	36
	10,594,362	27.5%		11,095,390	27.6%	
International						
Dodge & Cox International Stock	1,533,544	4.0%	368	1,673,790	4.2%	378
Lazard Emerging Markets Equity Instl	920,714	2.4%	348	910,148	2.3%	314
Vanguard Developed Markets Idx Instl	240,731	0.6%	280	459,010	1.1%	292
	2,694,989	7.0%		3,042,948	7.6%	
Small-Cap						
T. Rowe Price Small-Cap Stock	1,844,291	4.8%	359	1,946,075	4.8%	397
	1,844,291	4.8%		1,946,075	4.8%	
Mid-Cap						
Vanguard Mid Cap Index Ins	2,273,281	5.9%	407	2,153,597	5.4%	418
	2,273,281	5.9%		2,153,597	5.4%	
Large-Cap						
Vanguard Value Index I	1,449,987	3.8%	350	1,488,688	3.7%	359
Vanguard Institutional Index I	3,551,354	9.2%	415	3,408,540	8.5%	421
American Funds Grow th Fund of Amer R5	2,755,206	7.2%	381	3,202,622	8.0%	393
	7,756,546	20.1%		8,099,849	20.1%	
Balanced						
Dodge & Cox Balanced Fund	2,253,367	5.8%	118	2,398,266	6.0%	116
Pax Balanced Individual Inv	543,825	1.4%	154	483,610	1.2%	32
	2,797,192	7.3%		2,881,877	7.2%	
Bond						
FPA New Income	238,767	0.6%	29	224,198	0.6%	27
Vanguard Total Bond Market Index Inst	1,096,470	2.8%	286	1,075,571	2.7%	298
Calvert Bond A	313,970	0.8%	187	453,754	1.1%	262
	1,649,207	4.3%		1,753,523	4.4%	
Fixed						
State of Vermont Stable Value Fund	7,143,435	18.5%	518	7,334,562	18.2%	525
	7,143,435	18.5%		7,334,562	18.2%	
Specialty						
Vanguard FTSE Social Index Instl	1,017,433	2.6%	70	1,122,514	2.8%	72
Pax Global Envrnmntl Mkts Instl	120,112	0.3%	23	168,080	0.4%	24
PIMCO Total Return ESG Instl	641,853	1.7%	270	653,939	1.6%	268
	1,779,399	4.6%		1,944,532	4.8%	
	38,532,703	100.0%		40,252,354	100.0%	

Asset Distribution by Fund - Combined

Total Active Accounts:

9/30/2016	7,086
12/31/2016	7,100
3/31/2017	7,179
6/30/2017	7,236
9/30/2017	7,277

Average Account

Balance per Account:

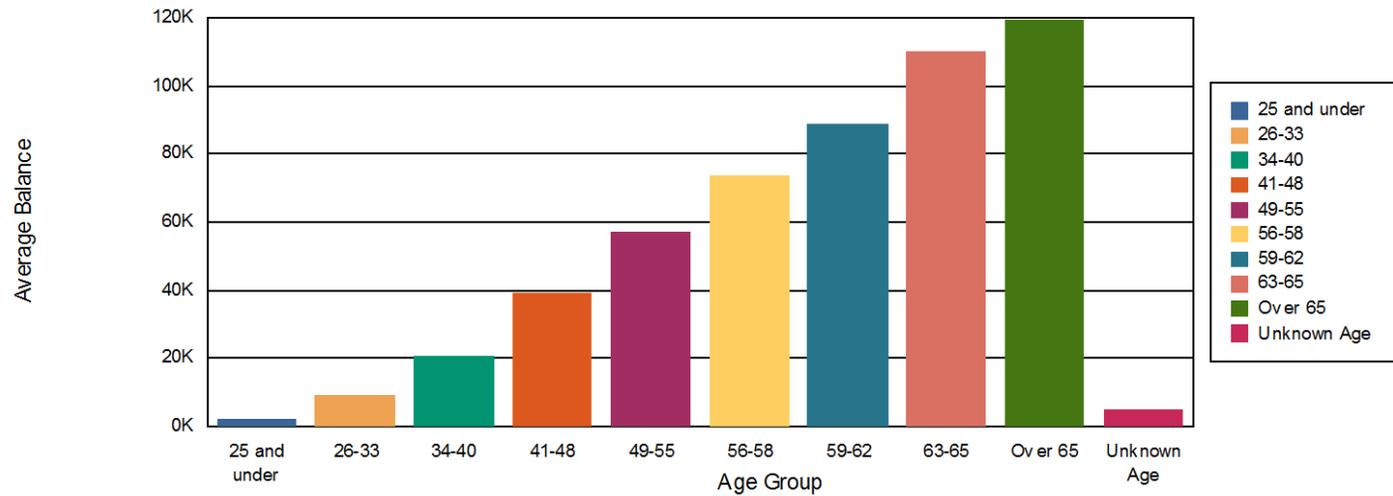
9/30/2016	\$58,751
12/31/2016	\$59,751
3/31/2017	\$61,788
6/30/2017	\$62,603
9/30/2017	\$64,111

Average Number of Investment Options per Account:

9/30/2016	5.3
12/31/2016	5.3
3/31/2017	5.4
6/30/2017	5.5
9/30/2017	5.5

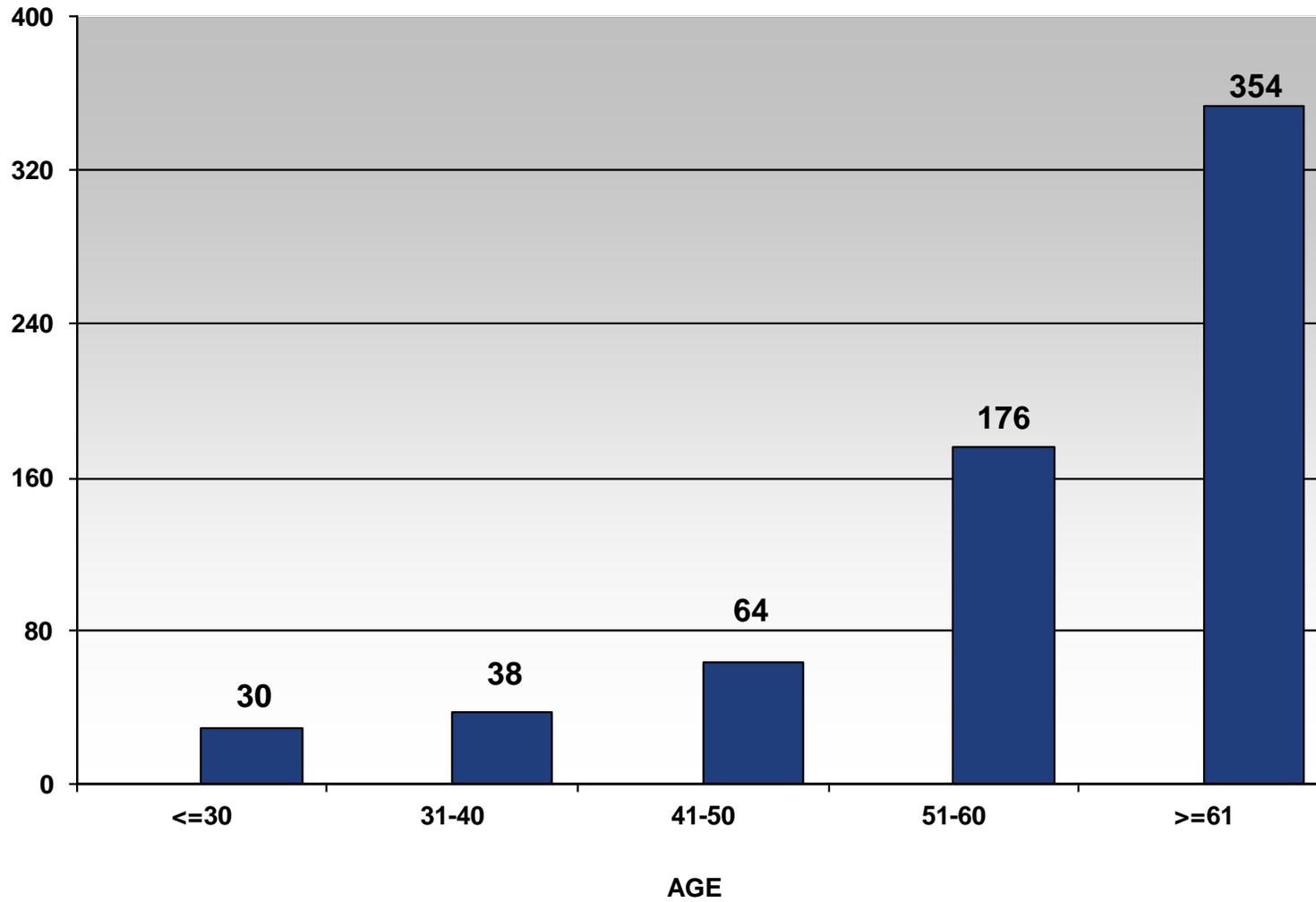
Asset Class/Fund Name	6/30/2017			9/30/2017		
	Amount	Pct	Accts	Amount	Pct	Accts
Self-Directed						
Schw ab SDB Sweep Program	19,121	0.0%	9	46,158	0.0%	10
Schw ab SDB Sweep Program Roth	21	0.0%	2	37	0.0%	2
Schw ab SDB Securities	944,801	0.2%	9	1,034,696	0.2%	10
Schw ab SDB Securities Roth	5,801	0.0%	2	5,854	0.0%	2
	969,745	0.2%		1,086,744	0.2%	
Target Date						
T. Rowe Price 2010 Fund	9,533,404	2.1%	302	9,731,643	2.1%	297
T. Rowe Price 2020 Fund	26,742,407	5.9%	665	28,000,991	6.0%	662
T. Rowe Price 2030 Fund	17,027,962	3.8%	602	18,221,910	3.9%	604
T. Rowe Price 2040 Fund	9,557,302	2.1%	465	10,079,888	2.2%	460
T. Rowe Price 2050 Fund	1,328,804	0.3%	115	1,544,169	0.3%	124
T. Rowe Price Balanced Fund	3,997,291	0.9%	245	4,201,342	0.9%	251
	68,187,170	15.1%		71,779,942	15.4%	
International						
Dodge & Cox International Stock	20,408,600	4.5%	3,052	20,468,918	4.4%	3,130
Lazard Emerging Markets Equity Instl	10,384,887	2.3%	2,753	9,713,005	2.1%	2,535
Vanguard Developed Markets Idx Instl	2,731,686	0.6%	2,106	5,222,500	1.1%	2,202
	33,525,173	7.4%		35,404,423	7.6%	
Small-Cap						
T. Rowe Price Small-Cap Stock	28,067,006	6.2%	3,066	29,969,102	6.4%	3,321
	28,067,006	6.2%		29,969,102	6.4%	
Mid-Cap						
Vanguard Mid Cap Index Ins	27,035,293	6.0%	3,122	25,511,034	5.5%	3,182
	27,035,293	6.0%		25,511,034	5.5%	
Large-Cap						
Vanguard Value Index I	26,734,795	5.9%	3,075	28,102,203	6.0%	3,130
Vanguard Institutional Index I	57,071,779	12.6%	3,583	56,541,783	12.1%	3,631
American Funds Growth Fund of Amer R5	30,783,469	6.8%	3,176	34,037,727	7.3%	3,251
	114,590,043	25.3%		118,681,713	25.4%	
Balanced						
Dodge & Cox Balanced Fund	38,137,256	8.4%	1,330	38,577,472	8.3%	1,315
Pax Balanced Individual Inv	2,792,770	0.6%	1,090	2,303,612	0.5%	218
	40,930,026	9.0%		40,881,084	8.8%	
Bond						
FPA New Income	6,277,861	1.4%	437	6,268,751	1.3%	427
Vanguard Total Bond Market Index Instl	12,672,213	2.8%	2,191	12,332,635	2.6%	2,281
Calvert Bond A	3,491,144	0.8%	1,534	5,008,063	1.1%	2,104
	22,441,217	5.0%		23,609,448	5.1%	
Fixed						
State of Vermont Stable Value Fund	93,367,336	20.6%	4,431	94,956,429	20.4%	4,486
	93,367,336	20.6%		94,956,429	20.4%	
Specialty						
Vanguard FTSE Social Index Instl	15,899,956	3.5%	676	16,100,014	3.5%	671
Pax Global Environmental Mkts Instl	1,205,113	0.3%	136	1,647,849	0.4%	146
PIMCO Total Return ESG Instl	6,780,147	1.5%	1,927	6,910,655	1.5%	1,907
	23,885,216	5.3%		24,658,518	5.3%	
	452,998,224	100.0%		466,538,437	100.0%	

Average Participant Balance by Age



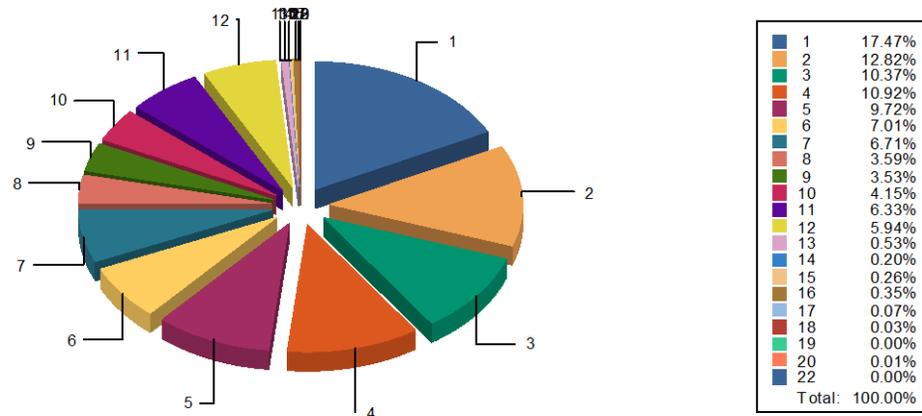
Age Group	Participants With Balances	Total Balance	Average Balance
25 and under	82	\$177,999.05	\$2,170.72
26-33	599	\$5,591,349.89	\$9,334.47
34-40	773	\$15,961,266.37	\$20,648.47
41-48	1,233	\$48,291,219.84	\$39,165.63
49-55	1,341	\$76,634,541.04	\$57,147.31
56-58	645	\$47,759,294.33	\$74,045.42
59-62	814	\$72,472,488.13	\$89,032.54
63-65	566	\$62,296,907.94	\$110,065.21
Over 65	1,148	\$137,272,441.70	\$119,575.30
Unknown Age	16	\$81,208.75	\$5,075.55
Summary	7,217	\$466,538,717.04	\$64,644.41

Age Breakdown of Participants Invested 100% in Stable Value Fund



Investment Diversification

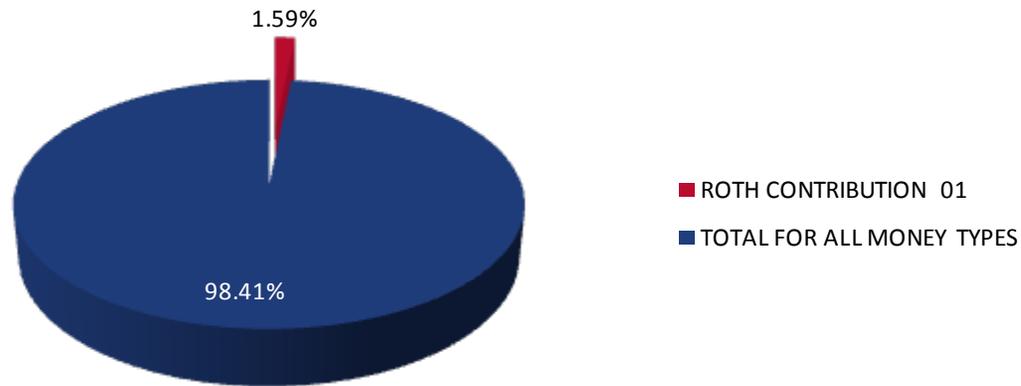
Diversification by Number of Investments



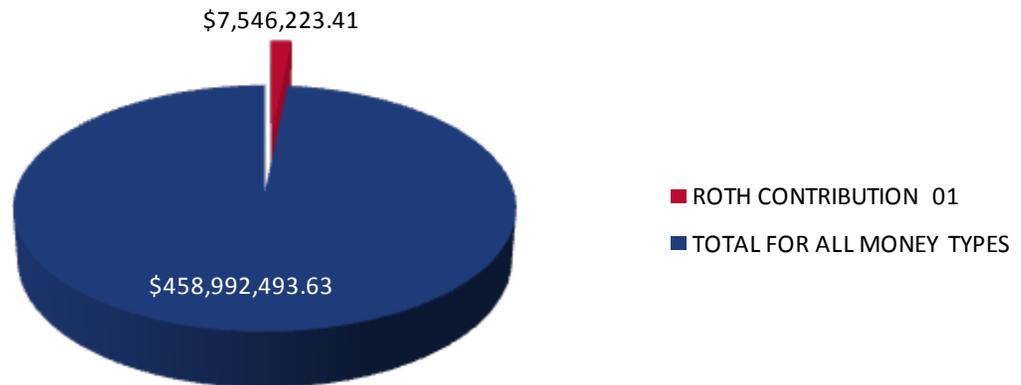
Category	Value	Percent of Assets	Participants With Balances
1 Investment	\$81,511,516.63	17.47%	1,870
2 Investments	\$59,809,841.09	12.82%	913
3 Investments	\$48,371,923.17	10.37%	600
4 Investments	\$50,961,316.06	10.92%	500
5 Investments	\$45,333,737.25	9.72%	371
6 Investments	\$32,688,547.60	7.01%	259
7 Investments	\$31,283,079.65	6.71%	177
8 Investments	\$16,755,527.87	3.59%	116
9 Investments	\$16,453,877.03	3.53%	112
10 Investments	\$19,354,498.60	4.15%	287
11 Investments	\$29,518,555.11	6.33%	911
12 Investments	\$27,694,128.21	5.94%	1,018
13 Investments	\$2,479,749.78	0.53%	54
14 Investments	\$938,027.25	0.20%	4
15 Investments	\$1,205,831.90	0.26%	11
16 Investments	\$1,612,770.58	0.35%	4
17 Investments	\$344,460.47	0.07%	4
18 Investments	\$133,805.09	0.03%	1
19 Investments	\$19,020.39	0.00%	2
20 Investments	\$55,756.72	0.01%	2
22 Investments	\$12,746.59	0.00%	1
Total Summary	\$466,538,717.04	100.00%	7,217
Average Number of Investments per Participant: 5.59			

Asset Distribution – Roth vs Regular

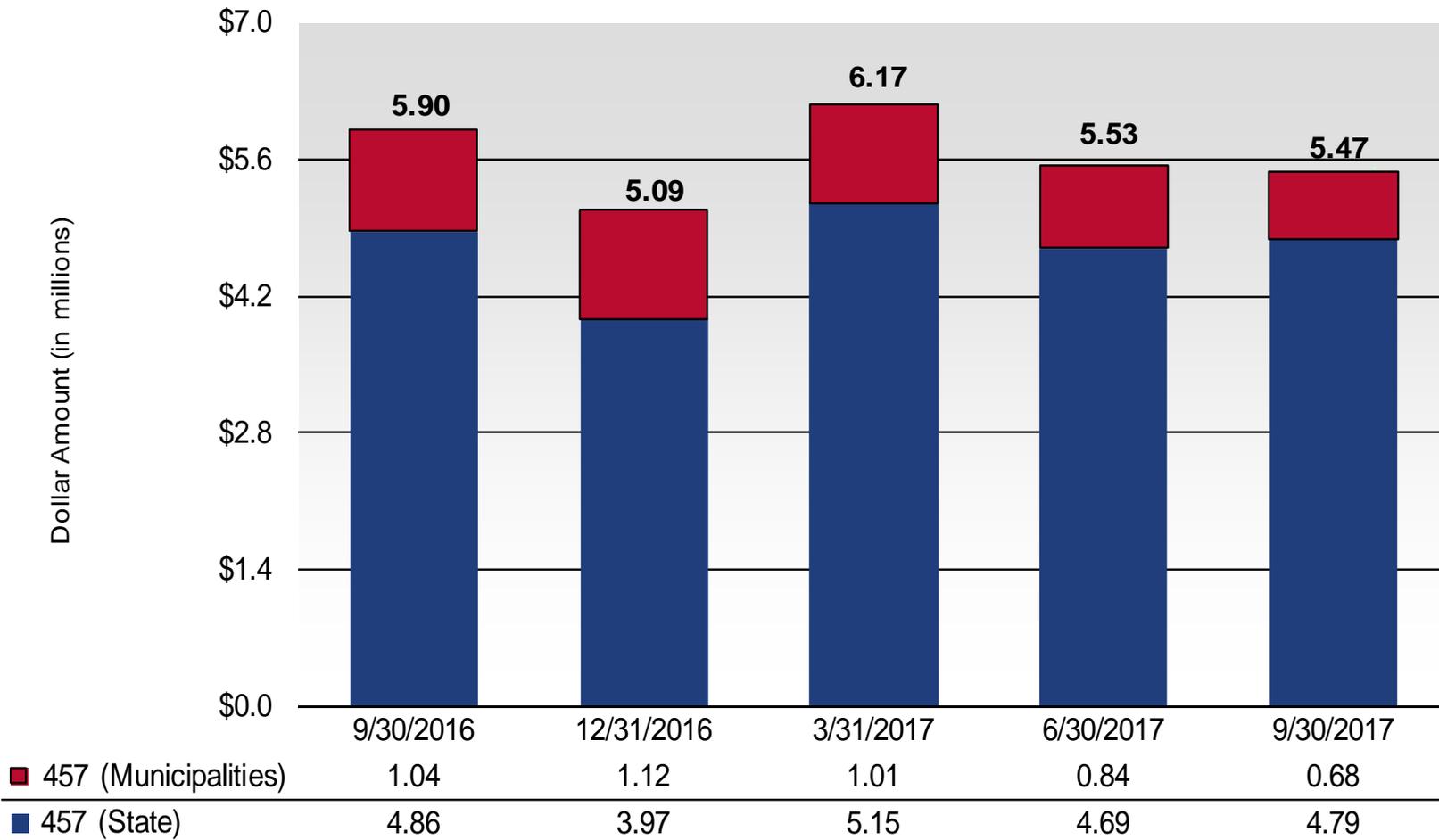
Percentage of Assets



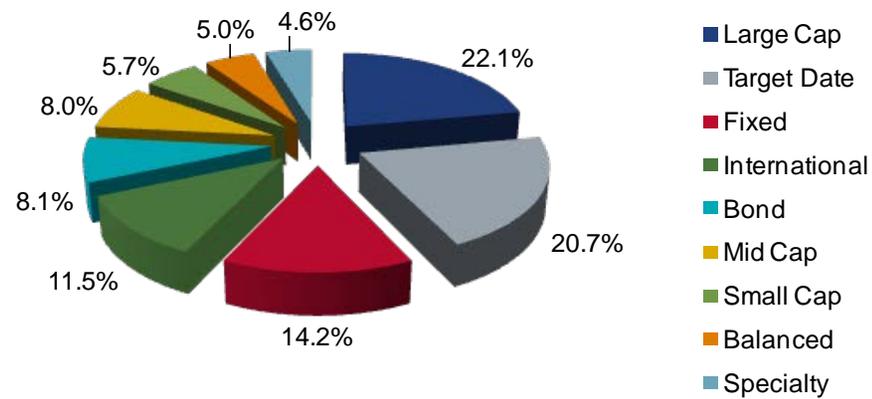
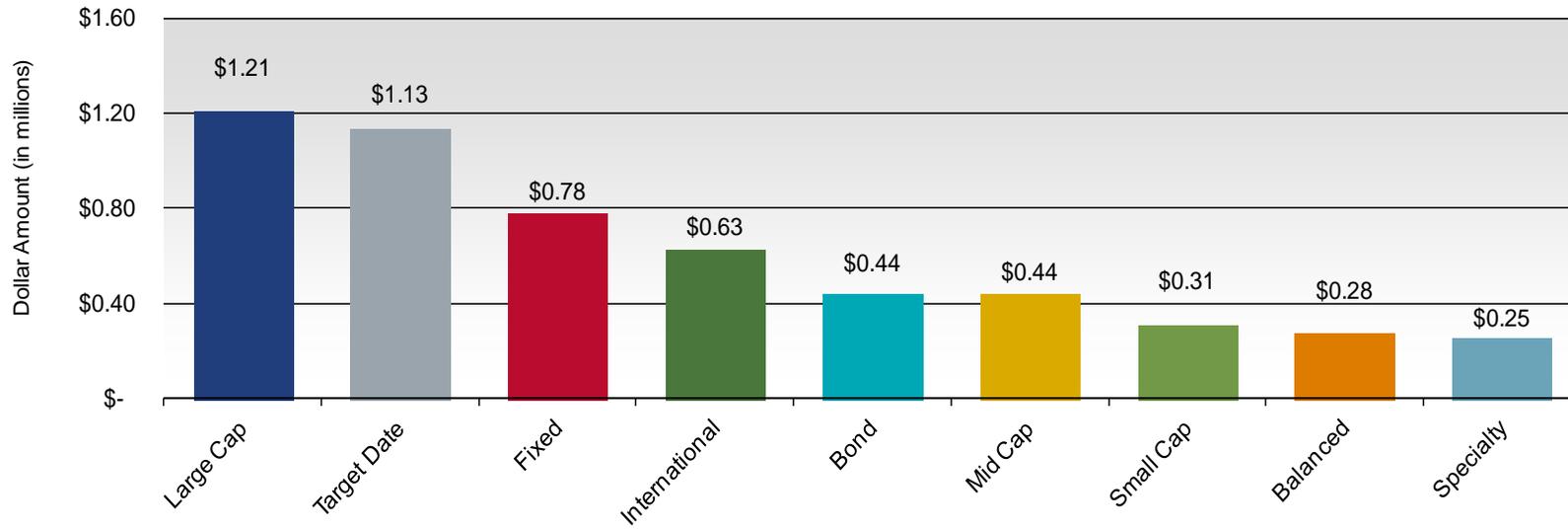
Assets in Dollars



Contribution History



Contributions by Asset Class



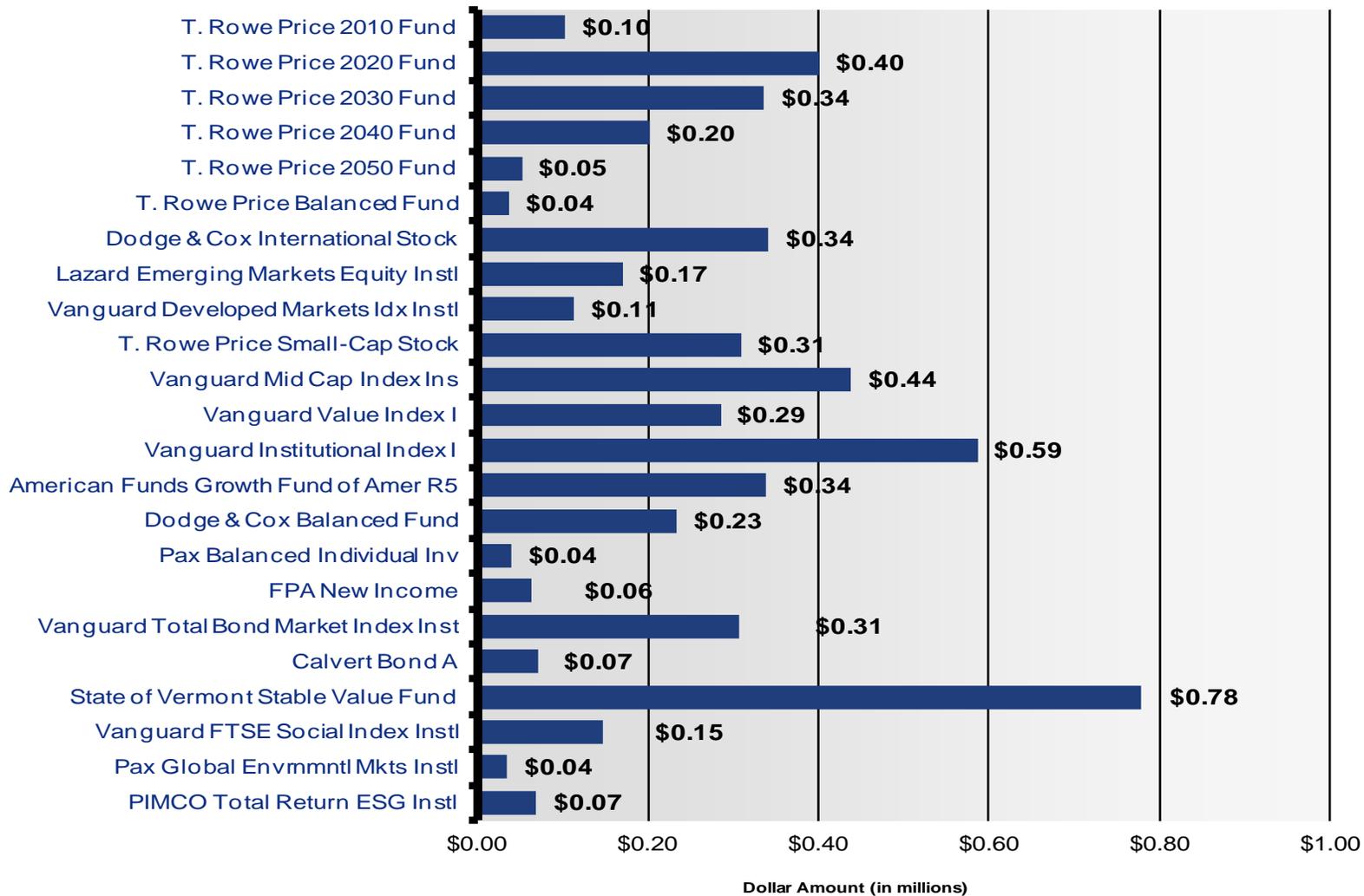
Percentage of Contributions by Asset Class

457 (State)	Target Date	Internat'l	Small Cap	Mid Cap	Large Cap	Balanced	Bond	Fixed	Specialty	
	7/1/2016 to 9/30/2016	27.7%	9.5%	5.5%	7.7%	19.6%	5.5%	5.9%	13.1%	5.4%
	10/1/2016 to 12/31/2016	21.5%	9.5%	5.6%	9.0%	21.8%	6.0%	7.8%	13.5%	5.3%
	1/1/2017 to 3/31/2017	20.2%	10.4%	5.8%	8.8%	22.2%	6.3%	7.3%	14.2%	4.7%
	4/1/2017 to 6/30/2017	18.6%	10.8%	4.8%	8.5%	21.9%	5.2%	8.9%	16.8%	4.4%
	7/1/2017 to 9/30/2017	19.9%	11.6%	5.8%	8.0%	22.4%	5.3%	8.3%	14.3%	4.4%

457 (Municipalities)	Target Date	Internat'l	Small Cap	Mid Cap	Large Cap	Balanced	Bond	Fixed	Specialty	
	7/1/2016 to 9/30/2016	22.2%	5.8%	3.0%	6.2%	14.2%	2.7%	13.3%	27.6%	5.1%
	10/1/2016 to 12/31/2016	22.1%	7.3%	3.3%	6.7%	15.8%	2.6%	3.6%	34.8%	3.8%
	1/1/2017 to 3/31/2017	46.9%	6.8%	3.3%	6.6%	14.9%	2.8%	3.6%	10.9%	4.2%
	4/1/2017 to 6/30/2017	29.3%	9.5%	3.8%	8.8%	19.7%	3.8%	4.9%	15.1%	5.0%
	7/1/2017 to 9/30/2017	26.9%	10.4%	4.6%	8.3%	20.0%	3.3%	6.7%	13.8%	5.9%

Combined	Target Date	Internat'l	Small Cap	Mid Cap	Large Cap	Balanced	Bond	Fixed	Specialty	
	7/1/2016 to 9/30/2016	26.7%	8.9%	5.1%	7.4%	18.7%	5.0%	7.2%	15.7%	5.4%
	10/1/2016 to 12/31/2016	21.6%	9.0%	5.1%	8.5%	20.5%	5.3%	6.9%	18.2%	5.0%
	1/1/2017 to 3/31/2017	24.6%	9.8%	5.4%	8.4%	21.0%	5.8%	6.7%	13.7%	4.6%
	4/1/2017 to 6/30/2017	20.2%	10.6%	4.7%	8.6%	21.6%	5.0%	8.3%	16.5%	4.5%
	7/1/2017 to 9/30/2017	20.7%	11.5%	5.7%	8.0%	22.1%	5.0%	8.1%	14.2%	4.6%

Contributions by Investment Option



Contributions by Fund – 457 (State) Plan

Contributing Participants:	
9/30/2016	3,614
12/31/2016	3,630
3/31/2017	3,695
6/30/2017	3,734
9/30/2017	3,763
Average Annual Contributions per Participant:	
9/30/2016	\$1,345
12/31/2016	\$1,094
3/31/2017	\$1,394
6/30/2017	\$1,257
9/30/2017	\$1,272
Average Number of Investment Options per Participant:	
9/30/2016	6.2
12/31/2016	6.1
3/31/2017	6.6
6/30/2017	6.3
9/30/2017	6.3

Asset Class/Fund Name	4/1/2017 to 6/30/2017			7/1/2017 to 9/30/2017		
	Amount	Pct	Accts	Amount	Pct	Accts
Target Date						
T. Rowe Price 2010 Fund	81,114	1.7%	121	86,661	1.8%	111
T. Rowe Price 2020 Fund	320,055	6.8%	325	321,341	6.7%	315
T. Rowe Price 2030 Fund	243,034	5.2%	344	290,462	6.1%	341
T. Rowe Price 2040 Fund	153,046	3.3%	247	180,591	3.8%	242
T. Rowe Price 2050 Fund	35,654	0.8%	68	44,520	0.9%	73
T. Rowe Price Balanced Fund	38,985	0.8%	59	27,070	0.6%	58
	871,888	18.6%		950,646	19.9%	
International						
Dodge & Cox International Stock	321,020	6.8%	1,922	301,668	6.3%	1,970
Lazard Emerging Markets Equity Instl	139,363	3.0%	1,845	151,285	3.2%	1,830
Vanguard Developed Markets Idx Instl	46,722	1.0%	1,528	102,529	2.1%	1,600
	507,105	10.8%		555,481	11.6%	
Small-Cap						
T. Rowe Price Small-Cap Stock	226,687	4.8%	1,931	278,198	5.8%	2,091
	226,687	4.8%		278,198	5.8%	
Mid-Cap						
Vanguard Mid Cap Index Ins	400,195	8.5%	1,992	382,452	8.0%	2,047
	400,195	8.5%		382,452	8.0%	
Large-Cap						
Vanguard Value Index I	262,478	5.6%	1,904	258,841	5.4%	1,948
Vanguard Institutional Index I	527,402	11.2%	2,089	517,849	10.8%	2,132
American Funds Growth Fund of Amer R5	240,018	5.1%	1,949	296,669	6.2%	2,007
	1,029,897	21.9%		1,073,358	22.4%	
Balanced						
Dodge & Cox Balanced Fund	199,288	4.2%	499	217,674	4.5%	487
Pax Balanced Individual Inv	43,140	0.9%	993	35,095	0.7%	635
	242,428	5.2%		252,770	5.3%	
Bond						
FPA New Income	59,648	1.3%	133	62,142	1.3%	128
Vanguard Total Bond Market Index Inst	322,150	6.9%	1,579	273,676	5.7%	1,639
Calvert Bond A	37,971	0.8%	1,009	61,236	1.3%	1,464
	419,768	8.9%		397,053	8.3%	
Fixed						
State of Vermont Stable Value Fund	786,782	16.8%	1,997	683,776	14.3%	2,049
	786,782	16.8%		683,776	14.3%	
Specialty						
Vanguard FTSE Social Index Instl	126,211	2.7%	253	124,269	2.6%	250
Pax Global Envrnmtl Mkts Instl	24,161	0.5%	711	31,553	0.7%	74
PIMCO Total Return ESG Instl	57,021	1.2%	144	57,186	1.2%	143
	207,392	4.4%		213,008	4.4%	
	4,692,143	100.0%		4,786,742	100.0%	

Contributions by Fund – 457 (Muni) Plan

Contributing Participants:	
9/30/2016	629
12/31/2016	626
3/31/2017	628
6/30/2017	632
9/30/2017	624
Average Annual	
Contributions per Participant:	
9/30/2016	\$1,650
12/31/2016	\$1,787
3/31/2017	\$1,614
6/30/2017	\$1,330
9/30/2017	\$1,095
Average Number of	
Investment Options	
per Participant:	
9/30/2016	5.6
12/31/2016	5.6
3/31/2017	5.9
6/30/2017	5.7
9/30/2017	5.6

Asset Class/Fund Name	4/1/2017 to 6/30/2017			7/1/2017 to 9/30/2017		
	Amount	Pct	Accts	Amount	Pct	Accts
Target Date						
T. Rowe Price 2010 Fund	18,575	2.2%	25	17,122	2.5%	24
T. Rowe Price 2020 Fund	90,642	10.8%	80	79,626	11.6%	73
T. Rowe Price 2030 Fund	83,332	9.9%	74	46,696	6.8%	70
T. Rowe Price 2040 Fund	28,666	3.4%	43	21,934	3.2%	43
T. Rowe Price 2050 Fund	9,863	1.2%	13	8,078	1.2%	13
T. Rowe Price Balanced Fund	15,215	1.8%	17	10,588	1.5%	17
	246,294	29.3%		184,045	26.9%	
International						
Dodge & Cox International Stock	51,351	6.1%	285	40,526	5.9%	290
Lazard Emerging Markets Equity Instl	22,871	2.7%	277	19,242	2.8%	275
Vanguard Developed Markets Idx Instl	5,515	0.7%	226	11,579	1.7%	238
	79,737	9.5%		71,346	10.4%	
Small-Cap						
T. Rowe Price Small-Cap Stock	32,061	3.8%	278	31,245	4.6%	296
	32,061	3.8%		31,245	4.6%	
Mid-Cap						
Vanguard Mid Cap Index Ins	74,324	8.8%	319	56,524	8.3%	323
	74,324	8.8%		56,524	8.3%	
Large-Cap						
Vanguard Value Index I	27,568	3.3%	272	26,194	3.8%	274
Vanguard Institutional Index I	95,065	11.3%	309	68,026	10.0%	312
American Funds Growth Fund of Amer R5	43,283	5.1%	289	42,508	6.2%	296
	165,916	19.7%		136,728	20.0%	
Balanced						
Dodge & Cox Balanced Fund	22,352	2.7%	53	16,820	2.5%	52
Pax Balanced Individual Inv	9,524	1.1%	143	5,939	0.9%	87
	31,876	3.8%		22,758	3.3%	
Bond						
FPA New Income	2,572	0.3%	8	2,400	0.4%	8
Vanguard Total Bond Market Index Inst	32,258	3.8%	235	33,220	4.9%	242
Calvert Bond A	6,529	0.8%	143	10,306	1.5%	201
	41,359	4.9%		45,926	6.7%	
Fixed						
State of Vermont Stable Value Fund	126,631	15.1%	296	94,436	13.8%	296
	126,631	15.1%		94,436	13.8%	
Specialty						
Vanguard FTSE Social Index Instl	23,260	2.8%	40	23,019	3.4%	41
Pax Global Envrnmntl Mkts Instl	3,615	0.4%	123	4,405	0.6%	8
PIMCO Total Return ESG Instl	15,551	1.8%	32	13,145	1.9%	31
	42,426	5.0%		40,569	5.9%	
	840,625	100.0%		683,579	100.0%	

Contributions by Fund - Combined

Total Accounts

Receiving Contributions:

9/30/2016	4,243
12/31/2016	4,256
3/31/2017	4,323
6/30/2017	4,366
9/30/2017	4,387

Average

Contributions per Account:

9/30/2016	\$1,390
12/31/2016	\$1,196
3/31/2017	\$1,426
6/30/2017	\$1,267
9/30/2017	\$1,247

Average Number of Investment Options

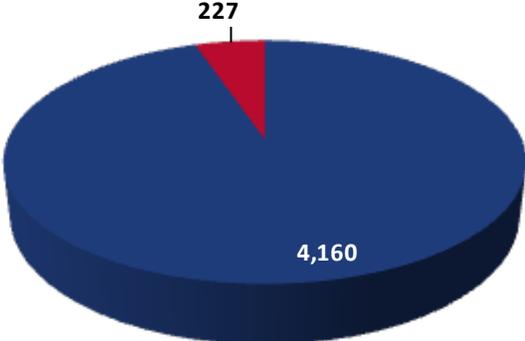
per Account:

9/30/2016	6.1
12/31/2016	6.1
3/31/2017	6.5
6/30/2017	6.2
9/30/2017	6.2

Asset Class/Fund Name	4/1/2017 to 6/30/2017			7/1/2017 to 9/30/2017		
	Amount	Pct	Accts	Amount	Pct	Accts
Target Date						
T. Rowe Price 2010 Fund	99,690	1.8%	146	103,783	1.9%	135
T. Rowe Price 2020 Fund	410,697	7.4%	405	400,968	7.3%	388
T. Rowe Price 2030 Fund	326,365	5.9%	418	337,158	6.2%	411
T. Rowe Price 2040 Fund	181,712	3.3%	290	202,525	3.7%	285
T. Rowe Price 2050 Fund	45,517	0.8%	81	52,598	1.0%	86
T. Rowe Price Balanced Fund	54,201	1.0%	76	37,658	0.7%	75
	1,118,182	20.2%		1,134,691	20.7%	
International						
Dodge & Cox International Stock	372,371	6.7%	2,207	342,194	6.3%	2,260
Lazard Emerging Markets Equity Instl	162,234	2.9%	2,122	170,526	3.1%	2,105
Vanguard Developed Markets Idx Instl	52,238	0.9%	1,754	114,107	2.1%	1,838
	586,842	10.6%		626,827	11.5%	
Small-Cap						
T. Rowe Price Small-Cap Stock	258,748	4.7%	2,209	309,444	5.7%	2,387
	258,748	4.7%		309,444	5.7%	
Mid-Cap						
Vanguard Mid Cap Index Ins	474,519	8.6%	2,311	438,976	8.0%	2,370
	474,519	8.6%		438,976	8.0%	
Large-Cap						
Vanguard Value Index I	290,045	5.2%	2,176	285,035	5.2%	2,222
Vanguard Institutional Index I	622,467	11.3%	2,398	585,875	10.7%	2,444
American Funds Growth Fund of Amer R5	283,301	5.1%	2,238	339,177	6.2%	2,303
	1,195,813	21.6%		1,210,086	22.1%	
Balanced						
Dodge & Cox Balanced Fund	221,640	4.0%	552	234,494	4.3%	539
Pax Balanced Individual Inv	52,664	1.0%	1,136	41,034	0.8%	722
	274,305	5.0%		275,528	5.0%	
Bond						
FPA New Income	62,219	1.1%	141	64,541	1.2%	136
Vanguard Total Bond Market Index Inst	354,408	6.4%	1,814	306,896	5.6%	1,881
Calvert Bond A	44,500	0.8%	1,152	71,542	1.3%	1,665
	461,127	8.3%		442,980	8.1%	
Fixed						
State of Vermont Stable Value Fund	913,413	16.5%	2,293	778,212	14.2%	2,345
	913,413	16.5%		778,212	14.2%	
Specialty						
Vanguard FTSE Social Index Instl	149,471	2.7%	293	147,287	2.7%	291
Pax Global Envrnmntl Mkts Instl	27,775	0.5%	834	35,958	0.7%	82
PIMCO Total Return ESG Instl	72,572	1.3%	176	70,331	1.3%	174
	249,818	4.5%		253,577	4.6%	
	5,532,768	100.0%		5,470,320	100.0%	

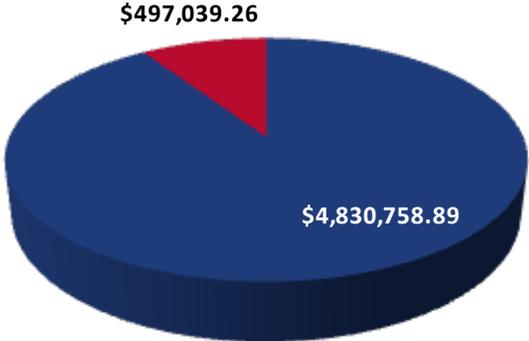
Contributions – Roth vs Regular

Contributing Participants



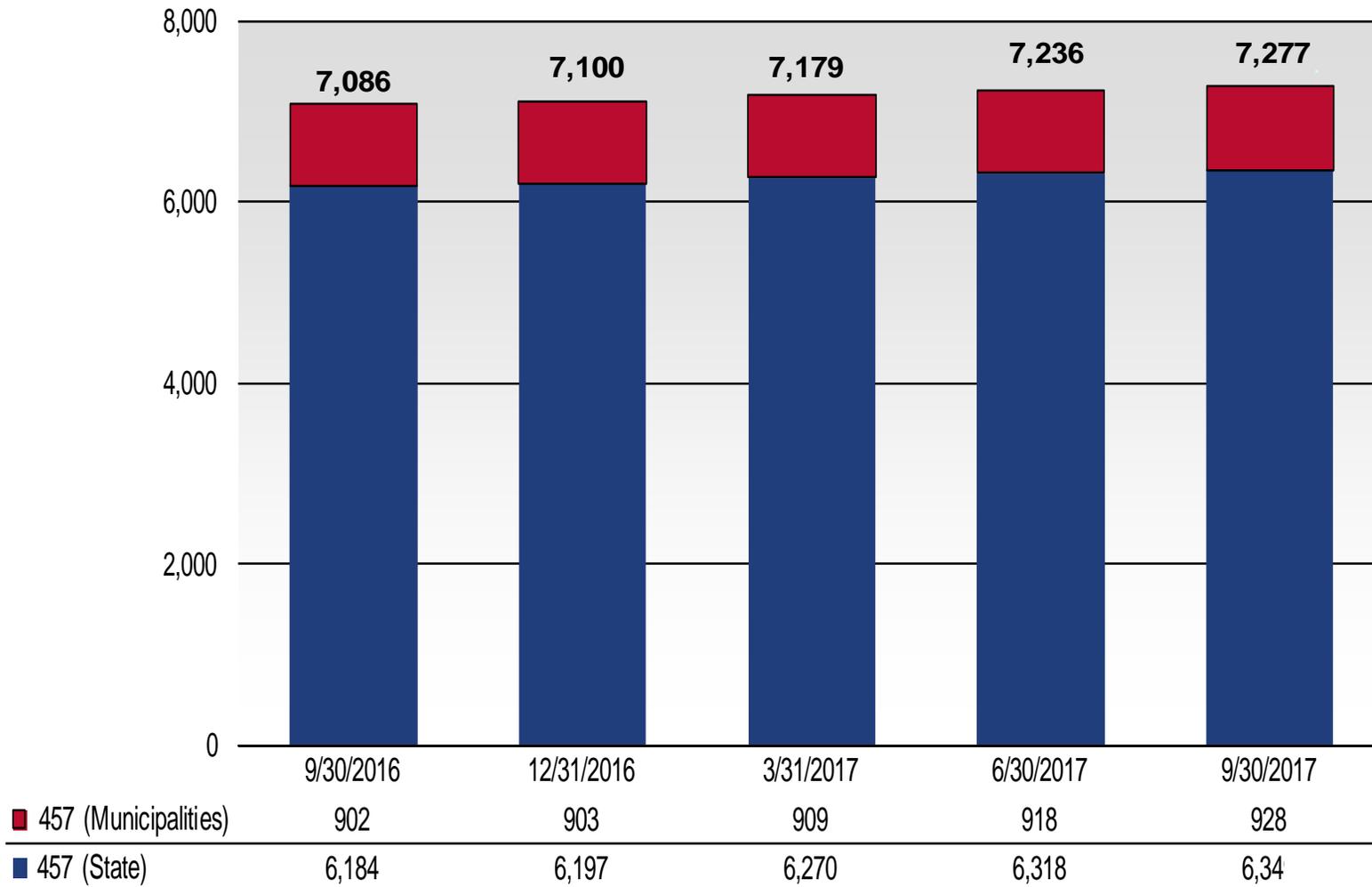
■ Regular Contributions ■ Roth Contributions

Contributions in Dollars



■ Regular Contributions ■ Roth Contributions

Plan Participation



Benefit Payment Distribution – 457 (State) Plan

	4/1/2017 to 6/30/2017			7/1/2017 to 9/30/2017		
	Amount	Pct	Count	Amount	Pct	Count
<u>Full Withdrawals</u>						
Death	135,900	2.1%	3	649,806	9.6%	6
QDRO	15,827	0.2%	1	0	0.0%	0
Retirement	3,509,018	54.9%	27	3,626,934	53.6%	27
Separation of Service	1,133,327	17.7%	21	798,283	11.8%	22
Total Full Withdrawals:	4,794,072	75.0%	52	5,075,022	74.9%	55
<u>Partial Withdrawals</u>						
Benefit Payment	2,331	0.0%	1	0	0.0%	0
Death	107,331	1.7%	1	57,617	0.9%	6
De minimis	6,767	0.1%	2	0	0.0%	0
Hardship	12,072	0.2%	2	25,664	0.4%	7
In Service	0	0.0%	0	4,654	0.1%	1
Min Distr	35,550	0.6%	5	103,001	1.5%	10
Retirement	529,289	8.3%	40	576,413	8.5%	54
Separation of Service	129,601	2.0%	12	84,976	1.3%	8
Service Credit	45,425	0.7%	4	109,685	1.6%	4
Total Partial Withdrawals:	868,366	13.6%	67	962,011	14.2%	90
<u>Periodic Payments</u>						
Beneficiary Payment	34,126	0.5%	15	76,000	1.1%	17
Death	846	0.0%	1	846	0.0%	1
Minimum Distribution	308,039	4.8%	107	325,348	4.8%	106
Retirement	385,241	6.0%	126	333,506	4.9%	122
Total Periodic Payments:	728,252	11.4%	249	735,700	10.9%	246
	6,390,689	100.0%	368	6,772,733	100.0%	391

Benefit Payment Distribution – 457 (Muni) Plan

	4/1/2017 to 6/30/2017			7/1/2017 to 9/30/2017		
	Amount	Pct	Count	Amount	Pct	Count
<u>Full Withdrawals</u>						
Retirement	103,222	47.9%	2	128,952	53.9%	4
Separation of Service	29,810	13.8%	2	0	0.0%	0
Total Full Withdrawals:	133,032	61.7%	4	128,952	53.9%	4
<u>Partial Withdrawals</u>						
Min Distr	0	0.0%	0	27,717	11.6%	1
Retirement	18,692	8.7%	1	50,709	21.2%	6
Service Credit	58,306	27.0%	2	25,670	10.7%	1
Total Partial Withdrawals:	76,998	35.7%	3	104,096	43.5%	8
<u>Periodic Payments</u>						
Minimum Distribution	1,371	0.6%	2	1,228	0.5%	2
Retirement	4,245	2.0%	4	5,045	2.1%	5
Total Periodic Payments:	5,616	2.6%	6	6,273	2.6%	7
	215,646	100.0%	13	239,321	100.0%	19

Benefit Payment Distribution - Combined

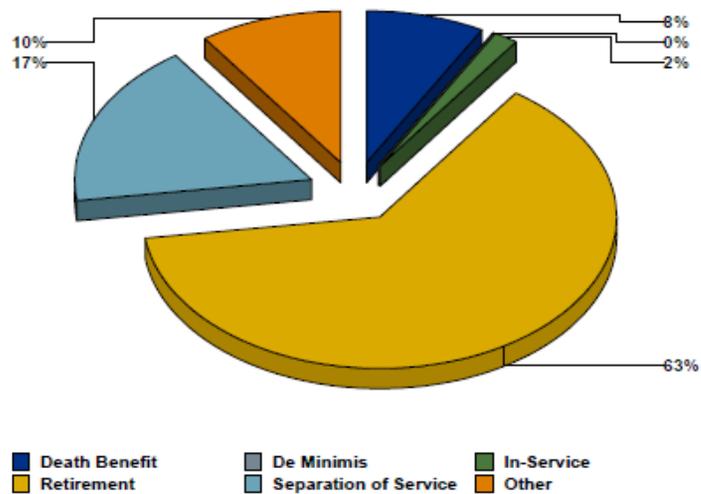
	4/1/2017 to 6/30/2017			7/1/2017 to 9/30/2017		
	Amount	Pct	Count	Amount	Pct	Count
<u>Full Withdrawals</u>						
Death	135,900	2.1%	3	649,806	9.3%	6
QDRO	15,827	0.2%	1	0	0.0%	0
Retirement	3,612,240	54.7%	29	3,755,886	53.6%	31
Separation of Service	1,163,138	17.6%	23	798,283	11.4%	22
Total Full Withdrawals:	4,927,104	74.6%	56	5,203,974	74.2%	59
<u>Partial Withdrawals</u>						
Benefit Payment	2,331	0.0%	1	0	0.0%	0
Death	107,331	1.6%	1	57,617	0.8%	6
De minimis	6,767	0.1%	2	0	0.0%	0
Hardship	12,072	0.2%	2	25,664	0.4%	7
In Service	0	0.0%	0	4,654	0.1%	1
Min Distr	35,550	0.5%	5	130,718	1.9%	11
Retirement	547,981	8.3%	41	627,122	8.9%	60
Separation of Service	129,601	2.0%	12	84,976	1.2%	8
Service Credit	103,731	1.6%	6	135,355	1.9%	5
Total Partial Withdrawals:	945,364	14.3%	70	1,066,107	15.2%	98
<u>Periodic Payments</u>						
Beneficiary Payment	34,126	0.5%	15	76,000	1.1%	17
Death	846	0.0%	1	846	0.0%	1
Minimum Distribution	309,410	4.7%	109	326,577	4.7%	108
Retirement	389,486	5.9%	130	338,551	4.8%	127
Total Periodic Payments:	733,868	11.1%	255	741,973	10.6%	253
	6,606,335	100.0%	381	7,012,054	100.0%	410

Full Account Distribution by Reason in Dollars

An overview of your plan's distribution activity is shown here, including distribution reasons, number of distributions and percentage of rollovers / transfers versus payment to self.

Reasons for Distribution As of 09/30/2017

Percentages are based on dollar amount of distributions.



Industry Average

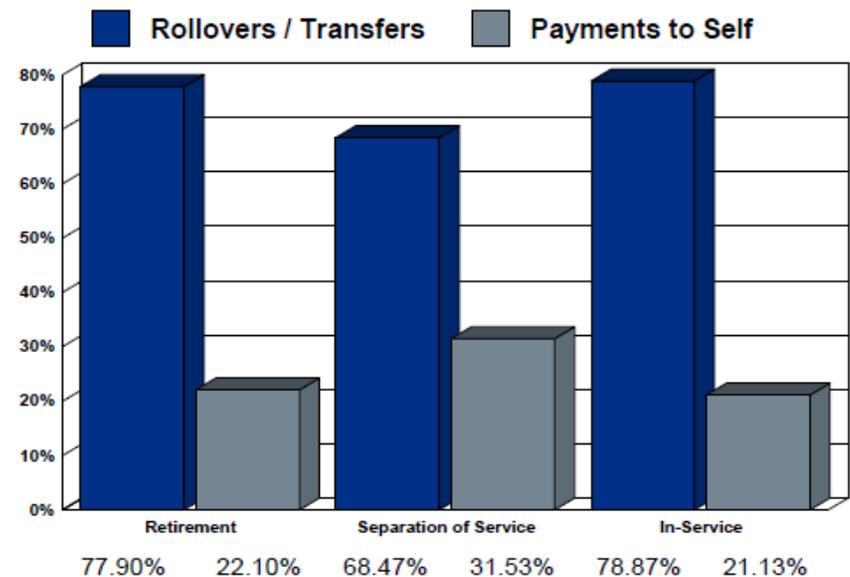
According to a national study of rollover opportunities for those participants between age 55-70, 25% will leave the money in plan, 18% will roll the money to an IRA, 3% will take other action (cash out, transfer to new employer), 29% have considered but not made a decision and 25% have not considered.*

*Source: LIMRA, Opportunities in the Rollover Market (2015)

Comparing Common Distribution Reasons

As of 09/30/2017

Percentages are based on dollar amount of distributions.

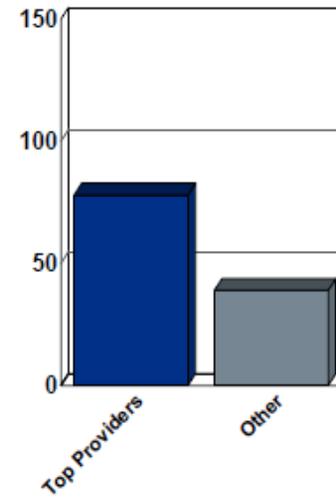
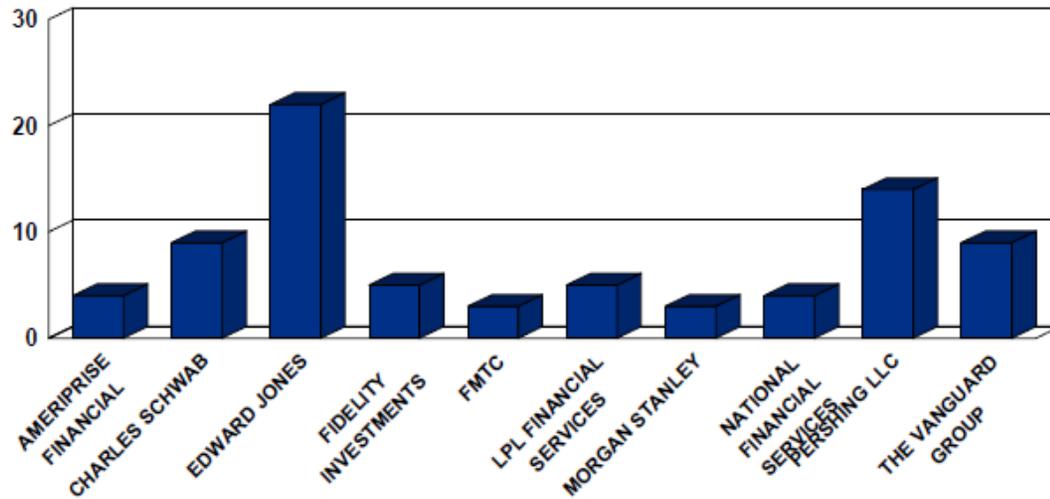


Distributions

	Number	Amount	Percentage of Distribution Amounts Rolled Over / Transferred
07/01/2016 to 09/30/2017	1,385	\$30,862,988	62.87%
07/01/2015 to 06/30/2016	1,152	\$21,407,785	58.43%
07/01/2014 to 06/30/2015	1,134	\$19,764,056	57.12%

Full Withdrawal Rollover IRA Summary by Top Ten Providers

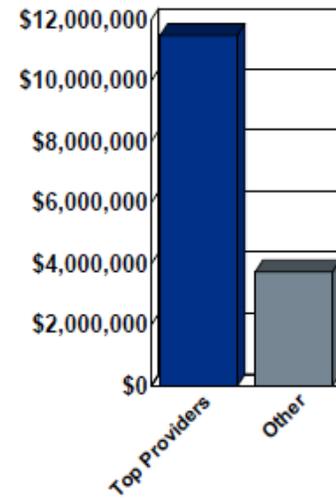
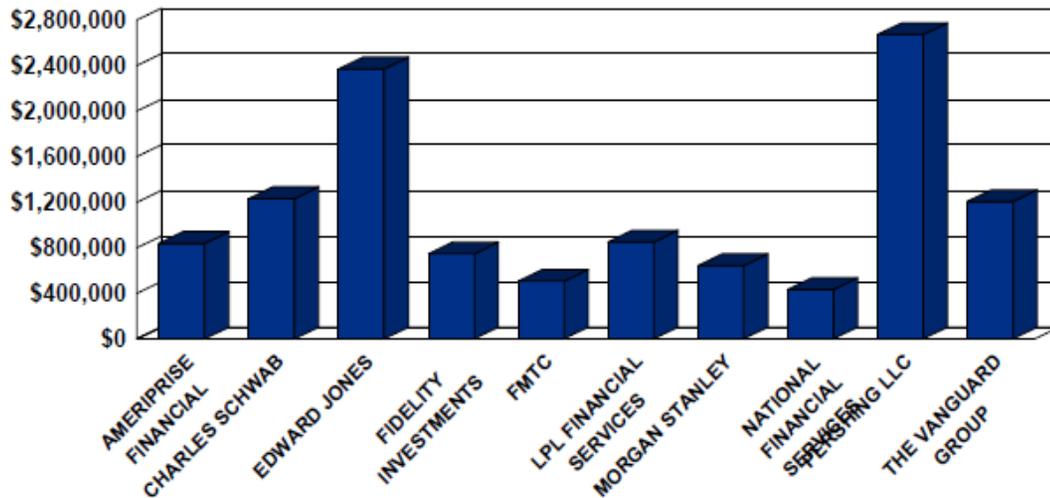
Full Withdrawal Rollover IRA Summary by Top Providers by Number of Participants



Participant Distributions

The top providers represent **66.67%** of total participants withdrawn and rolled to an IRA.

Full Withdrawal Rollover IRA Summary by Top Providers by Dollars



Percentage of Assets

The top providers represent **75.42%** of total assets withdrawn and rolled to an IRA.

KeyTalk[®] Statistics - Combined

Category	Plan Totals			
	4/1/2017 to 6/30/2017		7/1/2017 to 9/30/2017	
	Total	Pct	Total	Pct
Inq Acct Bal	22	88.0%	23	95.8%
Inq Alloc	1	4.0%	-	0.0%
Inq Tran Hist	1	4.0%	-	0.0%
Change Passcode	1	4.0%	1	4.2%
GRAND TOTAL	25	100.0%	24	100.0%

Avg Unique Callers Per Month	114	138
Avg Total Calls Per Month	189	249
Avg Rolled to Customer Service Per Month	117	164
Pct Transferred to CSR	61.9%	65.9%

Internet Statistics - Combined

Category	Plan Totals			
	4/1/2017 to 6/30/2017		7/1/2017 to 9/30/2017	
	Total	Pct	Total	Pct
Account And Certificates Overview	3,353	19.8%	3,554	19.6%
Allocation And Asset Allocation	328	1.9%	329	1.8%
Disbursement Summary	220	1.3%	246	1.4%
Fund Overview And Prospectus	215	1.3%	209	1.1%
Inq Acct Bal	239	1.4%	326	1.8%
Inq Asset Alloc	15	0.1%	16	0.1%
Inq Asset Alloc Comparison	24	0.1%	28	0.2%
Inq Bal Comparison	268	1.6%	327	1.8%
Inq Bal History	586	3.5%	583	3.2%
Inq Bene	78	0.5%	76	0.4%
Inq Fund Overview	89	0.5%	104	0.6%
Inq Fund Prospectus	36	0.2%	47	0.3%
Inq Fund Returns	314	1.8%	291	1.6%
Inq Funds Trnd	367	2.2%	312	1.7%
Inq Managed Account-Ibbotson	5	0.0%	9	0.0%
Inq O/L Forms	150	0.9%	141	0.8%
Inq Per Rate Return	775	4.6%	787	4.3%
Inq Rates	3	0.0%	1	0.0%
Inq Tran Hist	5,102	30.1%	5,591	30.8%
Inq Uval	503	3.0%	463	2.5%
Inquire Address	182	1.1%	163	0.9%
Learn About Managed Accounts	26	0.2%	41	0.2%
Managed Account Enrollment	32	0.2%	34	0.2%
Managed Account Link	95	0.6%	92	0.5%
Ricp Current Projection	361	2.1%	364	2.0%
Ricp Future Withdrawal	44	0.3%	49	0.3%
Ricp Save	94	0.6%	86	0.5%
Statement On Demand And Quarterly	672	4.0%	677	3.7%
Transaction Downloads	2,138	12.6%	2,553	14.0%
Address Change	9	0.1%	10	0.1%
Allocation	40	0.2%	28	0.2%
Beneficiaries	14	0.1%	17	0.1%
Change Passcode	90	0.5%	81	0.4%
Elec Filing Cabinet	33	0.2%	31	0.2%
Email Address	291	1.7%	343	1.9%
Fund To Fund Trf	62	0.4%	54	0.3%
Indic Data	54	0.3%	60	0.3%
Order Passcode	6	0.0%	5	0.0%
Rebalancer	17	0.1%	13	0.1%
Registration	45	0.3%	37	0.2%
GRAND TOTAL	16,975	100.0%	18,178	100.0%
Avg Distinct Visitors Per Month	1,241		1,284	
Avg Number of Successful Logins Per Month	8,430		8,835	
Average # of Logins per Visitor	6.8		6.9	

Total Plan Field Activity for the State

Field Activity	1st Quarter 2017	2nd Quarter 2017	3rd Quarter 2017	4th Quarter 2017	YTD Totals (01/01/17- 09/30/2017)
Group Meetings	13	11	17		41
Total Appointments	397	401	304		1102
New Enrollments	78	90	76		244
Increases by AE	114	113	64		294
Deferred Changes through Montpelier Office	42	31	43		116
Amount of Roll-ins	\$554,684	\$701,700	\$142,522		\$1,398,906

Total Plan Field Activity for Municipalities/Schools

Field Activity	1st Quarter 2017	2nd Quarter 2017	3rd Quarter 2017	4th Quarter 2017	YTD Totals (01/01/17 - 09/30/2017)
Group Meetings	2	1	3		6
Total Appointments	62	42	52		156
New Enrollments	1	2	8		11
Increases by AE	17	9	3		29
Amount of Roll-ins	\$289,680	\$0	\$0		\$289,680

Total Plan Field Activity For Supervisory Union

Field Activity	1st Quarter 2017	2nd Quarter 2017	3rd Quarter 2017	4th Quarter 2017	YTD Totals (01/01/17 - 09/30/2017)
Group Meetings	15	12	20		47
Total Appointments	459	443	356		1258
New Enrollments	79	92	84		255
Managed Accounts (New)	65	76	67		208
Increases by AE	131	122	75		328
Total Managed Amounts	\$2,233,352	\$2,232,095	\$897,724		\$5,363,171
Deferred Changes through Montpelier Office	42	31	43		116
Amount of Roll-ins	\$844,364	\$701,700	\$142,522		\$1,688,586

Reps on the Road

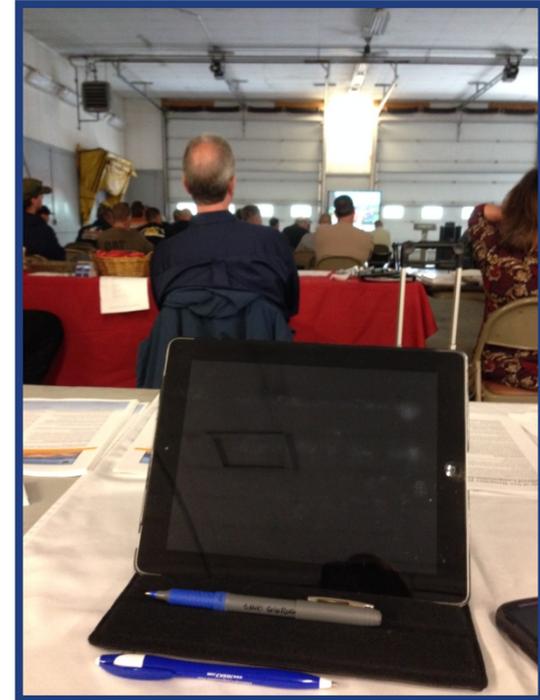
The local field staff meets with participants every day for many reasons. Below are the types individual meetings the reps held in Q3

◆ Account Retention	206
◆ Account Review/Asset Allocation	145
◆ Beneficiary Form Received	4
◆ Contribution Restart/Increase/Catch-up	72
◆ Enrollment	65
◆ Loans	1
◆ New Employee Orientation	1
◆ Retiree Meeting	3
◆ Reality Investing	5
◆ Rollover Discussion	7



2017 Quarter 3 Number of Group Meetings by Type

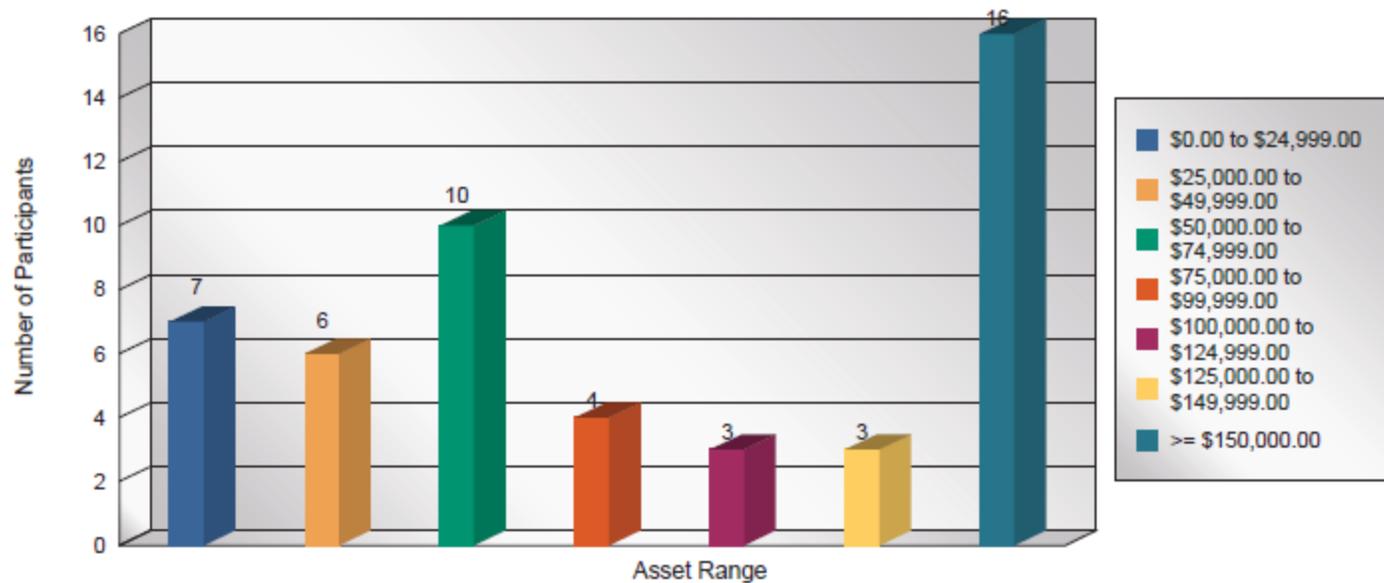
Account Retention	12
Account Review/Asset Allocation	5
Enrollment	1
Key Contact(s)	5
New Employee Orientation	3
Retiree Meeting	3



Total Plan Field Activity For Supervisory Union

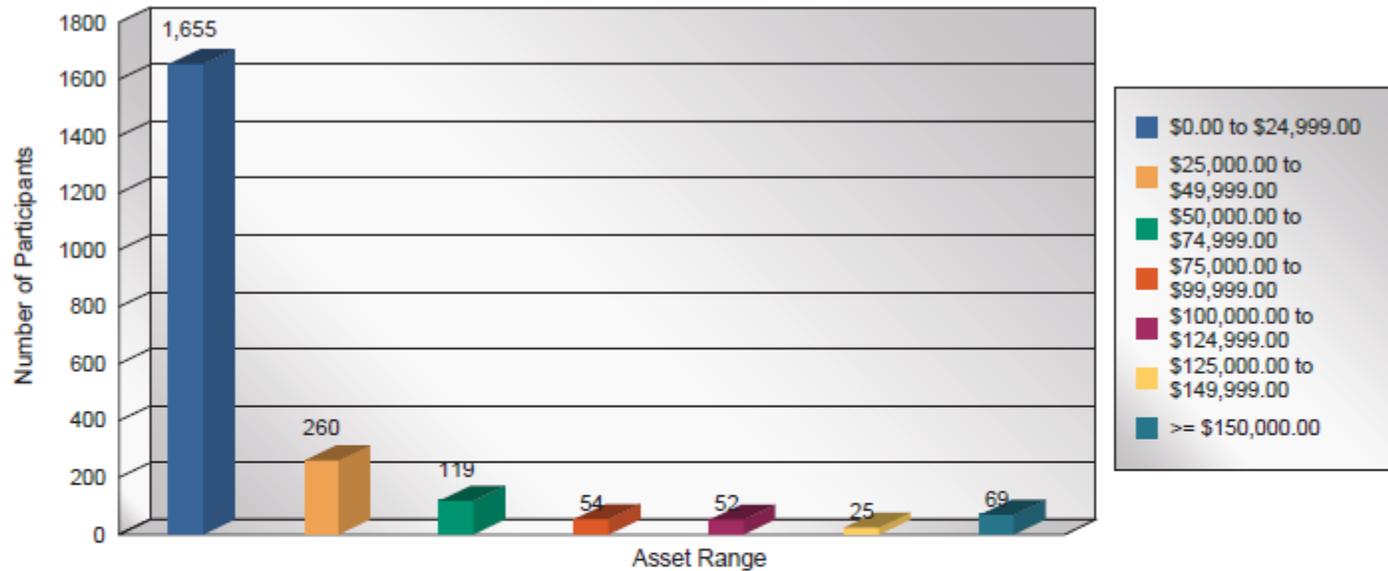
1st Quarter	2nd Quarter	3rd Quarter	4th Quarter	YTD Totals
2017	2017	2017	2017	(01/01/17 - 09/30/17)
2	6	9		17
199	97	151		447
63	52	9		124
26	15	26		67
\$1,764,390	\$1,609,622	\$486,837		\$3,872,724
60	48	8		116
\$949,970	\$435,944	\$281,216		\$1,667,130

Number of Participants by Asset Range
For ADVICE



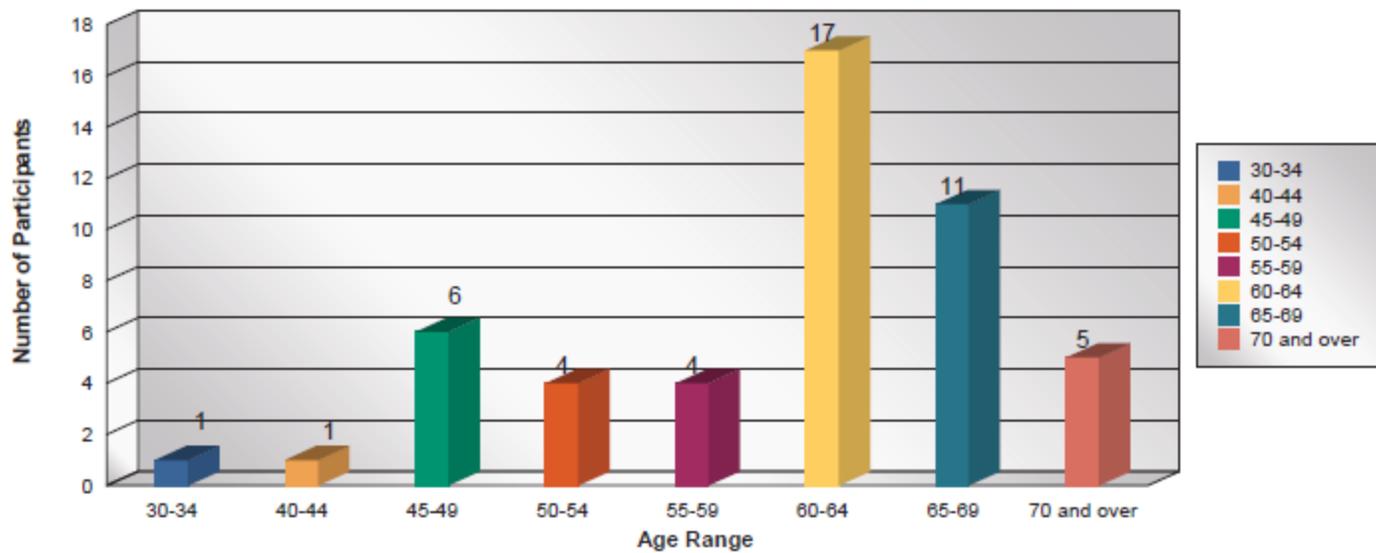
Asset Range	Participants	Assets	%Grand Total
\$0.00 to \$24,999.00	7	\$32,073	0.05%
\$25,000.00 to \$49,999.00	6	\$225,517	0.34%
\$50,000.00 to \$74,999.00	10	\$621,965	0.95%
\$75,000.00 to \$99,999.00	4	\$353,249	0.54%
\$100,000.00 to \$124,999.00	3	\$329,040	0.50%
\$125,000.00 to \$149,999.00	3	\$401,564	0.61%
>= \$150,000.00	16	\$4,847,334	7.39%
Total Participants in ADVICE:	49	\$6,810,742	100.00%

Number of Participants by Asset Range
For MANAGED ACCOUNTS



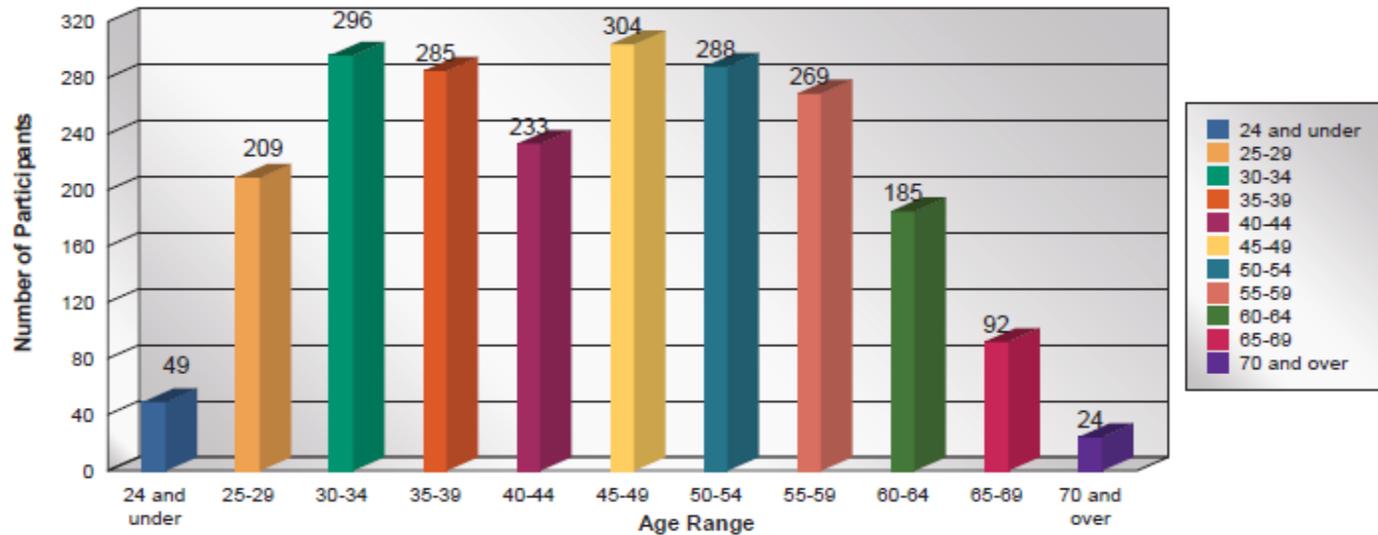
Asset Range	Participants	Assets	%Grand Total
\$0.00 to \$24,999.00	1,655	\$11,189,385	17.07%
\$25,000.00 to \$49,999.00	260	\$9,150,623	13.96%
\$50,000.00 to \$74,999.00	119	\$7,318,319	11.16%
\$75,000.00 to \$99,999.00	54	\$4,652,126	7.10%
\$100,000.00 to \$124,999.00	52	\$5,721,825	8.73%
\$125,000.00 to \$149,999.00	25	\$3,411,119	5.20%
>= \$150,000.00	69	\$17,295,613	26.39%
Total Participants in MANAGED ACCOUNTS:	2,234	\$58,739,010	100.00%
All Services Grand Total:	2,283	\$65,549,753	

**Number of Participants in each Age Range
For ADVICE**



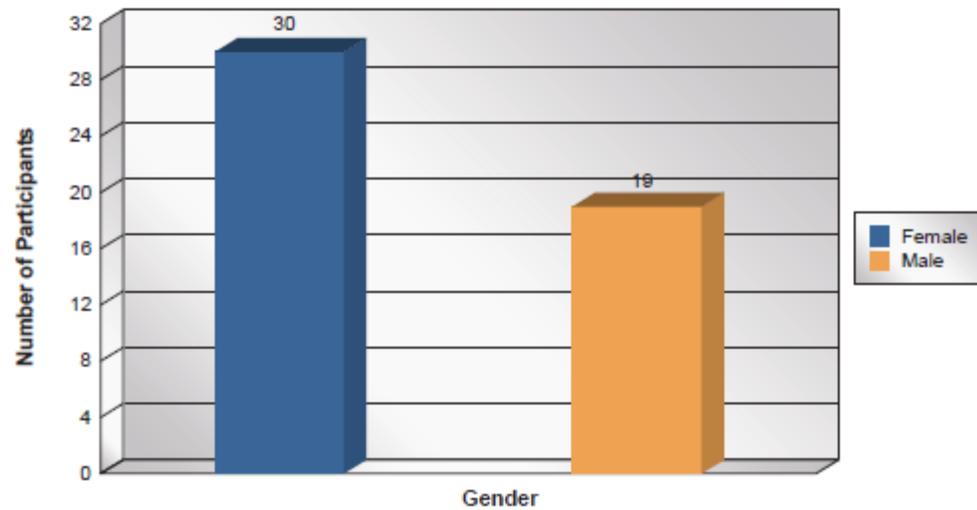
Age Range	Number of Participants
30-34	1
40-44	1
45-49	6
50-54	4
55-59	4
60-64	17
65-69	11
70 and over	5
Total Participants ADVICE:	49

**Number of Participants in each Age Range
For MANAGED ACCOUNTS**



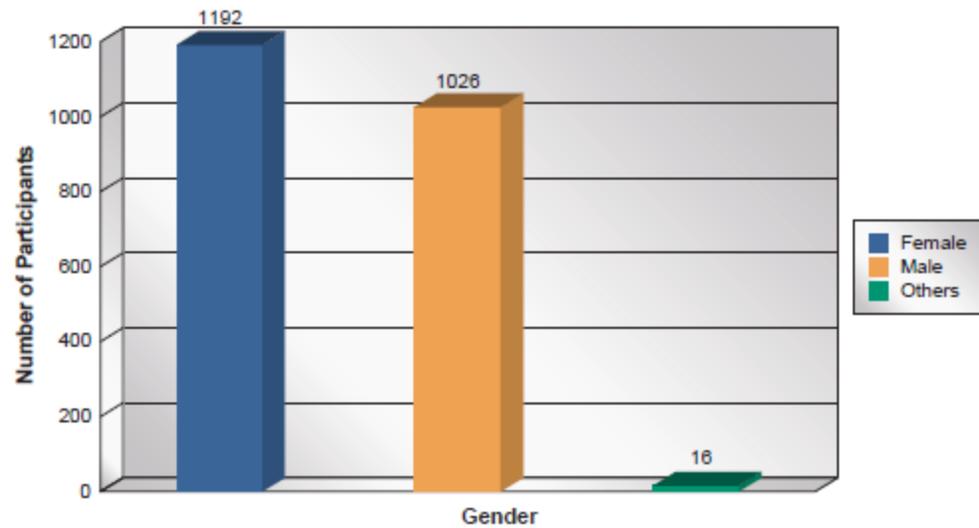
Age Range	Number of Participants
24 and under	49
25-29	209
30-34	296
35-39	285
40-44	233
45-49	304
50-54	288
55-59	269
60-64	185
65-69	92
70 and over	24
Total Participants MANAGED ACCOUNTS:	2,234
All Services Grand Total:	2,283

Number of Participants by Gender
For ADVICE



Gender	Participants
Total Participants Female :	30
Total Participants Male :	19
Total Participants ADVICE:	<hr/> 49

Number of Participants by Gender
For MANAGED ACCOUNTS



Gender	Participants
Total Participants Female :	1,192
Total Participants Male :	1,026
Total Participants Others :	16
Total Participants MANAGED ACCOUNTS:	2,234
All Services Grand Total:	2,283

Current Ratings

Rating	Rating Service	Current Rating	Outlook
A+	A.M. Best Company, Inc. -Financial Strength	Superior Highest of ten categories	Stable
AA	Standard & Poor's Ratings Services -Financial Strength	Very Strong Second highest of nine categories	Stable
AA	Fitch Ratings -Financial Strength	Very Strong Second highest of nine categories	Stable
Aa3	Moody's Investors Service -Financial Strength	Excellent Second highest of nine categories	Stable

These are current ratings for Great-West Life & Annuity Insurance Company. These ratings are subject to change. These ratings do not pertain to the investment performance of the underlying fund, other insurance affiliates or subsidiaries, or non-insurance affiliates or subsidiaries of the company.



Five Year Financial Rating History

	Fitch	Moody's	S&P	A.M. Best
2016	AA	Aa3	AA	A+
2015	AA	Aa3	AA	A+
2014	AA	Aa3	AA	A+
2013	AA	Aa3	AA	A+
2012	AA+	Aa3	AA	A+

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

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EMPOWER

RETIREMENT™



FUND PERFORMANCE REVIEW

STATE OF VERMONT DEFERRED COMPENSATION PLAN | 98980-01

Reporting Period Ending September 30, 2017

Not intended as an offer or solicitation

FUND PERFORMANCE REVIEW



IMPORTANT DISCLOSURES

The Fund Performance Review is compiled at the request of the Plan fiduciary based on the specific criteria specified by the Plan fiduciary. It is designed as a high level analytical tool to aide plan fiduciaries in carrying out their fiduciary responsibilities. Great-West is not providing impartial investment advice in a fiduciary capacity to the plan with respect to the Fund Performance Review. The Plan fiduciaries are solely responsible for the selection and monitoring of the Plan's investment options and for determining the reasonableness of all plan fees and expenses. Great-West and its affiliates receive investment management and other fees and revenue from any Great-West or Putnam investment options included in the Fund Performance Review. In addition, Great-West and its affiliates may receive revenue sharing type payments in relation to the investment options provided on the Fund Performance Review. Please contact your dedicated Empower Retirement representative for more information. Plan Sponsors may wish to review the enclosed material with their investment adviser, consultant or broker, if necessary, prior to making final investment decisions.

Risks associated with the investment options can vary significantly and the relative risks of investment categories may change under certain economic conditions. The investment return and principal value of an investment will fluctuate so that an investor's shares, when redeemed, may be more or less than their original cost. *Current performance may be lower or higher than performance data shown due to market activity. Past performance is not a guarantee of future results.*

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FUND PERFORMANCE REVIEW: OVERVIEW



OBJECTIVE: • To quantify historical fund performance relative to peer group benchmarks.

FUNDAMENTALS: • Provides long-term and risk-adjusted performance.
• Comparison against peer group of similar funds as determined by *Morningstar, Inc.*®

SOURCE: • Statistics are derived from an independent third-party: *primarily Morningstar Direct*®

SCOPE: • The Fund Performance Review is designed as a high level analytical tool to aide plan sponsors in carrying out their fiduciary responsibilities; its not intended as investment advice.

Although data is gathered from reliable sources, including but not limited to Morningstar, Inc., the completeness or accuracy of the data shown cannot be guaranteed. Where data obtained from Morningstar, Inc. All Rights Reserved. The data: (1) is proprietary to Morningstar and/or its content providers; (2) may not be copied or distributed and (3) is not warranted to be accurate, complete, or timely. Neither Morningstar nor its content providers are responsible for any damages or losses arising from any use of this information

PERFORMANCE SUMMARY



	Fund Name	Ticker Symbol	Morningstar Category	Mstar Rating	Return Percentiles			Incept. Date
					3 Year Percent	5 Year Percent	Expense Ratio	
International	Pax Global Environmental Mkts Instl	PGINX	World Small/Mid Stock	4	63	73	0.98	03/27/2008
	Lazard Emerging Markets Equity Instl	LZEMX	Diversified Emerging Mkts	3	22	23	1.09	07/15/1994
	Dodge & Cox International Stock	DODFX	Foreign Large Blend	4	22	93	0.64	05/01/2001
Small-Cap	T. Rowe Price Small-Cap Stock	OTCFX	Small Growth	4	58	67	0.90	06/01/1956
Large-Cap	American Funds Growth Fund of Amer R5	RGAFX	Large Growth	4	65	79	0.39	05/15/2002
Asst All/Other	T. Rowe Price Retirement 2040	TRRDY	Target-Date 2040	5	95	94	0.74	09/30/2002
	T. Rowe Price Retirement 2050	TRRMX	Target-Date 2050	5	92	93	0.74	12/29/2006
	T. Rowe Price Retirement 2030	TRRCX	Target-Date 2030	5	96	94	0.69	09/30/2002
	T. Rowe Price Retirement 2020	TRRBX	Target-Date 2020	5	96	97	0.63	09/30/2002
	Dodge & Cox Balanced	DODBX	Allocation--50% to 70% Equity	4	93	98	0.53	06/26/1931
	T. Rowe Price Retirement 2010	TRRAX	Target-Date 2000-2010	4	85	87	0.57	09/30/2002
	T. Rowe Price Retirement Balanced	TRRIX	Allocation--30% to 50% Equity	4	64	52	0.56	09/30/2002
	Pax Balanced Individual Investor	PAXWX	Allocation--50% to 70% Equity	3	40	47	0.93	08/10/1971
Bond /MMF	FPA New Income	FPNIX	Nontraditional Bond	2	32	15	0.49	07/11/1984
	PIMCO Total Return ESG Institutional	PTSAX	Intermediate-Term Bond	4	75	55	0.50	05/01/1991
	Calvert Bond A	CSIBX	Intermediate-Term Bond	3	74	56	0.88	08/24/1987
Index Funds	Vanguard Developed Markets Index Instl (Idx)	VTMNX	Foreign Large Blend	4	75	82	0.06	01/04/2001
	Vanguard Mid Cap Index Institutional (Idx)	VMCIX	Mid-Cap Blend	4	62	87	0.05	05/21/1998
	Vanguard FTSE Social Index I (Idx)	VFTNX	Large Blend	4	97	98	0.12	01/14/2003
	Vanguard Institutional Index I (Idx)	VINIX	Large Blend	4	88	80	0.04	07/31/1990
	Vanguard Value Index I (Idx)	VIVIX	Large Value	4	90	90	0.05	07/02/1998
	Vanguard Total Bond Market Index I (Idx)	VBPIX	Intermediate-Term Bond	3	54	39	0.04	09/18/1995

RETURN ANALYSIS



Fund Name		3rd Quarter 2017 Return	3rd Quarter 2017 Percent	Performance vs. Benchmark (Annualized Returns and Return Percentiles)								Incept. Date
				1 Year Return	1 Year Percent	3 Year Return	3 Year Percent	5 Year Return	5 Year Percent	10 Year Return	10 Year Percent	
International	Diversified Emerging Mkts Peer Group	7.87	50	21.36	50	4.76	50	4.22	50	1.36	50	N/A
	World Small/Mid Stock Peer Group	5.68	50	18.29	50	9.66	50	11.29	50	4.57	50	N/A
	Pax Global Environmental Mrkts Instl	4.41	13	17.94	43	10.19	63	12.86	73	N/A	N/A	03/27/2008
	Lazard Emerging Markets Equity Instl	6.81	33	17.09	23	2.65	22	3.07	23	2.25	72	07/15/1994
	Foreign Large Blend Peer Group	5.52	50	18.64	50	5.01	50	7.82	50	1.14	50	N/A
	Dodge & Cox International Stock	6.94	90	26.58	98	3.87	22	10.13	93	2.98	86	05/01/2001
Small-Cap	Small Growth Peer Group	5.46	50	20.02	50	11.22	50	13.06	50	7.78	50	N/A
	T. Rowe Price Small-Cap Stock	5.19	41	19.70	47	11.78	58	13.88	67	9.81	93	06/01/1956
Large-Cap	Large Growth Peer Group	5.43	50	20.11	50	10.90	50	14.09	50	7.72	50	N/A
	American Funds Growth Fund of Amer R5	5.10	39	20.17	51	11.77	65	15.38	79	7.62	47	05/15/2002
Asst All/Other	T. Rowe Price Retirement 2040	4.50	63	17.62	92	8.74	95	11.51	94	6.30	99	09/30/2002
	T. Rowe Price Retirement 2050	4.55	46	17.99	91	8.85	92	11.58	93	6.33	91	12/29/2006
	T. Rowe Price Retirement 2030	4.05	76	15.32	93	8.03	96	10.54	94	5.95	96	09/30/2002
	T. Rowe Price Retirement 2020	3.43	86	12.03	95	6.83	96	8.81	97	5.51	99	09/30/2002
	Dodge & Cox Balanced	3.14	48	16.07	99	7.78	93	11.98	98	6.41	86	06/26/1931
	T. Rowe Price Retirement 2010	2.71	87	8.39	82	5.40	85	6.68	87	4.88	97	09/30/2002
	T. Rowe Price Retirement Balanced	2.43	53	7.53	55	4.70	64	5.54	52	4.70	58	09/30/2002
Pax Balanced Individual Investor	2.58	19	8.81	15	5.66	40	7.86	47	4.05	18	08/10/1971	
Bond /MMF	Nontraditional Bond Peer Group	0.97	50	4.48	50	2.48	50	2.38	50	3.93	50	N/A
	FPA New Income	1.01	52	2.58	22	1.65	32	1.41	15	2.34	15	07/11/1984
	Intermediate-Term Bond Peer Group	0.86	50	0.69	50	2.59	50	2.14	50	4.33	50	N/A
	PIMCO Total Return ESG Institutional	1.55	98	2.17	86	3.00	75	2.22	55	5.40	92	05/01/1991
	Calvert Bond A	0.71	22	1.21	66	2.96	74	2.24	56	3.76	24	08/24/1987
Index Funds	Vanguard Developed Markets Index Instl (Idx)	5.56	51	19.33	63	5.88	75	8.94	82	1.72	70	01/04/2001
	Vanguard Mid Cap Index Institutional (Idx)	3.44	62	15.31	41	9.73	62	14.40	87	7.97	64	05/21/1998
	Vanguard FTSE Social Index I (Idx)	4.76	75	20.49	87	11.56	97	16.10	98	7.36	78	01/14/2003
	Vanguard Institutional Index I (Idx)	4.48	60	18.57	62	10.79	88	14.19	80	7.44	81	07/31/1990
	Vanguard Value Index I (Idx)	4.16	64	17.77	64	9.94	90	14.03	90	6.29	66	07/02/1998
	Vanguard Total Bond Market Index I (Idx)	0.73	25	-0.12	20	2.63	54	1.98	39	4.25	46	09/18/1995

Please refer to the Appendix page for additional footnotes

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Data Source: Morningstar® DirectSM

Not intended as an offer or solicitation of securities

SHARPE RATIO AND EXPENSE ANALYSIS



Fund Name	Sharpe Ratio and Percentiles				Standard Deviation		Expense Ratio	Expense %	Manager Tenure	Fund Size \$ MM	
	3 Yr Ratio	3 Yr %	5 Yr Ratio	5 Yr %	3 Yr	5 Yr					
International	Diversified Emerging Mkts Peer Group	0.360	50	0.350	50	14.67	13.99	1.36	50	-	-
	World Small/Mid Stock Peer Group	0.860	50	1.010	50	11.40	11.19	1.36	50	-	-
	Pax Global Environmental Mrkts Instl	0.871	52	1.110	72	11.55	11.36	0.98	83	10	528.0
	Lazard Emerging Markets Equity Instl	0.217	20	0.260	20	16.37	15.72	1.09	80	23	12980.0
	Foreign Large Blend Peer Group	0.440	50	0.710	50	11.60	11.27	1.01	50	-	-
	Dodge & Cox International Stock	0.308	15	0.767	71	14.62	13.51	0.64	83	16	63631.0
Small-Cap	Small Growth Peer Group	0.810	50	0.940	50	14.13	13.96	1.17	50	-	-
	T. Rowe Price Small-Cap Stock	0.911	74	1.090	78	12.78	12.49	0.90	83	1	9468.0
Large-Cap	Large Growth Peer Group	0.940	50	1.250	50	11.37	10.90	0.98	50	-	-
	American Funds Growth Fund of Amer R5	1.079	80	1.470	94	10.55	10.00	0.39	96	24	170994.0
Asst All/Other	T. Rowe Price Retirement 2040	0.914	82	1.240	85	9.30	8.93	0.74	59	15	19191.0
	T. Rowe Price Retirement 2050	0.923	83	1.250	87	9.31	8.92	0.74	60	11	8360.0
	T. Rowe Price Retirement 2030	0.938	79	1.266	82	8.25	8.02	0.69	63	15	27093.0
	T. Rowe Price Retirement 2020	0.954	65	1.250	75	6.84	6.75	0.63	68	15	25031.0
	Dodge & Cox Balanced	0.863	49	1.442	90	8.75	7.94	0.53	93	32	15845.0
	T. Rowe Price Retirement 2010	0.978	60	1.220	66	5.18	5.22	0.57	61	15	5262.0
	T. Rowe Price Retirement Balanced	0.959	65	1.173	60	4.56	4.51	0.56	93	15	2727.0
	Pax Balanced Individual Investor	0.849	46	1.190	47	6.32	6.33	0.93	58	20	1955.0
Bond /MMF	Nontraditional Bond Peer Group	0.800	50	0.770	50	3.06	2.81	1.12	50	-	-
	FPA New Income	1.721	92	1.606	96	0.78	0.75	0.49	97	13	5125.0
	Intermediate-Term Bond Peer Group	0.810	50	0.670	50	2.80	2.89	0.69	50	-	-
	PIMCO Total Return ESG Institutional	0.842	56	0.620	39	3.17	3.30	0.50	76	3	931.0
	Calvert Bond A	0.899	66	0.639	43	2.91	3.19	0.88	29	5	950.0
Index Funds	Vanguard Developed Markets Index Instl (Idx)	0.526	72	0.794	78	11.44	11.33	0.06	99	5	98450.0
	Vanguard Mid Cap Index Institutional (Idx)	0.894	65	1.330	90	10.66	10.43	0.05	98	19	89059.0
	Vanguard FTSE Social Index I (Idx)	1.043	91	1.510	98	10.74	10.14	0.12	96	2	3521.0
	Vanguard Institutional Index I (Idx)	1.037	89	1.420	90	10.07	9.55	0.04	98	17	230763.0
	Vanguard Value Index I (Idx)	0.966	87	1.400	93	10.00	9.58	0.05	99	23	60210.0
	Vanguard Total Bond Market Index I (Idx)	0.749	37	0.600	35	3.06	2.98	0.04	98	5	189796.0

Please refer to the Appendix page for additional footnotes

ANNUAL RETURNS AND STATISTICS



Fund Name	Calendar Year Returns					MPT Statistics (3 year)			Portfolio Construction			
	2016	2015	2014	2013	2012	Alpha	Beta	R2	Turnover Ratio	Number of Holdings	% in Top 10 Holdings	
International	Diversified Emerging Mkts Peer Group	8.88	-13.84	-3.19	-1.26	19.03	N/A	N/A	N/A	N/A	N/A	N/A
	World Small/Mid Stock Peer Group	7.01	0.27	-0.08	30.70	19.25	N/A	N/A	N/A	N/A	N/A	N/A
	Pax Global Environmental Mrkts Instl	10.91	-1.21	-2.53	32.37	19.47	0.83	0.84	90	30	46	33.0%
	Lazard Emerging Markets Equity Instl	20.52	-20.16	-4.16	-0.80	22.36	-0.76	-0.04	77	12	81	31.0%
	Foreign Large Blend Peer Group	1.09	-1.33	-5.32	20.43	17.84	N/A	N/A	N/A	N/A	N/A	N/A
	Dodge & Cox International Stock	8.26	-11.35	0.08	26.31	21.03	-0.05	1.00	99	17	75	28.0%
Small-Cap	Small Growth Peer Group	10.74	-2.08	3.29	41.20	14.27	N/A	N/A	N/A	N/A	N/A	N/A
	T. Rowe Price Small-Cap Stock	18.57	-3.18	6.90	37.65	18.01	-3.86	1.12	92	38	279	10.0%
Large-Cap	Large Growth Peer Group	2.80	4.84	10.52	34.63	15.66	N/A	N/A	N/A	N/A	N/A	N/A
	American Funds Growth Fund of Amer R5	8.75	5.65	9.61	34.20	20.92	N/A	N/A	N/A	31	365	27.0%
Asst All/Other	T. Rowe Price Retirement 2040	7.63	0.17	6.18	25.93	17.55	2.44	0.68	75	17	19	87.0%
	T. Rowe Price Retirement 2050	7.71	0.19	6.19	25.90	17.55	-7.14	0.78	51	16	19	88.0%
	T. Rowe Price Retirement 2030	7.69	-0.02	6.05	23.09	16.82	-1.96	1.05	93	16	19	84.0%
	T. Rowe Price Retirement 2020	7.41	-0.31	5.63	18.05	15.01	-0.01	0.84	97	14	19	84.0%
	Dodge & Cox Balanced	16.56	-2.87	8.87	28.37	18.32	-0.62	0.93	96	24	413	22.0%
	T. Rowe Price Retirement 2010	7.11	-0.76	4.99	11.93	12.44	N/A	N/A	N/A	11	17	92.0%
	T. Rowe Price Retirement Balanced	6.48	-0.74	3.91	9.15	10.05	1.64	0.34	43	12	17	92.0%
Pax Balanced Individual Investor	5.79	-0.53	8.00	16.34	11.28	-6.40	1.06	90	49	6	99.0%	
Bond /MMF	Nontraditional Bond Peer Group	4.68	-1.05	1.81	0.74	8.60	N/A	N/A	N/A	N/A	N/A	N/A
	FPA New Income	2.53	0.15	1.32	0.67	2.18	1.90	0.94	87	44	448	12.0%
	Intermediate-Term Bond Peer Group	2.96	0.07	5.57	-1.69	6.64	N/A	N/A	N/A	N/A	N/A	N/A
	PIMCO Total Return ESG Institutional	2.96	0.41	4.54	-2.07	9.69	0.02	0.92	94	557	659	36.0%
	Calvert Bond A	3.63	0.01	6.10	-2.61	7.67	2.09	0.68	98	154	273	21.0%
Index Funds	Vanguard Developed Markets Index Instl (I	2.46	-0.17	-5.72	22.15	18.70	0.01	0.96	97	11	3822	9.0%
	Vanguard Mid Cap Index Institutional (Idx)	11.23	-1.33	13.78	35.17	16.01	-0.40	1.00	99	15	345	7.0%
	Vanguard FTSE Social Index I (Idx)	10.34	1.27	15.85	37.09	17.84	0.13	0.69	67	16	433	25.0%
	Vanguard Institutional Index I (Idx)	11.93	1.37	13.65	32.35	15.98	-1.77	1.03	94	5	510	19.0%
	Vanguard Value Index I (Idx)	16.87	-0.85	13.19	33.07	15.20	-5.15	1.19	90	7	332	27.0%
	Vanguard Total Bond Market Index I (Idx)	2.61	0.41	5.90	-2.14	4.18	-0.61	0.99	98	61	17364	4.0%

Please refer to the Appendix page for additional footnotes

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INDEX PERFORMANCE



Index		Total Return 1 Year	Total Return Annlzd 3 Year	Total Return Annlzd 5 Year	Total Return Annlzd 10 Year	Annual Return 2016	Annual Return 2015	Annual Return 2014	Annual Return 2013	Annual Return 2012
International	MSCI EMF ID	19.73	2.47	1.53	-1.07	8.58	-16.96	-4.63	-4.98	15.15
	MSCI Eafe Ndrtr_D	19.10	5.04	8.38	1.34	1.00	-0.81	-4.90	22.78	17.32
	MSCI World Ndrtr_D	18.17	7.69	10.99	4.22	7.51	-0.87	4.94	26.68	15.83
Small-Cap	Russell 2000 Growth	20.98	12.17	14.28	8.47	11.32	-1.38	5.60	43.30	14.59
	Russell 2000	20.74	12.18	13.79	7.85	21.31	-4.41	4.89	38.82	16.35
	Russell 2000 Value	20.55	12.12	13.27	7.14	31.74	-7.47	4.22	34.52	18.05
Mid-Cap	Russell Midcap Growth	17.82	9.96	14.18	8.20	7.33	-0.20	11.90	35.74	15.81
	Standard & Poor's Midcap 400	17.52	11.18	14.43	9.00	20.74	-2.18	9.77	33.50	17.88
	Russell Midcap Value	13.37	9.19	14.33	7.85	20.00	-4.78	14.75	33.46	18.51
Large-Cap	Russell 1000 Growth	21.94	12.69	15.26	9.08	7.08	5.67	13.05	33.48	15.26
	Standard & Poor's 500 TR	18.61	10.81	14.22	7.44	11.96	1.38	13.69	32.39	16.00
	Russell 1000 Value	15.12	8.53	13.20	5.92	17.34	-3.83	13.45	32.53	17.51
Bond /MMF	BBgBarc US Aggregate Bond	0.07	2.71	2.06	4.27	2.65	0.55	5.97	-2.02	4.21
	BBgBarc US Capital Credit	1.96	3.87	3.23	5.54	5.63	-0.77	7.53	-2.01	9.37
	BBgBarc US Mortgage-Backed	0.30	2.44	1.96	4.13	1.67	1.51	6.08	-1.41	2.59
	BBgBarc US Government Bond	-1.56	2.01	1.25	3.61	1.05	0.86	4.92	-2.60	2.02
	BBgBarc US 1-3 Year Government	0.27	0.78	0.65	1.79	0.87	0.57	0.64	0.37	0.51

MSCI EMF ID	A capitalization-weighted Index of stocks from 26 emerging markets that only includes issues that may be traded by foreign investors. The reported returns reflect equities priced in US dollars and do not include the effects of reinvested dividends.
MSCI EAFE Ndrtr_D	Widely accepted as a benchmark for international stock performance, the EAFE Index is an aggregate of 21 individual country indexes that collectively represent many of the major markets of the world.
MSCI World Ndrtr_D	Includes all 23 MSCI developed market countries. Ndrtr_D Indexes are calculated daily and take into account actual dividends reinvested daily before withholding taxes, but exclude special tax credits declared by companies.
Russell 2000 Growth	Market-weighted total return Index that measures the performance of companies within the Russell 2000 Index having higher price-to-book ratios and higher forecasted growth values.
Russell 2000	Consists of the smallest 2000 companies in the Russell 3000 Index, representing approximately 7% of the Russell 3000 total market capitalization.
Russell 2000 Value	Market-weighted total return Index that measures the performance of companies within the Russell 2000 Index having lower price-to-book ratios and lower forecasted growth values.
Russell Mid Cap Growth	Market-weighted total return Index that measures the performance of companies within the Russell Midcap Index having higher price-to-book ratios and higher forecasted growth values.
Standard & Poor's Midcap 400	Includes approximately 10% of the capitalization of U.S. equity securities. These are comprised of stocks in the middle capitalization range.
Russell Mid Cap Value	Market-weighted total return Index that measures the performance of companies within the Russell Midcap Index having lower price-to-book ratios and lower forecasted growth values.
Russell 1000 Growth	Market-weighted total return Index that measures the performance of companies within the Russell 1000 Index having higher price-to-book ratios and higher forecasted growth values.
Standard & Poor's 500	A market capitalization-weighted Index of 500 widely held stocks often used as a proxy for the stock market. It measures the movement of the largest issues. Standard and Poor's chooses the member companies for the 500 based on market size, liquidity and industry group representation.
Russell 1000 Value	Market-weighted total return Index that measures the performance of companies within the Russell 1000 Index having lower price-to-book ratios and lower forecasted growth values.
BBgBarc US Aggregate Bond	Composed of the Barclays Capital Govt/Credit Index, the Mortgage-Backed Securities Index, and the Asset-Backed Securities Index.
BBgBarc US Capital Credit	Listed for corporate bond-general and high-quality funds. This Index tracks the returns of all publicly issued, fixed-rate, nonconvertible, dollar-denominated, SEC-registered, investment-grade corporate debt.
BBgBarc US Mortgage-Backed	Includes 15- and 30-year fixed-rate securities backed by mortgage pools of the Government National Mortgage Association (GNMA).
BBgBarc US Government Bond	Listed for government-bond general and Treasury funds because it tracks the returns of U.S. Treasuries, agency bonds, and one- to three-year U.S. government obligations. This Index is effective for tracking portfolios holding non-mortgage government securities.
BBgBarc US 1-3 Year Government	Comprised of both the Treasury Bond Index (all public obligations of the U.S. Treasury, excluding flower bonds and foreign-targeted issues) and the Agency Bond Index (all publicly issued debt of U.S. Government agencies and quasi-federal corporations and corporate-debt guaranteed by the U.S. Government).

Please refer to the Appendix page for additional footnotes

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IMPORTANT DISCLOSURES



Prior to selecting investment options for your plan, plan sponsors should consider the investment objectives, risks, fees and expenses carefully. For this and other important information, you may obtain prospectuses for mutual funds, any applicable annuity contract and the annuity's underlying funds and/or additional disclosure documents for investment options exempt from SEC registration from your registered representative. Read these materials carefully before making a selection.

About investment risk:

Equity securities of small-sized and medium-sized companies may be more volatile than securities of larger, more established companies. Foreign investments involve special risks, including currency fluctuations and political developments. Equity securities of companies located in emerging markets involve greater risks than investing in more established markets, including currency fluctuations, political developments and share illiquidity. Real estate securities involve greater risks than other non-diversified investments, including, but not limited to: declining property values, varying economic conditions, changes in zoning laws, or losses from casualty. Real estate securities that invest in foreign real estate involve additional risk, including currency fluctuations and political developments. Specialty funds invest in a limited number of companies and are generally non-diversified. As a result, changes in market value of a single issuer could cause greater volatility than with a more diversified fund. Commodities may have greater volatility than traditional securities. The value of commodities may be affected by changes in overall market movements, changes in interest rates or sectors affecting a particular industry or commodity, and international economic, political and regulatory developments. Alternative investments generally invest in non-traditional asset categories or strategies. As a result, such investments are subject to unique risks and may be more speculative than traditional investments. These investments may also have direct or indirect exposure to derivatives, which may be more volatile and less liquid than traditional securities. As a result, the option could suffer losses on its derivative positions.

Asset allocation funds are subject to the risks of the underlying investments, which can be a mix of stocks/stock funds, bonds/bond funds and other types of investments. Depending on the types of investments in this fund, an investor may face the following risks. Stock values fluctuate in response to the activities of the general market, individual companies and economic conditions. Bond values fluctuate in response to the financial condition of individual issuers, general market and economic conditions, and changes in interest rates. In general, when interest rates rise, bond values fall and investors may lose principal value. Compared to higher-rated securities, high yield bond investment options are subject to greater risk, including the risk of default. U.S.

The date in a target date fund's name is the approximate date when investors plan to start withdrawing their money (generally assumed at age 65). The principal value of the fund(s) is not guaranteed at any time, including at the time of the target date and/or withdrawal.

About Overall Morningstar Rating™

For each fund with at least a three-year history, Morningstar calculates a Morningstar Rating™ based on a Morningstar Risk-Adjusted Return (including the effects of sales charges, loads and redemption fees), placing more emphasis on downward variations and rewarding consistent performance. The top 10% of funds receive 5 stars, the next 22.5% receive 4 stars, the next 35% receive 3 stars, the next 22.5% receive 2 stars and the bottom 10% receive 1 star. (Each share class is counted as a fraction of one fund within this scale and rated separately, which may cause slight variations in the distribution percentages.) The overall Morningstar Rating for a fund is derived from a weighted average of the performance figures associated with its three-, five- and ten-year (if applicable) Morningstar Rating metrics. Past performance is no guarantee of future results.

About Morningstar Rankings

Peer groups are created using Morningstar's category classification system. Peer groups are the combination of all share classes of all mutual funds in Morningstar's Open End Fund database (in a given asset class), all collective investment trusts in Morningstar's Separate Accounts/CITs database (in the same asset class), and all funds in Morningstar's Insurance and Pension Funds database (in the same asset class). As an example, the Large Blend peer group is created as a combination of all share classes of all mutual funds in Morningstar's US Fund Large Blend category, all collective investment trusts in Morningstar's US SA Large Blend category, and all funds in Morningstar's US Insurance Large Blend category.

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It is possible to lose money by investing in a money market fund. Although the fund seeks to preserve the value of your investment at \$1 per share, it cannot guarantee it will do so. An investment in the fund is not insured or guaranteed by the Federal Deposit Insurance Corporation or any other government agency. The fund's sponsor has no legal obligation to provide financial support to the fund, and you should not expect that the sponsor will provide financial support to the fund at any time.

Shares of the series of Great-West Funds, Inc. are not available to the general public but are offered only to insurance company separate accounts for certain variable annuity contracts and variable life policies, to individual retirement account (IRA) custodians or trustees, to plan sponsors of qualified retirement plans and to college savings programs.

IMPORTANT DISCLOSURES



Core securities, when offered, are offered through GWFS Equities, Inc. and/or other broker-dealers. GWFS Equities, Inc., Member FINRA/SIPC, is a wholly owned subsidiary of Great-West Life & Annuity Insurance Company (GWL&A).

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The principal underwriter of Great-West Funds, Inc. is GWFS Equities, Inc., Member FINRA/SIPC. Great-West Capital Management, LLC (GWCM) is the investment adviser. GWFS Equities, Inc., GWCM are subsidiaries of GWL&A. The Great-West Lifetime Funds, Great-West SecureFoundation Lifetime Funds, Great-West SecureFoundation Balanced Fund, and the Great-West Profile Funds may invest in funds advised by GWCM, funds that are sub-advised by affiliated and unaffiliated sub-advisers retained by GWCM or funds that are advised by affiliated and unaffiliated investment advisers of GWCM or in a fixed-interest contract issued and guaranteed by GWL&A.

Certain Great-West funds are managed by sub-advisers who manage other mutual funds having similar names and investment objectives. While their investment management may be similar to, or modeled after, those other mutual funds, the Great-West funds are not directly related to any other mutual funds. Consequently, the investment performance and other features of other mutual funds and any similarly named Great-West Fund may differ substantially.

Putnam funds are managed by Putnam Investment Management. Putnam mutual funds are distributed by Putnam Retail Management. Putnam is affiliated with GWL&A and its subsidiaries.

APPENDIX GLOSSARY



- 12b-1 Fee** The maximum annual charge deducted from fund assets to pay for distribution and marketing costs. Although usually set on a percentage basis, this amount will occasionally be a flat figure.
- Actively managed** A fund attempts to add portfolio value through such active investment techniques as sector allocation (top-down) and/or security selection (bottom-up).
- Aggressive Growth** (Objective) Funds that seek high growth of capital. Investments may include smaller companies, companies in newly-emerging industries or in
- Alpha** is the coefficient that measures the portion of an investment's return arising from non-market or unsystematic risk. In actively managed portfolio. Alpha is considered to be the value added by the manager through sector or security selection. A negative alpha would indicate that active management had produced less-than-market returns.
- Annual Returns** Total returns calculated on a calendar -year basis. The annual return for a fund will be the same as its trailing 12-month total return only at year-end
- Annualized Returns** Returns for periods longer than one year are expressed as "annualized returns." This is equivalent to the compound rate of return which, over a certain period of time, would produce a fund's total return over that same period.
- Asset Allocation** (Objective) Funds that seek high total return by investing in a mix of equities, fixed-income securities and money market instruments.
- Barclays Capital Aggregate Index** Composed of the Barclays Capital Govt/Credit Index, the Mortgage-Backed Securities Index, and the Asset-Backed Securities Index. The returns published for the index are total returns, which include reinvestment of dividends.
- Barclays Capital Government Bond Index** Listed for government-bond general and Treasury funds. Because it tracks the returns of U.S. Treasuries, agency bonds, and one- to three-year U.S. government obligations, this index is effective for tracking portfolios holding non-mortgage government securities. The returns published for the index are total returns, which include reinvestment of dividends.
- Basis Point** One-hundredth of a percentage point. For example, 50 basis points equals .50%.
- Beta** also known as market or systematic risk, beta is the coefficient that measures an investment's volatility relative to "the market" (the S & P 500 Index has a beta of 1.00) as a whole. Portfolios with a beta greater than 1.00 will move higher or lower than the market as a whole, while those with betas of less than 1.00 will move less than the market.
- Bond funds** Contrary to individual bonds, which offer a guaranteed rate of return, bond funds are variable funds and their returns may rise or fall depending on market conditions. Funds with 70% or more of their assets invested in bonds are classified as Bond Funds. Bond funds are divided into two main groups: Taxable Bond and Municipal Bond. Taxable Bond Fund categories include the following: Long-Term Government, Intermediate-Term Government, Short-Term Government, Long-Term Bond, Intermediate-Term Bond, Short-Term Bond, Ultrashort-Bond, International- Bond, High-Yield Bond, Emerging-Markets Bond and Multisector Bond.
- Capital Appreciation** The market rise in share value of a company as it experiences growth in earnings and/or assets. By extension, funds will experience capital appreciation as the underlying securities in their portfolios appreciate in value.
- Capitalization** The total market value of all stock issued by a company. Funds are frequently categorized by the market capitalization of the stocks in their portfolios; i.e., "small cap" generally refers to companies valued by the market at less than \$1 billion, "Mid-cap" to companies valued between \$1 billion and \$5 billion, and "Large-cap" to companies valued at more than \$5 billion.
- Corporate Bond--General** (Objective) Funds that seek income by investing in fixed-income securities. Funds with this objective may hold a variety of issues, including but not limited to government bonds, high-quality corporates, mortgages, asset-backed, bank loans and junk bonds.
- Corporate Bond--High Yield** (Objective) Funds that seek income by generally investing 65% or more of their assets in bonds rated below BBB. The price of these issues is generally affected more by the condition of the issuing company (similar to a stock) than by the interest-rate fluctuation that usually causes bond prices to move up and down.
- Diversification** The investment practice of spreading assets in a portfolio among a number of different companies, industries, sectors and/or instruments. Under Modern Portfolio Theory, the practice of diversification may assist an investor in reducing overall portfolio risk and evening out portfolio returns.
- Domestic equity funds** are placed in a category based on the style and size of the stocks they typically own. The style and size parameters are based on the divisions used in the investment style box: Value, Blend, or Growth style and Small, Medium, or Large median market capitalization.
- Duration** A measure of the sensitivity of the price of a fixed-income security to a change in interest rates. Duration is expressed as a number of years. Duration is a measure of interest rate risk. The larger the duration number, the greater the interest rate risk or reward for bond prices.
- Equity-Income** (Objective) Funds that are expected to pursue current income by investing at least 65% of their assets in dividend-paying equity securities.
- Expense Returns** The percentage of fund assets paid for operating and administrative expenses, as well as management fees. Fund expenses are reflected in a Fund's NAV.
- Expense Ratio** The percentage of fund assets paid for operating expenses and management fees, including 12b-1 fees, administrative fees, and all other asset-based costs incurred by the fund, except brokerage costs. Fund expenses are reflected in the fund's NAV. Sales charges are not included in the expense ratio.
- Foreign Stock Category** An international fund having no more than 10% of stocks invested in the United States.
- Fund of Funds** A fund that specializes in buying shares in other mutual funds rather than individual securities. Quite often this type of fund is not discernible from its name alone, but rather through prospectus wording (i.e.: the fund's charter).
- Government Bond--General** (Objective) Offerings that pursue income by investing in a combination of mortgage-backed securities, Treasuries, and agency securities.
- Growth** (Objective) Funds that pursue capital appreciation by investing primarily in equity securities. Current income, if considered at all, is a secondary concern.

APPENDIX GLOSSARY (CONTINUED)



Growth and Income (Objective) Growth of capital and current income are near-equal objectives for these funds. Investments are typically selected for both appreciation potential and dividend-paying ability.

Index Fund A fund that tracks a particular index and attempts to match returns. While an index typically has a much larger portfolio than a mutual fund, the fund's management may study the index's movements to develop a representative sampling, and match sectors proportionately.

Information Ratio Is an alternative to the Sharpe Ratio for measuring the risk-adjusted performance of a portfolio. It is calculated by subtracting the benchmark (usually an index) from the return of the portfolio as a whole, then dividing by the tracking error (standard deviation of the difference between portfolio returns and the returns of the index). The higher the Information Ratio, the better the more consistent a manager is.

International Equity Funds with 40% or more of their equity holdings in foreign stocks (on average over three years) are placed in the international equity class. These categories include Europe, Japan, International Hybrid, Latin America, Diversified Pacific, Pacific ex. Japan, Specialty Precious Metals, Diversified Emerging Markets, World Stock, and Foreign Stock. Foreign investments involve special risks, including currency fluctuations and political developments.

Life Cycle These funds are geared toward investors of a certain age or with a specific time horizon for investing. Typically they are grouped together in sets (i.e. conservative, moderate, and aggressive portfolios).

Management Fees The management fee is the percentage deducted from fund assets to pay an advisor or subadvisor. Often, as the fund's net assets grow, the percentage deducted for management fees decreases. For example, a particular fund may report a management fee of 0.40% on the first \$500 million in assets, 0.35% on all assets between \$500 million and \$1 billion, and 0.30% on assets in excess of \$1 billion. Thus, if the fund contains \$1.5 billion in total net assets, the advisor scales back its management fees accordingly. Alternatively, the fund may compute the fee as a flat percentage of average net assets. The management fee might also come in the form of a group fee (G), a performance fee (P), or a gross income fee (I). Note: The management fee is just one (albeit a major) component of a fund's costs. The overall expense ratio is the most useful number for investors. Actual fees are also noted in this section.

Morningstar Category identifies funds based on their actual investment styles as measured by their underlying portfolio holdings (portfolio statistics and compositions over the past three years). If the fund is new and has no portfolio, we estimate where it will fall before assigning a more permanent category. When necessary, we may change a category assignment based on current information.

MSCI EAFE Ndr_D Listed for foreign stock funds (EAFE refers to Europe, Australasia, and Far East). Widely accepted as a benchmark for international stock performance, the EAFE Index is an aggregate of 21 individual country indexes that collectively represent many of the major markets of the world. Ndr_D indexes are calculated daily and take into account actual dividends reinvested daily before withholding taxes, but exclude special tax credits declared by companies. In addition, Ndr_D indexes subtract withholding taxes retained at the source, for foreigners who do not benefit from a double taxation treaty. The returns published for the index are total returns, which include reinvestment of dividends.

MSCI World Ndr_D Includes all 23 MSCI developed market countries. Ndr_D indexes are calculated daily and take into account actual dividends reinvested daily before withholding taxes, but exclude special tax credits declared by companies. In addition, Ndr_D indexes subtract withholding taxes retained at the source, for foreigners who do not benefit from a double taxation treaty.

Mutual fund An investment option that pools money from many shareholders and invests it in a group of stocks, bonds, or other securities. Also known as an open-end investment management company, mutual funds are securities required to be registered with the SEC.

NAV Stands for net asset value, which is the fund's share price. Funds compute this value by dividing the total net assets by the total number of shares.

Net Assets The month-end net assets of the mutual fund, recorded in millions of dollars. Net-asset figures are useful in gauging a fund's size, agility, and popularity. They help determine whether a small company fund, for example, can remain in its investment-objective category if its asset base reaches an ungainly size.

Prospectus A fund's formal written statement, generally issued on an annual basis. In this statement the fund sets forth its proposed purposes and goals, and other facts (e.g.: history and investment objective) that an investor should know in order to make an informed decision.

Prospectus Objective Indicates a particular fund's investment goals, based on the wording in a fund's prospectus.

R-squared (R²) measures the degree to which movement in one variable is related to the movement in another variable. Portfolios with a high R-squared will react similarly to various market conditions. By combining investments with low correlations, an investor can reduce the overall risk within a portfolio.

Risk Basically there are four types of risk: 1) inflation risk means your money may not earn enough in the long run because as prices go up the value of your money goes down; 2) market risk means you could lose money because the price of a stock may go down; 3) credit risk means a company or organization that borrowed your money may not be able to pay it back; and 4) interest rate risk means you could lose money because as interest rates go up the value of bond investments goes down.

Russell 1000 Consists of the 1000 largest companies within the Russell 3000 index. Also known as the Market-Oriented Index, because it represents the group of stocks from which most active money managers choose. The returns published for the index are total returns, which include reinvestment of dividends.

Russell 1000 Growth Market-capitalization weighted index of those firms in the Russell 1000 with higher price-to-book ratios and higher forecasted growth values. The Russell 1000 includes the largest 1000 firms in the Russell 3000, which represents approximately 98% of the investable US equity market.

Russell 1000 Value Market-capitalization weighted index of those firms in the Russell 1000 with lower price-to-book ratios and lower forecasted growth values. The Russell 1000 includes the largest 1000 firms in the Russell 3000, which represents approximately 98% of the investable US equity market.

Russell 2000 Consists of the smallest 2000 companies in the Russell 3000 Index, representing approximately 7% of the Russell 3000 total market capitalization. The returns published for the index are total returns, which include reinvestment of dividends.

APPENDIX GLOSSARY (CONCLUDED)

Russell 2000 Growth Market-weighted total return index that measures the performance of companies within the Russell 2000 Index having higher price-to-book ratios and higher forecasted growth values. The Russell 2000 Index includes the 2000 firms from the Russell 3000 Index with the smallest market capitalizations. The Russell 3000 Index represents 98% of the of the investable US equity market.

Russell 2000 Value Market-weighted total return index that measures the performance of companies within the Russell 2000 Index having lower price-to-book ratios and lower forecasted growth values. The Russell 2000 Index includes the 2000 firms from the Russell 3000 Index with the smallest market capitalizations. The Russell 3000 Index represents 98% of the of the investable US equity market.

Share Classes Shares of the same fund that offer different shareholder rights and obligations, such as different fee and load charges. Common share classes are A (front-end load), B (deferred fees), C (no sales charge and a relatively high annual 12b-1 fee, such as 1.00%). Multi-class funds hold the same investment portfolio for all classes, and differ only in their surrounding fee structure.

Sharpe Ratio measures the risk-adjusted performance of a portfolio. It is calculated by subtracting the risk-free rate of return (i.e., the return on treasury bills) from the return of the portfolio as a whole, then dividing by the standard deviation of the returns. The higher the Sharpe Ratio, the better the risk-adjusted performance of the portfolio.

Sortino Ratio is similar to the Sharpe Ratio, except that it uses downside deviation for the denominator instead of standard deviation. This alternative to the Sharpe Ratio provides a risk-adjusted measure of a security or fund's performance without penalizing it for upward price movements.

Standard Deviation A statistical measurement of dispersion about an average, which, for a mutual fund, depicts how widely the returns varied over a certain period of time. Investors use the standard deviation of historical performance to try to predict the range of returns that are most likely for a given fund. When a fund has a high standard deviation, the predicted range of performance is wide, implying greater volatility.

Tax-deferred earnings You don't have to pay taxes on any earnings in your defined contribution plan until you withdraw your money. The money in a defined contribution plan can grow faster than with other types of savings plans, because the earnings you accumulate, if any, are also tax-deferred.

Turnover Ratio A measure of the percentage of holdings that have been "turned over" -- replaced with other holdings -- within a portfolio during the course of a year.

Variable funds Investments that fluctuate with market conditions. Unlike guaranteed investments, such as bonds or CDs, variable funds don't guarantee a specific rate of return. They do offer potential for higher earnings in return for higher degree of market risk.

World Stock Category An international fund having more than 10% of stocks invested in the US. Also known as global funds. Foreign Investments involve special risks, including currency fluctuations and political developments.



State of Vermont

Investment Options

a t a g l a n c e

Variable Investment Options - Objectives & Strategies

Asset Allocation Funds^{1,2}

T. Rowe Price Retirement Balanced Fund - Seeks to provide the highest total return over time consistent with an emphasis on both capital growth and income. The fund pursues its objective by investing in a diversified portfolio of other T. Rowe Price stock and bond funds that represent various asset classes and sectors. The fund's "neutral allocations," which are what T. Rowe Price considers broadly appropriate for investors during their retirement years, are 40% stock funds and 60% bond funds.

T. Rowe Price Retirement 2010 Fund - Seeks to provide the highest total return over time consistent with an emphasis on both capital growth and income through investments in a combination of T. Rowe Price stock and bond funds. At the target date, the fund's allocation to stocks was approximately 55% of its assets. The fund's exposure to stocks will continue to decline until approximately 30 years after its target date, when its allocation to stocks will remain fixed at approximately 20% of its assets and the remainder will be invested in bonds.

T. Rowe Price Retirement 2020 Fund - Seeks to provide the highest total return over time consistent with an emphasis on both capital growth and income through investments in a combination of T. Rowe Price stock and bond funds. At the target date, the fund's allocation to stocks is anticipated to be approximately 55% of its assets. The fund's exposure to stocks will continue to decline until approximately 30 years after its target date, when its allocation to stocks will remain fixed at approximately 20% of its assets and the remainder will be invested in bonds.

T. Rowe Price Retirement 2030 Fund - Seeks to provide the highest total return over time consistent with an emphasis on capital growth and income through investments in a combination of T. Rowe Price stock and bond funds. At the target date, the fund's allocation to stocks is anticipated to be approximately 55% of its assets. The fund's exposure to stocks will continue to decline until approximately 30 years after its target date, when its allocation to stocks will remain fixed at approximately 20% of its assets and the remainder will be invested in bonds.

T. Rowe Price Retirement 2040 Fund - Seeks to provide the highest total return over time consistent with an emphasis on both capital growth and income through investments in a combination of T. Rowe Price stock and bond funds. At the target date, the fund's allocation to stocks is anticipated to be approximately 55% of its assets. The fund's exposure to stocks will continue to decline until approximately 30 years after its target date, when its allocation to stocks will remain fixed at approximately 20% of its assets and the remainder will be invested in bonds.

T. Rowe Price Retirement 2050 Fund - Seeks to provide the highest total return over time consistent with an emphasis on both capital growth and income through investments in a combination of T. Rowe Price stock and bond funds. At the target date, the fund's allocation to stocks is anticipated to be approximately 55% of its assets. The fund's exposure to stocks will continue to decline until approximately 30 years after its target date, when its allocation to stocks will remain fixed at approximately 20% of its assets and the remainder will be invested in bonds.

International Stock Funds³

Dodge and Cox International Fund A - (Foreign Large Blend) The investment seeks long-term growth of principal and income. The Fund generally invests at least 80% of assets in a diversified portfolio of equity securities issued by non-U.S. companies from at least three different countries, including emerging markets. The Fund invests primarily in medium-to-large well established companies that, in Dodge & Cox's opinion, appear to be temporarily undervalued by the stock market but have a favorable outlook for long-term growth.

Lazard Emerging Markets Inst - (Diversified Emerging Markets) The investment seeks long-term capital appreciation. The Fund normally invests at least 80% of assets in equity securities of companies whose principal business activities are located in emerging market countries represented by the Morgan Stanley Capital International ("MSCI®") Emerging Markets® Index.⁴

Small Company Stock Funds⁵

T. Rowe Price Small-Cap Stock Fund - (Small Growth) The Fund seeks to provide long-term capital growth by investing primarily in stocks of small companies. The fund will normally invest at least 80% of its net assets (including any borrowings for investment purposes) in stocks of small companies.

Mid-Sized Company Stock Funds⁶

American Funds Growth Fund of America R5 - (Large Growth) Seeks to provide growth of capital. The Fund seeks to meet this objective by investing principally in common stocks seeks to invest in companies that appear to offer superior opportunities for growth of capital. The fund may invest a portion of its assets in securities of issuers domiciled outside the United States.

¹ The principal value of the Retirement Funds is not guaranteed at any time, including at or after the target date, which is the approximate date when investors turn age 65.

² Asset allocation and balanced investment options and models are subject to the risks of the underlying funds, which can be a mix of stocks/stock funds and underlying fund in which they invest. For more information, see the prospectus and/or disclosure documents.

³ Foreign investments involve special risks, including currency fluctuations and political developments. Equity securities of companies located in emerging markets involve greater risks than investing in more established markets, including currency fluctuations, political developments and share illiquidity.

⁴ A benchmark index is not actively managed, does not have a defined investment objective, and does not incur fees or expenses. Therefore, performance of a fund will generally be less than its benchmark index. You cannot invest directly in a benchmark index.

⁵ Equity securities of small-sized companies may be more volatile than securities of larger, more established companies.

⁶ Equity securities of medium-sized companies may be more volatile than securities of larger, more established companies.

Variable Investment Options - Objectives & Strategies (continued)

Large Company Stock Funds

Vanguard Institutional Index Fund - (Large Blend) The Fund employs an indexing investment approach designed to track the performance of the Standard & Poor's 500[®] Index⁷, a widely recognized benchmark of U.S. stock market performance that is dominated by the stocks of large U.S. companies. The Fund attempts to replicate the target index by investing all, or substantially all, of its assets in the stocks that make up the Index, holding each stock in approximately the same proportion as its weighting in the Index.

Balanced Funds²

Dodge & Cox Balanced Fund - The fund seeks regular income, conservation of principal and an opportunity for long-term growth of principal and income by investing in a diversified portfolio of common stocks, preferred stocks and fixed income securities.

Bond Funds⁸

Calvert Bond Fund A - The Fund seeks to provide as high a level of current income as is consistent with prudent investment risk and preservation of capital through investment in bonds and other debt securities meeting the Fund's investment criteria, including financial, sustainability and social responsibility factors. This objective may be changed by the Fund's Board of Trustees without shareholder approval.

FPA New Income Fund - Seeks current income and long-term total return. Capital preservation is also a consideration. The Fund invests primarily in fixed-income securities, with an emphasis on obligations issued or guaranteed by the U.S. Government and its agencies and instrumentalities. In addition to Government securities, the Fund also invests in highly-rated (as rated by a Nationally Recognized Statistical Rating Organization) non-convertible corporate debt securities, commercial paper and repurchase agreements.

Vanguard Total Bond Market Index Inst - Seeks the performance of a broad, market-weighted bond index. The fund employs an indexing investment approach designed to track the performance of the Barclays U.S. Aggregate Float Adjusted Index. This index represents a wide spectrum of public, investment-grade, taxable, fixed income securities in the United States-including government, corporate, and international dollar-denominated bonds, as well as mortgage-backed and asset-backed securities-all with maturities of more than 1 year. All of the fund's investments will be selected through the sampling process, and at least 80% of the fund's assets will be invested in bonds held in the index.

Socially Responsible⁹

PAX World Global Environmental Markets Inst³ - (World Stock) The investment seeks long term growth of capital. The fund follows a sustainable investing approach, combining rigorous financial analysis with equally rigorous environmental, social and governance (ESG) analysis in order to identify investments. It will invest primarily in equity securities of companies located around the world, including at least 40% of its net assets in securities of non-U.S. issuers, including those located in emerging markets. The fund invests in environmental markets-companies whose businesses and technologies focus on environmental markets.

PAX World Balanced Fund² - The investment seeks income and conservation of principal and long term growth of capital is the secondary objective. The Balanced Fund normally expects to invest approximately 60-75% of its assets in equity securities and approximately 25-40% of its assets in debt securities, though this allocation may vary somewhat depending on market conditions. The Fund may invest in equity securities of companies with any market capitalization. The Balanced Fund expects that the debt portion of its investment portfolio will consist primarily of debt securities, including mortgage-related securities, issued or guaranteed by the U.S. government or its agencies and instrumentalities with short-to intermediate-term maturities and corporate bonds that are, at the time of purchase, rated at least investment grade or unrated and determined by the Balanced Fund's portfolio manager to be of comparable quality.

Vanguard FTSE Social Index Fund Inst - (Large Blend) The investment seeks to track the performance of the FTSE4Good US Select Index.⁴ The Index is comprised of large and mid-cap stocks that have been screened for certain social and environmental criteria by the Index sponsor, which is independent of Vanguard. The Fund attempts to replicate the Index by investing all, or substantially all, of its assets in the stocks that make up the Index.

PIMCO Total Return III Inst¹ Fund⁸ - The investment seeks maximum total return, consistent with preservation of capital and prudent investment management. The Fund normally invests at least 65% of its total assets in a diversified portfolio of fixed income instruments of varying maturities, which may be represented by forwards or derivatives such as options, futures contracts, or swap agreements. It invests primarily in investment grade securities, but may invest up to 10% of its total assets in high yield securities. The Fund may invest up to 15% of its total assets in securities and instruments that are economically tied to emerging market countries.

Fixed Investment Options and Objective

Vermont Stable Value Fund - Seeks a consistent return while minimizing the Fund's exposure to credit risk.

⁷ S&P 500[®] Index is a registered trademark of Standard & Poor's Financial Services LLC, and is an unmanaged index considered indicative of the domestic Large-Cap equity market.

⁸ A bond fund's yield, share price and total return change daily and are based on changes in interest rates, market conditions, economic and political news and the quality and maturity of its investments. In general, bond prices fall when interest rates rise and vice versa.

⁹ Specialty funds invest in a limited number of companies and are generally non-diversified. As a result, changes in market value of a single issuer could cause greater volatility than with a more diversified fund.

Performance Returns for State of Vermont

Current performance may be lower or higher than performance data shown. Performance data quoted represents past performance and is not a guarantee or prediction of future results. For performance data current to the most recent month-end, please visit www.vermont457.com. The investment return and principal value of an investment will fluctuate so that, when redeemed, shares/units may be worth more or less than their original cost.

Please consider the investment objectives, risks, fees and expenses carefully before investing. For this and other important information you may obtain mutual fund prospectuses and disclosure documents from your registered representative. Read them carefully before investing.

Investment Options	Average Annual Performance as of 09/29/2017 ¹⁰							Inception Date
	YTD	1 Year	3 Years	5 Years	10 Years	Since Inception	Expense Ratio ¹¹	
T. Rowe Price Retirement 2050 Fund ^{1,2}	17.20%	17.99%	8.85%	11.58%	6.33%	6.81%	0.74%	12-29-06
T. Rowe Price Retirement 2040 Fund ^{1,2}	16.98%	17.62%	8.74%	11.51%	6.30%	9.84%	0.74%	09-30-02
T. Rowe Price Retirement 2030 Fund ^{1,2}	15.05%	15.32%	8.03%	10.54%	5.95%	9.56%	0.69%	09-30-02
T. Rowe Price Retirement 2020 Fund ^{1,2}	12.25%	12.03%	6.83%	8.81%	5.51%	8.78%	0.63%	09-30-02
T. Rowe Price Retirement 2010 Fund ^{1,2}	9.11%	8.39%	5.40%	6.68%	4.88%	7.69%	0.57%	09-30-02
T. Rowe Price Retirement Balanced Fund ²	8.02%	7.53%	4.70%	5.54%	4.70%	6.41%	0.56%	09-30-02
Dodge & Cox International Stock Fund A ³	22.47%	26.58%	3.87%	10.13%	2.98%	8.12%	0.64%	05-01-01
Lazard Emerging Markets Inst ^{1,3}	20.46%	17.09%	2.65%	3.07%	2.25%	7.18%	1.09%	07-15-94
PAX World Global Envrnmnt Mkts Inst ^{1,3}	20.39%	17.94%	10.19%	12.86%	N/A	6.40%	1.04%	03-27-08
T. Rowe Price Small-Cap Stock Fund ⁵	11.44%	19.70%	11.78%	13.88%	9.81%	13.03%	0.90%	06-01-56
Vanguard Mid Cap Index Fund Inst ⁶	12.90%	15.31%	9.73%	14.40%	7.97%	9.96%	0.05%	05-21-98
American Funds Growth Fund of Amer R5	18.19%	20.17%	11.77%	15.38%	7.62%	8.98%	0.39%	05-15-02
Vanguard FTSE Social Index Fund Inst ¹	16.23%	20.49%	11.56%	16.10%	7.36%	8.47%	0.12%	01-14-03
Vanguard Institutional Index Fund	14.21%	18.57%	10.79%	14.19%	7.44%	9.77%	0.04%	07-31-90
Dodge & Cox Balanced Fund ²	8.67%	16.07%	7.78%	11.98%	6.41%	9.86%	0.53%	06-26-31
PAX World Balanced Fund ²	9.02%	8.81%	5.66%	7.86%	4.05%	8.27%	0.93%	11-30-71
Calvert Bond Fund A ⁸	3.68%	1.21%	2.96%	2.24%	3.76%	6.20%	0.88%	08-24-87
FPA New Income Fund ⁸	2.23%	2.58%	1.65%	1.41%	2.34%	6.91%	0.58%	04-01-69
PIMCO Total Return III Instl Fund ⁸	4.57%	2.17%	3.00%	2.22%	5.40%	6.81%	0.59%	05-01-91
Vanguard Total Bond Market Index Inst ⁸	3.15%	-0.12%	2.63%	1.98%	4.25%	5.24%	0.04%	09-18-95
Vermont Stable Value Fund ¹²	1.69%	2.25%	2.20%	2.28%	N/A	2.51%	0.14%	12-31-10

The returns listed above are for the current Stable Value Fund managed by ICMA-RC. The underlying fund manager was changed on June 19th 2012. Your actual returns prior to June 19th 2012 may be different. A more detailed explanation of this change, and of changes that occurred to the Vermont Stable Value Fund, can be found on the "Retirement Systems" section of the Vermont State Treasurer's website at www.vermonttreasurer.gov/retirement.

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

Empower Retirement¹¹ refers to the products and services offered in the retirement markets by Great-West Life & Annuity Insurance Company (GWL&A), Corporate Headquarters: Greenwood Village, CO; Great-West Life & Annuity Insurance Company of New York, Home Office: White Plains, NY; and their subsidiaries and affiliates. The trademarks, logos, service marks, and design elements used are owned by GWL&A.

The average annual and calendar year returns for the mutual funds reflect actual total returns for each fund, net of fund operating expenses. Administrative fees will reduce the overall rate of return. Funds may impose redemption fees and/or transfer restrictions, if assets are held for less than the published holding period. For more information, see the fund's prospectus and/or disclosure documents. GWFS Equities, Inc., or one or more of its affiliates, may receive a fee from the investment option provider for providing certain recordkeeping, distribution and administrative services. Although data is gathered from reliable sources, including but not limited to Morningstar, Inc., the completeness or accuracy of the data cannot be guaranteed. Where data is obtained from Morningstar: ©2014 Morningstar, Inc. All Rights Reserved. The information contained herein: (1) is proprietary to Morningstar and/or its content providers; (2) may not be copied or distributed; and (3) is not warranted to be accurate, complete or timely. Neither Morningstar nor its content providers are responsible for any damages or losses arising from any use of this information.

¹⁰ The average annual and calendar year returns for the mutual funds reflect actual total returns for each fund, net of fund operating expenses. Administrative fees will reduce the overall rate of return.

¹¹ Actual fund operating expenses may be less if the fund currently offers a waiver or reimbursement of a portion of this expense.

¹² Please note that returns for the Vermont Stable Value Fund are annualized.

Calendar Year⁹

Investment Options	Ticker	2016	2015	2014	2013	2012	Inception Date
T. Rowe Price Retirement 2050 Fund ^{1,2}	TRRMX	7.71%	0.19%	6.19%	25.90%	17.55%	09-30-02
T. Rowe Price Retirement 2040 Fund ^{1,2}	TRRDY	7.63%	0.17%	6.18%	25.93%	17.55%	09-30-02
T. Rowe Price Retirement 2030 Fund ^{1,2}	TRRCX	7.69%	-0.02%	6.05%	23.09%	16.82%	09-30-02
T. Rowe Price Retirement 2020 Fund ^{1,2}	TRRBX	7.41%	-0.31%	5.63%	18.05%	15.01%	09-30-02
T. Rowe Price Retirement 2010 Fund ^{1,2}	TRRAX	7.11%	-0.76%	4.99%	11.93%	12.44%	09-30-02
T. Rowe Price Retirement Balanced Fund ²	TRRIX	6.48%	-0.74%	3.91%	9.15%	10.05%	09-30-02
Dodge & Cox International Stock Fund A ³	DODFX	8.26%	-11.35%	0.08%	26.31%	21.03%	05-01-01
Lazard Emerging Markets Inst ³	LZEMX	20.52%	-20.16%	-4.16%	-0.80%	22.36%	07-15-94
PAX World Global Environmtl Mkts Inst ³	PGINX	10.91%	-1.21%	-2.53%	32.37%	19.47%	03-27-08
T. Rowe Price Small-Cap Stock Funds	OTCFX	18.57%	-3.18%	6.90%	37.65%	18.01%	06-01-56
Vanguard Mid-Cap Index Fund Inst ⁶	VMCIX	11.23%	-1.33%	13.78%	35.17%	16.01%	05-21-98
American Fund Growth Fund of America R ⁵	RGAFX	8.75%	5.65%	9.61%	34.20%	20.92%	05-15-02
Vanguard FTSE Social Index Fund Inst ¹	VFTNX	10.34%	1.27%	15.85%	37.09%	17.84%	01-14-03
Vanguard Institutional Index Fund	VINIX	11.93%	1.37%	13.65%	32.35%	15.98%	07-31-90
Dodge & Cox Balanced Fund ²	DODBX	16.56%	-2.87%	8.87%	28.37%	18.32%	06-26-31
Pax World Balanced Fund ²	PAXWX	5.79%	-0.53%	8.00%	16.34%	11.28%	11-30-71
Calvert Bond Fund A ⁸	CSIBX	3.63%	0.01%	6.10%	-2.61%	7.67%	08-24-87
FPA New Income Funds	FPNIX	2.53%	0.15%	1.32%	0.67%	2.18%	04-01-69
PIMCO Total Return III Inst ¹ Funds	PTSAX	2.96%	0.41%	4.54%	-2.07%	9.69%	05-01-91
Vanguard Total Bond Market Index Inst ⁸	VBPIX	2.61%	0.41%	5.91%	-2.14%	4.18%	01-02-98
Vermont Stable Value Fund ¹¹	N/A	2.14%	2.19%	2.23%	2.44%	2.88%	01-02-98