



DELAWARE RETIREMENT SAVINGS PLAN

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TD Ameritrade Self-Directed Brokerage Account

**The State of Delaware 457(b) Deferred Compensation Plan
and 401(a) Match Plan
Brokerage option**

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TD Ameritrade Self-Directed Brokerage Account Overview

What is the TD Ameritrade Self-Directed Brokerage Account (SDBA)?

The TD Ameritrade SDBA is available to you as an additional investment option available through Delaware 457(b) Deferred Compensation and 401(a) Match Plans (Plan), referred to as the “core account” administered by Voya Retirement Insurance and Annuity Company. This option gives you the freedom to invest a portion of your plan assets in a self-directed brokerage account that provides access to a wider array of investment choices, including open-end mutual funds, fixed income securities, Exchange Traded Funds (ETFs) and publicly traded stocks.

How is the TD Ameritrade SDBA different from a typical brokerage account?

Since the TD Ameritrade SDBA is an investment option under your Plan it is subject to the Internal Revenue Code Section that governs your plan, other laws and the Plan document. Therefore, the same rules and restrictions that govern your core account apply to the dollars transferred to your TD Ameritrade SDBA.

The TD Ameritrade SDBA can only be funded through transfers from one or more of the Plan’s core investment options. The following securities and transactions are generally not available through the TD Ameritrade SDBA: short sales, margin trading, foreign securities, currencies, non-exchanged listed limited partnership, futures/ commodities, promissory notes, real estate/ property, collectibles, municipal bonds and unit investment trusts.

How are the investment choices in the TD Ameritrade SDBA different from those available through the Plan?

There is a significant difference between the investment choices available through the Plan and the investments available through the TD Ameritrade SDBA.

Investment options offered through your Plan are selected through a due-diligence process that offers you a diverse and balanced array of long-term investments.

The investment choices available through TD Ameritrade, however, are not approved, selected, monitored or reviewed by Voya Financial, Inc. (“Voya”) or the Plan. **When you elect to open a TD Ameritrade SDBA, you assume the sole responsibility for researching, selecting, monitoring and managing the investments in your TD Ameritrade SDBA.** As an investor, you need to be aware of the additional risk that may be present in the investments available through this option.

Is a self-directed brokerage account right for me?

A TD Ameritrade SDBA is designed for the experienced investor who wants to independently and actively manage an even greater choice of investments and is willing to pay additional fees and accept full responsibility for researching, selecting, monitoring and managing their investments. Additionally, Voya and its affiliated companies, its officers, agents or employees cannot advise concerning the suitability of a security or investment strategy, nor can they provide financial, legal or tax advice. If you are confident with an

independent approach to actively managing the retirement assets you’ve invested in the Plan, the TD Ameritrade SDBA may be right for you. Keep in mind, however, that if you choose to open a TD Ameritrade SDBA, you also assume the added responsibility for actively managing the investments in your account. If you are not comfortable actively managing your own investment portfolio, the investments in the Plan may help meet your needs.

What should I consider before opening a TD Ameritrade SDBA?

The TD Ameritrade SDBA is designed for the experienced investor. Before using this option as part of your retirement savings portfolio, you should consider whether a TD Ameritrade SDBA is appropriate for your long-term investment needs. If all of the following describes you as an investor, the brokerage account may be right for you:

- I have access to the Internet.
- I am knowledgeable about investment matters.
- I am comfortable with, and understand risk, and I am capable of making my own personal investment decisions.
- I have experience using the Internet to research and manage my investments.
- I have the time and investment expertise to research, evaluate and select investments consistent with my investment strategy and personal risk profile.
- I have the time to monitor and manage my retirement plan portfolio.
- I am willing to pay additional fees and charges to invest in investment choices not available within my core account.

Am I eligible?

Your investments in the TD Ameritrade SDBA are made through transfers from your core account. Your payroll contributions cannot be directed to TD Ameritrade – they must continue to be directed to one or more of the Plan’s core investment options.

Your TD Ameritrade SDBA is an investment choice under the Plan administered by Voya, so only assets held in your Plan may be transferred to the TD Ameritrade SDBA.

Broader choice of investment options

What investments are available?

Through your TD Ameritrade account you can select from publicly traded stocks, ETFs, fixed income securities and a broad range of mutual funds, including No Transaction Fee (NTF) mutual funds.¹ Using TD Ameritrade’s online screening tools, you will be able to research and access in-depth, independent information about the investments that you are considering.

You should consider the investment objectives, risks, and charges and expenses of the investment company carefully before investing. To obtain a prospectus containing this and other important information, please call a TD Ameritrade representative at 866-766-4015. Please read the prospectus carefully before investing.

As a participant in a tax-deferred retirement plan, you should be aware that certain funds, such as tax-exempt municipal bond funds and retail versions of the Plan’s core options, may not be appropriate investments because of their fund and/or fee structure.

What are No Transaction Fee mutual funds?

The No Transaction Fee (NTF) program allows you to place orders with certain mutual funds without paying a transaction fee. Shares of mutual funds in the NTF program must be held for 90 days from the date of purchase. Funds redeemed or exchanged within 90 days of the purchase date may incur a transaction fee. The NTF eligibility applies only to the initial transaction fee associated with the purchase of the fund. It does not apply to the management fee or other expenses associated with the fund including any redemption fees. For full details on expenses/fees, please refer to the mutual fund prospectus. Read it carefully before investing. Commission schedules and fees are subject to change without notice. Go to www.tdameritraderetirement.com for more complete details on commissions and fees.

¹No-Transaction-Fee (NTF) mutual funds are no-load mutual funds for which TD Ameritrade does not charge a transaction fee. NTFs, as well as other funds, have other continuing fees and expenses described in the fund’s prospectus. TD Ameritrade receives remuneration from fund companies for record-keeping, shareholder and other administrative services. The amount of remuneration is based in part on the amount of investments in such funds by TD Ameritrade clients. Almost all funds held 90 days or less will be subject to a short-term redemption fee of \$49.99. This fee is in addition to any applicable transaction fees or fees described in the fund’s prospectus.

Getting started

How do I open a TD Ameritrade SDBA? To open an SDBA, please follow these steps below.

1. Logon to your core account at www.Delawaredefer.com and select Forms to access the TD Ameritrade Commission Schedule and Participant Guide. Please contact TD Ameritrade Participant Services at **866-766-4015** to request an application to open a TD Ameritrade SDBA.

If you would like to transfer assets from your Roth 457(b) money source, you will need to open an additional SDBA so your Roth 457(b) money can

be kept segregated from your other money sources. On the application to open a TD Ameritrade SDBA, please check the appropriate box under Account Information to identify the type of account you wish to establish. If you hold assets in the Roth 457(b) money source and intend to transfer assets from there to the SDBA, please select “Both (Roth and Non-Roth).”

2. Complete and return the application to TD Ameritrade. TD Ameritrade will open your Account(s) within 2 (two) business days. Once the account is opened, TD Ameritrade will send you a Welcome Kit that includes your brokerage account number and explains their brokerage account services, procedures, commissions and fees. Additionally, you will receive a Personal Identification Number (PIN) under separate cover. This will arrive separately for security purposes. Please note that you will need both your account number and PIN to access your account through TD Ameritrade at www.tdameritraderetirement.com.

Furthermore, you will receive two Welcome Kits if you open a ROTH SDBA in addition to a regular SDBA.

3. Logon using your TD Ameritrade account number and PIN. You will then be prompted to create a unique User ID and password. At this point you will be required to read and accept various agreements. A TD Ameritrade SDBA can only be funded through transfers from investment options in your core account. You cannot make direct deferrals/contributions into the TD Ameritrade SDBA account or request a withdrawal directly from the account.

What are the fees and charges associated with the TD Ameritrade SDBA?

If you choose to open a TD Ameritrade SDBA, you will be charged a \$50 fee, annually on November 1st or the next business day the New York Stock Exchange (NYSE) is open, irrespective

of when the account was opened. This fee will be deducted from the core investment options in your account under the Plan with Voya. You will not be charged this annual \$50 fee by Voya if your TD Ameritrade SDBA balance is \$0.00 at the time the fee is processed. Additionally, you will pay the brokerage account commission and fees as described in the Commission Schedule, which is available by logging into your account at www.Delawaredefer.com. Fees may vary by the type of security traded. Please refer to the mutual fund prospectus for additional fees and charges that may apply to mutual fund trades.

Important Note: If you plan on making regular purchases of the same mutual fund in your TD Ameritrade SDBA, you may wish to consider a systematic investing election to potentially limit fees. Please contact TD Ameritrade for more information.

How do I transfer assets to my TD Ameritrade SDBA?

To transfer assets to your TD Ameritrade SDBA, you must log on to your core account at www.Delawaredefer.com and select Manage Investments/Fund Transfer. You can also call Voya at **(800) 584-6001** to request a transfer of assets to your TD Ameritrade SDBA.

Are there any restrictions on transferring money to a TD Ameritrade SDBA?

Please contact Customer Service **(800) 584-6001** for more details on the following possible restrictions:

- Direct transfers to or from some core investment options such as competing Investment Options may prohibit or invoke equity wash provisions as applicable. See the core product disclosure booklet for more

information on equity wash rules.

- Contributions cannot be allocated automatically from your core account to your TD Ameritrade SDBA. You must request a transfer of assets from your core account each time you wish to direct all or a portion of your core account balance to your TD Ameritrade SDBA.
- A confirmation of the transfer from your core account will be mailed immediately following the transfer.

Transferring assets from the core account to the TD Ameritrade SDBA will be processed as follows:

- Transfer instructions received by us in good order before the close of the New York Stock Exchange (NYSE), typically 4:00 p.m. Eastern Time, will be valued at the next determined close of the NYSE (generally, same day).
- Transfer instructions received on a day the NYSE is closed, or after the NYSE is closed, will be valued at the next determined close of the NYSE (generally, the next business day).
- Once the funds have been transferred into your TD Ameritrade SDBA, you may begin trading.
- Your assets will be transferred to a cash account and moved to an Insured Deposit Account the next business day. This may result in your funds being out of the market for one business day.

Carefully consider the investment objectives, risks, charges and expenses of any money market fund before investing. To obtain a prospectus containing this and other important information, please call a TD Ameritrade representative at (866) 766-4015. Please read the prospectus carefully before investing. The TD Bank Insured Deposit Account serves as a cash sweep vehicle for earning income on cash balances in the Self-Directed Brokerage Account (SDBA) for plan participants. Balances in a TD Ameritrade FDIC Insured Deposit Account are held at TD Bank, N.A. and TD Bank USA, N.A. or both, where they are insured by the Federal Deposit

Insurance Corporation (FDIC) for up to \$250,000 per depositor. TD Bank N.A. and TD Bank USA, N.A. are affiliates of TD Ameritrade. The TD Bank Insured Deposit Account (insured deposit account) is the designated sweep vehicle in SDBAs. Cash in a TD Ameritrade FDIC Insured Deposit Account is held at TD Bank, N.A. and TD Bank USA, N.A., affiliates of TD Ameritrade. Deposit accounts offered by participating institutions are eligible for Federal Deposit Insurance Corporation (FDIC) insurance up to \$250,000. Limits are per account ownership per institution. Please monitor your entire deposit to ensure it does not exceed the coverage limit. To learn more about FDIC coverage go www.FDIC.gov.

Accessing your TD Ameritrade SDBA and placing trades

What should I know before I place a trade in my TD Ameritrade SDBA?

Your TD Ameritrade SDBA is a cash account, which means you must have sufficient cash or available funds to cover your trade(s) and any applicable commissions and fees. Additionally, mutual funds traded within the TD Ameritrade account may be subject to initial and subsequent investment minimums. (For example, many mutual funds require an investment minimum of \$1,000.)

What happens if I open a TD Ameritrade SDBA and decide not to purchase any investments?

You are welcome to open a TD Ameritrade SDBA which will allow you to learn more about the investment options offered. You are not required to make any purchases. As long as your TD Ameritrade SDBA balance is \$0.00 when Voya assesses the annual \$50.00 fee in early November, you will not be charged.

How do I place trades in my TD Ameritrade SDBA?

After you have opened and transferred money to your TD Ameritrade SDBA, you can access your account and place trade orders (buy, sell, redeem or exchange) 24 hours a day, 7 days a week, to be submitted during market hours. You may place trade orders by:

- Accessing your account on TD Ameritrade's Web site at www.tdameritraderetirement.com – 24 hours a day, 7 days a week
- Using TD Ameritrade's Interactive Voice Response (IVR) by calling toll free **(866) 766-4015** – 24 hours a day, 7 days a week
- Calling TD Ameritrade Participant Services toll free at **(866) 766-4015**, 8:00 a.m. to 7:00 p.m. Eastern Time (excluding market holidays).
- Mobile-Device-specific trading applications for the most popular mobile products. Helps you stay on top of the markets from anywhere. TD Ameritrade offers you a choice: two free mobile apps that both deliver access to your watch lists, real-time charts, quotes, and comprehensive news and research. Choose the one that matches your trading style – TD Ameritrade Mobile or TD Ameritrade Mobile Trader. Logon to your brokerage account at www.tdameritraderetirement.com for details.

Account statements

What information will I receive about my TD Ameritrade SDBA?

You will continue to receive your Plan's regular quarterly statement that shows the total account value of your core account investment options in addition to the aggregate value of your TD Ameritrade account. You will also receive a separate statement from TD Ameritrade for your SDBA detailing individual holdings and transactions. You will receive this statement monthly when there is trade activity in your TD Ameritrade account, and quarterly when there is no activity. You can designate how you would like to receive statements and trade confirmations by logging on to your brokerage account at www.tdameritraderetirement.com. Electronic statements and trade confirmations are available.

You will also receive fund prospectuses, semi-annual and annual reports for the investments in your TD Ameritrade SDBA.

How do I transfer back to my core account?

To transfer assets back to your core account, you may first need to redeem/sell the securities held in your TD Ameritrade SDBA. Once the trades have settled (generally one to three business days, depending upon the type of security), you can request a transfer to your core account at www.Delawaredefer.com. Select Manage Investments/Fund Transfer.

Distributions from my TD Ameritrade SDBA

Are distributions available from the TD Ameritrade SDBA?

Distributions can only be made from the core account investment options; your TD Ameritrade SDBA cannot be directly accessed for any type of distribution. All distributions from the Plan, including amounts in the TD Ameritrade SDBA, are subject to the requirements of the Internal Revenue Code Section that govern your Plan, other laws, and the Plan document.

Withdrawals

If you request a withdrawal from the Plan for any reason, only the assets in your core account can be used for the withdrawal amount. If the amount of the withdrawal is greater than the amount available in your core investment options, you will need to transfer assets from your TD Ameritrade SDBA to your core account, prior to your withdrawal request being processed.

Systematic Distribution Options

If you elect a Systematic Distribution Option from your core account, you will be required to liquidate the securities in your TD Ameritrade SDBA and transfer the assets to your core account. Voya will not process your systematic distribution request until the assets have been transferred to your core account. Systematic distributions will be taxed as ordinary income in the year the money is distributed to you. Account values fluctuate with market conditions, and the principal value may be worth more or less than its original amount invested.

Profile changes to my TD Ameritrade SDBA

Please contact Voya at **800-584-6001** to learn how changes such as name or address can be made to your TD Ameritrade SDBA.

Who do I contact?

| Account Activity | TD Ameritrade 1-866-766-4015 www.tdameritraderetirement.com | Voya Financial, Inc. 1-800-584-6001 www.Delawaredefer.com |
|-------------------------------------------------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------|
| Request transfers between investment options within the core account | | X |
| Request transfers from the core account to the TD Ameritrade SDBA | | X |
| Request transfers from the TD Ameritrade SDBA to the core account | | X |
| Place trade orders within the TD Ameritrade SDBA | X | |
| Obtain TD Ameritrade SDBA balance | X | |
| Obtain total core account and TD Ameritrade SDBA balance | | X |
| Obtain investment information about the choices within the TD Ameritrade SDBA | X | |
| Obtain investment information about the choices in the core account | | X |
| Ask plan questions | | X |
| Request a withdrawal from the Plan | | X |

For more information, please contact:

Local Voya Service Team

10 Corporate Circle, Suite 205
New Castle, DE 19720
Phone: 302-318-8840

Delawaredefer.com

Not FDIC/NCUA/NCUSIF Insured | Not a Deposit of a Bank/Credit Union | May Lose Value | Not Bank/Credit Union Guaranteed | Not Insured by Any Federal Government Agency

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