

BENEFICIARY DISTRIBUTION PACKAGE

You are entitled to a distribution as a beneficiary of a former participant under an employer's retirement plan. The following items are included in this distribution package:

- **Participant Distribution Notice** This notice explains the distribution options and rights the participant had under the Plan. This notice must be provided during the 30 to 180 day period preceding your distribution from the plan.
- **Special Tax Notice Regarding Plan Payments** This required IRS notice explains your right to elect a direct rollover of your Vested Account Balance to another plan or to an IRA. This notice also explains the income tax withholding rules if you elect to receive payment from the plan. This notice must be provided during the 30 to 180 day period preceding your distribution from the plan.
- **Beneficiary Distribution Request** This form is used to elect payment of your benefits. Your distribution options are explained in the accompanying Participant Distribution Notice. Complete the sections as described below:
 - **Section 1** This section is to be completed by the participant's former employer.
 - **Section 2** This section must be completed for all distribution requests.
 - **Section 3** Complete this section **only** if you are rolling over all or a portion of your distribution to another Qualified Retirement Plan.
 - **Section 4** Complete this section **only** if you are rolling over all or a portion of your distribution to an IRA(s).
 - **Section 5** Complete this section if you have elected to take a lump sum cash distribution and would like to have the funds electronically transferred to your bank account. If the plan investments do not permit this option, a check will be mailed directly to you.
 - **Section 6** This section must be completed for all distribution requests.

If the participant's former Employer has not completed *Section 1* of the Beneficiary Distribution Request, return your form(s) to the Employer for completion. If *Section 1* has already been completed, you may send your form(s) directly to:

Sikich, LLP
13400 Bishops Lane, Suite 300
Brookfield, WI 53005
Fax: 262-754-9401

READ THE PARTICIPANT DISTRIBUTION NOTICE AND THE SPECIAL TAX NOTICE REGARDING PLAN PAYMENTS BEFORE COMPLETING THE PARTICIPANT DISTRIBUTION REQUEST FORM. YOU MAY ALSO REFER TO THE PLAN'S SUMMARY PLAN DESCRIPTION FOR ADDITIONAL DISTRIBUTION INFORMATION.

PARTICIPANT DISTRIBUTION NOTICE

If your **Vested Account Balance is less than \$200**, you will not be permitted to elect a direct rollover. Distributions of less than \$200 will be paid in a lump sum and are not subject to the 20% withholding requirement.

If your **Vested Account Balance does not exceed \$1,000**, the Plan requires payment in a lump sum. The plan does not require your consent to make this lump sum distribution. However, you have a period of 30 days in which you may elect a direct rollover of all or a portion of your vested account balance by completing the Participant Distribution Request form.

If the plan's cash out limit (as described in the Summary Plan Description) is greater than \$1,000 and your **Vested Account Balance is less than the plan's cash out limit**, the Plan requires payment in the form of an automatic rollover to an individual IRA. The plan does not require your consent to make this distribution. However, you have a period of 30 days in which you may elect another form of distribution of your vested account balance by completing the Participant Distribution Request form. The plan's cash out limit cannot exceed \$5,000.

If your **Vested Account Balance exceeds the plan's cash out limit** (as described in the Summary Plan Description), you must complete the Participant Distribution Request form to receive payment.

Distribution date. Your proposed distribution date is the earliest date the Plan permits you to commence distribution of your Vested Account Balance.

Minimum Notice Period. *For at least 30 days after you receive this notice*, you have the right to consider your decision whether to consent to a distribution of your Vested Account Balance, whether to waive the Qualified Annuity Benefit and consent to another benefit payment option and whether to elect a direct rollover of any portion of your distribution eligible for rollover. If you sign and return the attached Participant Distribution Request form to the plan administrator less than 30 days after you receive this notice, the plan administrator's receipt of your signed form is *your affirmative waiver* of any unexpired portion of the minimum 30-day period and your affirmative election of a distribution or a direct rollover. If you affirmatively elect a benefit payment option other than the Qualified Annuity Benefit, you have the right to revoke that election until the annuity starting date, or if later, for at least 7 days after you receive this notice.

Benefit payment options. Unless you elect another form of payment, the Plan requires payment to you in the form of a Qualified Annuity Benefit. This notice includes an explanation of the Qualified Annuity Benefit. Instead of this form of payment, the Plan may permit you to elect distribution in the following forms (refer to your Summary Plan Description for additional forms and to confirm your permissible payment options):

- (a) **Direct rollover.**
- (b) **Lump sum payment.**
- (c) **Purchase of an alternative annuity on your behalf.**
- (d) **Installments over a specified period of time.** Request a separate form from your Employer to select this option.

You also may elect one form of payment for one part of your Vested Account Balance and another form of payment for another part of your Vested Account Balance. For example, you may elect direct rollover for part of your Vested Account Balance and a lump sum payment or installments for the other part. See the "Special Tax Notice Regarding Plan Payments" for rules on splitting your distribution.

If you are less than 100% vested in your account balance and you elect to receive your entire vested interest in the Plan (called a "cash-out") prior to the time you have incurred five consecutive breaks in service, then the nonvested portion of your account balance will be forfeited. Your election of a cash-out distribution is consent to this forfeiture. If you return to employment with the Employer before your fifth consecutive break in service, the Plan provides you a 5-year period during which you may repay the entire amount of your cash-out distribution and restore your forfeited nonvested account balance.

Distribution Charge. The Plan Administrator may charge your account directly for the reasonable expenses associated with processing your distribution. Refer to your Summary Plan Description for the amount of any charge that may apply.

Qualified Annuity Benefit and Optional Annuity Benefit. If you are married, the Qualified Annuity Benefit is a joint and 50% survivor annuity. A joint and 50% survivor annuity is a level monthly payment for your life and, if your spouse survives you, a level monthly payment for your spouse equal to 50% of the monthly amount payable during your joint lives. If you are not married, the Qualified Annuity Benefit is a life annuity. A life annuity is a level monthly payment for your lifetime, with the monthly payments stopping upon your death. These payments are guaranteed for your lifetime and, if you are married, your spouse's lifetime.

The Plan allows you to elect a Qualified Optional Survivor Annuity if you are married and do not elect the Qualified Annuity Benefit. The Qualified Optional Survivor Annuity is a joint and 75% survivor annuity. A joint and 75% survivor annuity is a level monthly payment for your life and, if your spouse survives you, a level monthly payment for your spouse equal to 75% of the monthly amount payable during your joint lives. These payments are guaranteed for your lifetime and, if you are married, your spouse's lifetime.

The Plan will use your vested account balance to purchase an annuity contract from an insurance company. The Plan then will distribute the contract to you as evidence of your right to receive the annuity payments from the insurance company. The actual level monthly payments made under the annuity contract will depend on the annuity purchase rates used by the insurance company, your age (and if you are married, your spouse's age at the time the distribution begins), and the amount of your vested account balance at the time the annuity contract is purchased. Your account will be charged for the cost incurred to purchase the annuity contract.

To determine the approximate level monthly payments you will receive under other forms of annuities, divide your vested account balance by the annuity factor below which most closely approximates your situation. Determine your age and, if you are married, your spouse's age as of the birthday nearest the proposed distribution date. The Plan Administrator, upon request, will provide you with a more precise calculation.

Annuity Factor Table*

Married Participant's Age	Spouse's Age	Joint and 66 2/3% Annuity Factor	Joint and 75% Annuity Factor	Joint and 100% Annuity Factor	Unmarried Participant's Age	Annuity Factor
50	45	169.14	171.13	177.12	50	153.16
50	50	166.14	167.77	172.64	52	148.45
50	55	163.31	164.58	168.38	54	143.49
55	50	159.23	161.52	168.38	55	140.93
55	55	155.53	157.36	162.84	57	135.59
55	60	152.08	153.48	157.66	59	130.02
60	55	147.48	150.03	157.66	60	127.15
60	60	143.02	145.00	150.96	61	124.23
60	65	138.95	140.43	144.86	62	121.26
65	60	133.95	136.68	144.86	63	118.25
65	65	128.74	130.82	137.04	64	115.21
65	70	124.16	125.66	130.17	65	112.14
70	65	119.01	121.80	130.17	66	109.07
70	70	113.22	115.29	121.48	68	102.91
70	75	108.20	109.64	113.95	70	96.69

* Note: We have based these annuity factors on the UP - 1984 mortality tables, assuming a 6% interest rate. The insurance company from which the annuity contract is purchased may use different factors. Different factors will produce a different monthly payment.

The quotient of your annuity factor divided into your vested account balance represents the approximate monthly payment you will receive during your lifetime if you elect to commence distribution on the proposed distribution date. If you are married, the monthly payment your spouse will receive after your death is equal to the survivor annuity percentage times the monthly amount that you would receive during your lifetime. These monthly payments are only estimates. The Plan Administrator, upon request, will provide you with a more precise calculation.

For example, if you and your spouse both are 65 and your vested account balance is \$10,000, your approximate monthly payment as a Joint and 75% Annuity is \$76.44 (\$10,000 divided by 130.82) and, if your spouse survives you, the approximate monthly payment to your surviving spouse is \$57.33 (\$76.44 X 75%). If you are unmarried, age 65, and your nonforfeitable account balance is \$10,000, your approximate lifetime monthly payment is \$89.17 (\$10,000 divided by 112.14).

Postponement of Distribution. If you do not wish to commence distribution at this time, select the option to Postpone Distribution of Benefits on the Participant Distribution Request form. Under a postponement election, your vested account balance will be subject to adjustment for investment gains or losses. Because of earnings or losses on investments, the amount ultimately paid to you at your postponed distribution date could be more or less than the value of your vested account balance described in this notice. If you fail to complete and return the PARTICIPANT DISTRIBUTION REQUEST form, the Plan Administrator will treat your failure as an election to defer your distribution until the later of age 62 or your Normal Retirement Age. However, you may revoke your election to defer distribution and receive a distribution in accordance with the Plan.

Financial Effect of Distribution Options. Under a Qualified Annuity Benefit, you will receive lifetime income. If you are married and your spouse predeceases you, the annuity payments will continue until your death. If you are married and your spouse survives you, then the Qualified Annuity Benefit will make the joint life payments until your death, and continue 50% of the joint life payments until your spouse's death. The Qualified Annuity Benefit will not pay any death benefits to other beneficiaries. If you waive the Qualified Annuity Benefit, then you may receive your vested account balance in any form described in the benefit payment options above.

A direct rollover means the Plan pays the distribution amount directly to another plan or to an IRA. See SPECIAL TAX NOTICE REGARDING PLAN PAYMENTS, included with your package. A lump-sum payment means you receive a single payment of the distribution amount. Under an installment distribution, the Plan makes periodic payment of your vested account balance over a specified period of time. Because of earnings or losses on investments, the total amount ultimately paid to you could be more or less than the value of your vested account balance as of the proposed distribution date or as of the date of the termination of your employment with the Employer. If you elect an installment distribution, you should also complete a DESIGNATION OF BENEFICIARY form. If you are married, your spouse must consent to the beneficiary designation unless your spouse is the only designated beneficiary.

If you elect installment payments directly from the Plan, then the Plan will calculate each annual installment payment by dividing your latest vested account balance by the remaining installment period. After commencing an installment distribution, you may accelerate the payment of all, or any portion, of your unpaid vested account balance at any time. Under a nontransferable annuity contract, the Plan will apply your entire vested account balance to the purchase of the contract and the contract will provide payments over the elected installment term. The level of payments provided under the contract will depend on the terms of the contract you choose.

Plan Administration and Investment Fees. Assuming that you do not elect to take distribution of your account and pay immediate tax on the distribution, you may elect to leave your account in the Plan until a later date or, subject to the spousal consent requirement, roll over your account to another retirement plan vehicle (including an IRA). In determining the economic consequences of your choice, you should compare the administration costs and the investment options (including fees) you will have if your account remains in the Plan to those options you may have outside the Plan. The Plan may have available a special class of investments with a fee structure that does not apply outside the Plan. The following information will help you in making the determination:

a) Administration Fees/Expenses

For any Plan Year, the Employer may choose to have the Plan (rather than Employer) pay the administrative fees/expenses. If the Plan pays these amounts, the Plan will charge your Account for its share of the fees/expenses.

b) Plan Investments and Investment Fees.

Pooled Accounts. If the Plan “pools” the assets from all participant accounts (the trustee invests assets for the plan as a whole) and you choose to leave your Account in the Plan, then your account will remain as part of the investment pool, and will be credited and charged with gains, losses, expenses and fees in the same manner as the accounts of all other participants.

Participant Directed (Daily Valued Accounts). The Plan may have available a special class of investments with a fee structure that does not apply outside the Plan. Plan investment options and fees are normally disclosed on the participant website.

Further information. If you have any question regarding the information provided in this notice or any form included with your distribution package, please contact the plan administrator of the Plan.

SPECIAL TAX NOTICE REGARDING PLAN PAYMENTS

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

This notice describes the rollover rules that apply to payments from the Plan. Where these rules differ, based on whether the payment is from a designated Roth account or an account that is not a designated Roth account, those differences will be specified in each section of this notice.

Generally, you have 30 days after receiving this notice to make a decision regarding payment of your benefit from the Plan. In other words, neither a direct rollover nor a payment to you typically can be made from the Plan until at least 30 days have elapsed from the date you receive this notice. Thus, after receiving this notice, you have at least 30 days to consider whether to have your Plan benefit directly rolled over. If you do not wish to wait until this 30-day notice period ends before your election is processed, you may waive the notice period. Your distribution request then will be processed in accordance with your election as soon as administratively practicable.

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

GENERAL INFORMATION ABOUT ROLLOVERS

How can a rollover affect my taxes?

Not a Designated Roth Account

You will be taxed on a payment from the Plan if you do not roll it over. If you are under age 59½ and do not do a rollover, you will also have to pay a 10% additional income tax on early distributions (unless an exception applies). However, if you do a rollover, you will not have to pay tax until you receive payments later and the 10% additional income tax will not apply if those payments are made after you are age 59½ (or if an exception applies). If you do a rollover to a Roth IRA, any amounts not previously included in your income will be taxed currently (see the section below titled “If you roll over your payment to a Roth IRA [Not a Designated Roth Account]”).

Designated Roth Account

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

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

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

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

Where may I roll over the payment?

Not a Designated Roth Account

You may roll over the payment to either an IRA (an individual retirement account or individual retirement annuity) or an employer plan (a tax-qualified plan, section 403(b) plan, or governmental section 457(b) plan) that will accept the rollover. The rules of the IRA or employer plan that holds the rollover will determine your investment options, fees, and rights to payment from the IRA or employer plan (for example, no spousal consent rules apply to IRAs and IRAs may not provide loans). Further, the amount rolled over will become subject to the tax rules that apply to the IRA or employer plan.

Designated Roth Account

You may roll over the payment to either a Roth IRA (a Roth individual retirement account or Roth individual retirement annuity) or a designated Roth account in an employer plan (a tax-qualified plan, section 403(b) plan or a governmental 457(b) plan) that will accept the rollover. The rules of the Roth IRA or employer plan that holds the rollover will determine your investment options, fees, and

rights to payment from the Roth IRA or employer plan (for example, no spousal consent rules apply to Roth IRAs and Roth IRAs may not provide loans). Further, the amount rolled over will become subject to the tax rules that apply to the Roth IRA or the designated Roth account in the employer plan. In general, these tax rules are similar to those described elsewhere in this notice, but differences include:

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

How do I do a rollover?

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

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

If you do not do a direct rollover, you may still do a rollover by making a deposit within 60 days based on the rules below:

Not a Designated Roth Account

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

Designated Roth Account

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

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

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

How much may I roll over?

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

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

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

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

This tax is in addition to the regular income tax on the payment (or earnings for a Designated Roth Account) not rolled over. The 10% additional income tax does not apply to the following payments from the Plan:

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

Not a Designated Roth Account

If you are under age 59½, you will have to pay the 10% additional income tax on early distributions for any payment from the Plan (including amounts withheld for income tax) that you do not roll over, unless one of the exceptions listed above applies.

Designated Roth Account

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

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

If you receive a payment from an IRA when you are under age 59½, you will have to pay the 10% additional income tax on early distributions from the IRA, unless an exception applies. In general, the exceptions to the 10% additional income tax for early distributions from an IRA are the same as the exceptions listed above

for early distributions from a plan. However, there are a few differences for payments from an IRA, including:

- There is no exception for payments after separation from service that are made after age 55.
- The exception for qualified domestic relations orders (QDROs) does not apply (although a special rule applies under which, as part of a divorce or separation agreement, a tax-free transfer may be made directly to an IRA of a spouse or former spouse).
- The exception for payments made at least annually in equal or close to equal amounts over a specified period applies without regard to whether you have had a separation from service.
- There are additional exceptions for (1) payments for qualified higher education expenses, (2) payments up to \$10,000 used in a qualified first-time home purchase, and (3) payments for health insurance premiums after you have received unemployment compensation for 12 consecutive weeks (or would have been eligible to receive unemployment compensation but for self-employed status).

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

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

- There is no special exception for payments after separation from service.
- The exception for qualified domestic relations orders (QDROs) does not apply (although a special rule applies under which, as part of a divorce or separation agreement, a tax-free transfer may be made directly to a Roth IRA of a spouse or former spouse).
- The exception for payments made at least annually in equal or close to equal amounts over a specified period applies without regard to whether you have had a separation from service.
- There are additional exceptions for (1) payments for qualified higher education expenses, (2) payments up to \$10,000 used in a qualified first-time home purchase, and (3) payments for health insurance premiums after you have received unemployment compensation for 12 consecutive weeks (or would have been eligible to receive unemployment compensation but for self-employed status).

Will I owe State income taxes?

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

SPECIAL RULES AND OPTIONS

If your payment includes after-tax contributions

Not a Designated Roth Account

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

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

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

amount is taxable because the \$2,000 amount not rolled over is treated as being after-tax contributions.

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

If you miss the 60-day rollover deadline

Generally, the 60-day rollover deadline cannot be extended. However, the IRS has the limited authority to waive the deadline under certain extraordinary circumstances, such as when external events prevented you from completing the rollover by the 60-day rollover deadline. You may qualify for the self-certification procedure as outlined by the IRS at www.irs.gov/retirement-plans/retirement-plans-faqs-relating-to-waivers-of-the-60-day-rollover-requirement. Alternatively, you may file for a private letter ruling. Private letter ruling requests require the payment of a nonrefundable user fee. For more information, see IRS Publication 590-A, Contributions to Individual Retirement Arrangements (IRAs).

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

Not a Designated Roth Account

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

Designated Roth Account

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

If you have an outstanding loan that is being offset

If you have an outstanding loan from the Plan, your Plan benefit may be offset by the amount of the loan, typically when your employment ends. The loan offset amount is treated as a distribution to you at the time of the offset. Generally, you may roll over all or any portion of the offset amount.

Not a Designated Roth Account

Any offset amount that is not rolled over will be taxed (including the 10% additional income tax on early distributions, unless an exception applies). You may roll over offset amounts to an IRA or an employer plan (if the terms of the employer plan permit the plan to receive plan loan offset rollovers).

Designated Roth Account

If the distribution attributable to the offset is not a qualified distribution and you do not roll over the offset amount, you will be taxed on any earnings included in the distribution (including the 10% additional income tax on early distributions, unless an exception applies). You may roll over the earnings included in the loan offset to a Roth IRA or designated Roth account in an employer plan (if the terms of the employer plan permit the plan to receive plan loan offset rollovers). You may also roll over the full amount of the offset to a Roth IRA.

How long you have to complete the rollover depends on what kind of plan loan offset you have. If you have a qualified plan loan offset, you will have until your

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

If you were born on or before January 1, 1936

Not a Designated Roth Account

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

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

Designated Roth Account

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

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

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

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

Not a Designated Roth Account

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

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

Designated Roth Account

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

If you roll over your payment to a Roth IRA

Not a Designated Roth Account

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

If you roll over the payment to a Roth IRA, later payments from the Roth IRA that are qualified distributions will not be taxed (including earnings after the rollover). A qualified distribution from a Roth IRA is a payment made after you are age 59½ (or after your death or disability, or as a qualified first-time home buyer distribution of up to \$10,000) and after you have had a Roth IRA for at least 5

years. In applying this 5-year rule, you count from January 1 of the year for which your first contribution was made to a Roth IRA. Payments from the Roth IRA that are not qualified distributions will be taxed to the extent of earnings after the rollover, including the 10% additional income tax on early distributions (unless an exception applies). You do not have to take required minimum distributions from a Roth IRA during your lifetime. For more information, see IRS Publication 590-A, Contributions to Individual Retirement Arrangements (IRAs), and Publication 590-B, Distributions from Individual Retirement Arrangements (IRAs).

If your Plan permits a rollover to a designated Roth account in the Plan

Not a Designated Roth Account

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

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

If you are not a plan participant

Payments after death of the participant:

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

If you are a surviving spouse:

If you receive a payment from the Plan as the surviving spouse of a deceased participant, you have the same rollover options that the participant would have had, as described elsewhere in this notice.

Not a Designated Roth Account

If you choose to do a rollover to an IRA, you may treat the IRA as your own or as an inherited IRA. An IRA you treat as your own is treated like any other IRA of yours, so that payments made to you before you are age 59½ will be subject to the 10% additional income tax on early distributions (unless an exception applies) and required minimum distributions from your IRA do not have to start until after you are age 70½.

If you treat the IRA as an inherited IRA, payments from the IRA will not be subject to the 10% additional income tax on early distributions. However, if the participant had started taking required minimum distributions, you will have to receive required minimum distributions from the inherited IRA. If the participant had not started taking required minimum distributions from the Plan, you will not have to start receiving required minimum distributions from the inherited IRA until the year the participant would have been age 70½.

Designated Roth Account

If you choose to do a rollover to a Roth IRA, you may treat the Roth IRA as your own or as an inherited Roth IRA.

A Roth IRA you treat as your own is treated like any other Roth IRA of yours, so that you will not have to receive any required minimum distributions during your lifetime and earnings paid to you in a nonqualified distribution before you

are age 59½ will be subject to the 10% additional income tax on early distributions (unless an exception applies).

If you treat the Roth IRA as an inherited Roth IRA, payments from the Roth IRA will not be subject to the 10% additional income tax on early distributions. An inherited Roth IRA is subject to required minimum distributions. If the participant had started taking required minimum distributions from the Plan, you will have to receive required minimum distributions from the inherited Roth IRA. If the participant had not started taking required minimum distributions, you will not have to start receiving required minimum distributions from the inherited Roth IRA until the year the participant would have been age 70½.

If you are a surviving beneficiary other than a spouse:

If you receive a payment from the Plan because of the participant's death and you are a designated beneficiary other than a surviving spouse, the only rollover option you have is to...

Not a Designated Roth Account

... do a direct rollover to an inherited IRA. Payments from the inherited IRA will not be subject to the 10% additional income tax on early distributions. You will have to receive required minimum distributions from the inherited IRA.

Designated Roth Account

... do a direct rollover to an inherited Roth IRA. Payments from the inherited Roth IRA, even if made in a nonqualified distribution, will not be subject to the 10% additional income tax on early distributions. You will have to receive required minimum distributions from the inherited Roth IRA.

Payments under a qualified domestic relations order:

If you are the spouse or former spouse of the participant who receives a payment from the Plan under a qualified domestic relations order (QDRO), you generally have the same options the participant would have (for an account not designated a Roth Account, for example, you may roll over the payment to your own IRA or an eligible employer plan that will accept it; for a designated Roth Account, for example, you may roll over the payments as described in this notice). Payments under the QDRO will not be subject to the 10% additional income tax on early distributions.

If you are a nonresident alien:

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

Other special rules

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

You may have special rollover rights if you recently served in the U.S. Armed Forces. For more information, see IRS Publication 3, Armed Forces' Tax Guide.

Not a Designated Roth Account

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

For Plan with Mandatory Cash out – Unless you elect otherwise, a mandatory cash out (as described in the Plan's Summary Plan Description ("SPD")) will be directly rolled over to an IRA chosen by the Plan Administrator or the payor. A mandatory cash out is a payment from a plan to a participant made before age 62 (or normal retirement age, if later) and without consent, where the participant's benefit does not exceed \$5,000. Please refer to the Plan's SPD to determine if the \$5,000 threshold includes or excludes any rollover contributions made to your account.

Designated Roth Account

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

For Plan with Mandatory Cash out – Unless you elect otherwise, a mandatory cash out (as described in the Plan's Summary Plan Description ("SPD")) will be directly rolled over to an IRA chosen by the Plan Administrator or the payor. A

mandatory cash out is a payment from a plan to a participant made before age 62 (or normal retirement age, if later) and without consent, where the participant's benefit does not exceed \$5,000. Please refer to the Plan's SPD to determine if the \$5,000 threshold includes or excludes any rollover contributions made to your account.

FOR MORE INFORMATION

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

BENEFICIARY DISTRIBUTION REQUEST

Section 1: PARTICIPANT INFORMATION - Completed by Employer

Plan Name: _____
Please Print

Participant: _____ **Soc. Sec. #:** _____ - _____ - _____
Please Print

Date Distribution Package given to Beneficiary / Executor of Estate: ____/____/____

Hours Worked during Current Plan Year:
 N/A, Participant death in prior plan year
 Less than 500 501 to 999 1000 or more

Date of Participant's Death: ____/____/____

Date of Participant's Birth : ____/____/____

Contributions and Loan Payments (if any):
 N/A, Participant death in prior plan year
Date of Final Payroll Deductions: ____/____/____
Date of Final Deposit: ____/____/____
Final 401(k) Deferral (Roth) Deposit: \$ _____
Final Match Deposit (if any): \$ _____
Final Loan Pymt. Deposit (if any): \$ _____

Additional Requirements:
 Attach Certified Death Certificate
 Attach Beneficiary Designation

If multiple beneficiaries, distribution will not be processed until all forms received.

SIGNATURE: _____ **DATE:** ____/____/____
Authorized Plan Representative

Section 2: DISTRIBUTION ELECTION - Completed by Beneficiary / Executor of Estate

After reading the PARTICIPANT DISTRIBUTION NOTICE and SPECIAL TAX NOTICE REGARDING PLAN PAYMENTS, I the undersigned Beneficiary or Executor of the Estate, make the following distribution election (select one option):

- A. **LUMP SUM CASH PAYMENT** of the entire Vested Account Balance, less income tax withholding if applicable
- Beneficiary Payee: • Mandatory 20% federal tax withholding applies to taxable lump sum cash payments made directly to you.
You may elect **higher** federal tax withholding by indicating a whole % here: _____%.
- Estate Payee: • The distribution is subject to 10% federal tax withholding payable by the estate.
You may ___opt out or elect **higher** federal tax withholding by indicating a whole % here: _____%.
- B. Direct **ROLLOVER** to another employer sponsored **QUALIFIED RETIREMENT PLAN** (complete Section 3 below)
- C. Direct **ROLLOVER** to an **IRA** (complete Section 4 below)
- D. Combination of a **LUMP SUM CASH PAYMENT** and direct **ROLLOVER** (select option 1 or 2 below)
- Mandatory 20% federal tax withholding applies to taxable lump sum cash payments made directly to you.
You may elect **higher** federal tax withholding by indicating a whole % here: _____%.
1. \$_____ paid directly to me in a lump sum cash payment (less federal income tax withholding if applicable) and rollover the remaining Vested Account Balance to a ___Qualified Retirement Plan (complete Section 3 below) **or** ___IRA (complete Section 4 below)
2. Rollover of \$_____ to a ___Qualified Retirement Plan (complete Section 3 below) **or** ___IRA (complete Section 4 below) and the remainder of my Vested Account Balance paid directly to me in a lump sum cash payment (less federal income tax withholding if applicable)
- E. **QUALIFIED ANNUITY BENEFIT**; I am interested in an annuity option, please send me additional information and forms
- F. **POSTPONE DISTRIBUTION OF BENEFITS** until further notice in accordance with the Plan (if option available)

Section 3: ROLLOVER TO A QUALIFIED RETIREMENT PLAN - Completed by Spousal Beneficiary, if applicable

Pre-tax accounts may be rolled over to an employer sponsored Qualified Retirement Plan that accepts rollovers. Pre-tax accounts may be converted to Roth accounts (subject to the Roth conversion rules) if the Qualified Retirement Plan accepts Roth rollovers. Roth accounts may only be rolled over to a Qualified Retirement Plan if the Plan accepts Roth rollovers.

NOTE: All direct rollover checks will be mailed directly to you at the address provided in Section 6 below.

- Name of the Plan: _____
 - Check made payable to: _____
 - Account # (if available): _____
- Convert Pre-tax Accounts to Roth (I understand this election is subject to the Roth conversion rules)

Section 4: ROLLOVER TO AN IRA(S) - Completed by Beneficiary, if applicable

Pre-tax accounts may be rolled over to a traditional (pre-tax) IRA or converted to a Roth IRA (subject to the Roth conversion rules). Roth accounts may only be rolled over to a Roth IRA. If the participant had both Pre-tax and Roth monies, complete options A and B below.

A surviving spouse may treat an IRA as their own or as an inherited IRA. A non-spouse beneficiary must rollover to an inherited IRA.

NOTE: All direct rollover checks will be mailed directly to you at the address provided in Section 6 below.

A. PRE-TAX ACCOUNTS (i.e. pre-tax employee deferrals, employer match, employer profit sharing, employer safe harbor, etc.)
DIRECT ROLLOVER TO THE **IRA** DESIGNATED BELOW:

- Name of IRA (financial institution): _____
- Account # (if available): _____
- IRA Type (select one):
 1. Traditional (pre-tax) IRA
 2. Roth IRA (I am converting pre-tax accounts to Roth and understand this rollover is subject to the Roth conversion rules)

B. ROTH ACCOUNTS (i.e. employee Roth deferrals or Roth rollover accounts)
DIRECT ROLLOVER TO THE **ROTH IRA** DESIGNATED BELOW:

- N/A, the participant did not have any Roth Accounts
- Name of Roth IRA (financial institution): _____
- Account # (if available): _____

Section 5: OPTIONAL ELECTRONIC FUND TRANSFER FOR CASH DISTRIBUTIONS - Completed by Beneficiary

Generally a distribution check will be mailed directly to your address (provided in Section 6). When **plan provisions and investments permit**, you may elect to have your distribution transferred electronically. Complete this section to request an electronic transfer of funds.

- Electronic Transfer Type: Direct Deposit / ACH Wire (verify bank accepts wires; fees may apply)
- Bank Name: _____
- Bank Routing (ABA) Number: _____ (9 digits)
- Bank Account Number: _____
- Account Type: Checking Account Savings Account

Section 6: BENEFICIARY DATA and SIGNATURE - Completed by Beneficiary / Executor of Estate

Name: _____ **Address:** _____
Please Print Street

Soc. Sec. or Tax ID #: _____ City State Zip Code

Birth Date: ____/____/____

Daytime Phone #: _____ - _____ - _____ **E-Mail Address:** _____

Relationship to Participant: Spouse Non-Spouse
 Other _____

I consent to an immediate distribution of the Vested Account Balance. I affirmatively waive any unexpired portion of the minimum 30-day notice period during which I may consent to a distribution from the Plan.

SIGNATURE: _____ **DATE:** ____/____/____
Beneficiary / Executor of Estate

NOTE: If Section 1 has not been completed, return this form to the participant's former Employer. If Section 1 through 6 is complete, return form to: Sikich LLP, 13400 Bishops Lane, Suite 300, Brookfield, WI 53005 Fax # 262-754-9401