

Required Disclosure Information

University of Southern
California Hospital 401(k)
Retirement Plan

Participant Disclosure Notice

IMPORTANT PLAN AND INVESTMENT-
RELATED INFORMATION

This Participant Disclosure Notice is being provided to you as required by federal law because you are/will be eligible to participate or have a balance in the University of Southern California Hospital 401(k) Retirement Plan (the "Plan") and have the right to direct investments.

The Plan Administrator has directed Fidelity Investments® ("Fidelity"), a Plan service provider, to collect, consolidate, and provide you with the information in this Notice.

Inside, you will find the following:

- Information about managing your Plan account
- Certain Plan information, including an explanation of the right to direct investments, any Plan restrictions, and a description of the types of fees and expenses associated with a Plan account
- Various details about the Plan's investment options, which may include historical rates of return, benchmark information, expense ratios, and other fees and restrictions that may be imposed

Please review these materials carefully. Please keep this information in mind when managing or monitoring any account you may have in the Plan. For more information about participating in the Plan, or if you already have an account with Fidelity in the University of Southern California Hospital 401(k) Retirement Plan and would like to make any changes, log on to www.plan.fidelity.com/usc.401k.

Note: If this is your first time logging on to www.plan.fidelity.com/usc.401k, you will need to register and set up a username and password to access your account. If you already have a username and password for a Fidelity site (including NetBenefits® from a previous employer), you do not need to register again.

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SECTION 1:

Helping You Manage Your Plan Account

This Participant Disclosure Notice (the "Notice") includes important Plan and investment-related information. Additional tools and other resources are available through your Plan's Web site. Your workplace savings plan is an important benefit, and you'll want to monitor your account periodically to help keep your savings plan on track.

Accessing Your Plan Account Statement

If you have a Plan account, one way to monitor your retirement savings is to periodically review your account statement. Your statement will also display any Plan administrative or individual fees described in this Notice that have been deducted from your Plan account. Remember, on www.plan.fidelity.com/usc.401k, you may do the following:

- Access your online Fidelity statement, which is continuously available, by logging on to the Web site, clicking *Quick Links for your applicable Plan(s) selecting Statements from the drop down list*.
- Please check your account information frequently and promptly review correspondence, account statements, and confirmations as they are made available to you. Contact Fidelity immediately if you see or suspect unauthorized activity, errors, discrepancies, or if you have not received your account statements or account documents or information.
- Print your Fidelity statement. Keep in mind that you may obtain a paper version (free of charge) by calling your Plan's toll-free number.
- Change the way Fidelity statements are delivered to you by logging on to your account and visiting *Mail Preferences*.

For additional assistance, log on to www.plan.fidelity.com/usc.401k or call **800-343-0860**.

Your Communication Preferences

Prefer Email? If you are receiving this Notice in print and would like to receive it electronically, help us to serve you better by providing Fidelity with your email address. Simply visit www.plan.fidelity.com/usc.401k and go to the *Profile* section. From there, select the *Personal & Contact Information* tab to provide your email address and the *Preferences* tab to provide consent for Required Disclosures.

Visit www.plan.fidelity.com/usc.401k for information and resources to help you make informed investment decisions, including more detailed information on the Plan's investment options.

SECTION 2:

Certain Plan Information for You to Review

This Participant Disclosure Notice provides certain information about your Plan. Your rights under the Plan are subject to the terms of the Plan. Please refer to your Plan's Summary Plan Description.

Right to Direct Investments

You have the right to direct your account balance and any future contributions among the Plan's investment options, subject to any restrictions summarized below. To access your Plan account with Fidelity, make any changes to your investment options, direct any future contributions, or seek additional information, log on to www.plan.fidelity.com/usc.401k or call **800-343-0860**.

Investment Options

The Plan offers a choice of investment options that allow you to create a diversified portfolio to help you meet your individual needs. The Plan's investment options, along with certain information about each of them, are listed in Section 3 of this Notice.

Fidelity BrokerageLink®

The Plan also provides access to Fidelity BrokerageLink®, which allows you to choose from investments beyond those options offered by the Plan. The Plan's fiduciaries do not monitor the investments available in BrokerageLink. This feature is intended for those who are comfortable managing a portfolio of expanded investment choices.

To utilize this feature, you must first open a separate brokerage account within the Plan. To open an account or if you have any questions about Fidelity BrokerageLink, please log on to www.plan.fidelity.com/usc.401k or call **800-343-0860**. Once you have opened an account, you may access, monitor, or change investments in BrokerageLink by contacting Fidelity.

Any Plan-imposed restrictions related to BrokerageLink will be specified in the Restrictions section of this Notice; any individual administration fees associated with BrokerageLink are reflected in the Individual Fees section of this Notice. When you access BrokerageLink, there is additional information regarding available investment choices, which you should read before making any investment decisions. If purchasing a mutual fund through BrokerageLink, mutual fund minimums generally still apply. Prior to initiating a trade in BrokerageLink, you should review any fees associated with your transaction; please refer to the Appendix at the end of this Notice for brokerage fees.

Investment Managers

Strategic Advisers, Inc., a registered investment advisor and Fidelity Investments company, has been appointed to provide discretionary management through Fidelity® Portfolio Advisory Service at Work ("PAS-W").

Utilizing the investment manager(s) or service(s) identified in this Notice may restrict your ability to direct the investment of all or a portion of your Plan account balance. To enroll, un-enroll, or request additional information, please contact Fidelity.

Restrictions

There may be certain restrictions on how investment directions may be made in the Plan, summarized as follows:

- The initial exchange into BrokerageLink requires a \$500 minimum.
- Additional exchanges into Brokeragelink require a \$500 minimum.

Any frequent trading restrictions imposed by the Plan and/or by the Plan's investment options are listed in Section 3 of this Notice. Keep in mind that restrictions are subject to change.

Exercising Voting, Tender, and Similar Rights

You have the right to exercise voting, tender, and similar rights related to the following investments you may have in your Plan account. You will receive information regarding such rights and how to exercise them at the time of a vote, tender, or other event.

- Mutual Funds

Fees and Expenses

If you have an account in the Plan, it may be subject to the following types of fees and expenses:

- Asset-based fees
- Plan administrative fees and expenses
- Individual fees and expenses

Asset-Based Fees

Asset-based fees reflect an investment option's total annual operating expenses and include management and other fees. They are often the largest component of retirement plan costs and are paid by all shareholders of the investment option. Typically, asset-based fees are reflected as a percentage of assets invested in the option and often are referred to as an "expense ratio." You may multiply the expense ratio by your balance in the investment option to estimate the annual expenses associated with your holdings. Refer to Section 3 of this Notice for information about the Plan's investment options, including their expense ratios (where applicable).

Asset-based fees are deducted from an investment option's assets, thereby reducing its investment return. Fee levels can vary widely among investment options, depending in part on the type of investment option, its management (including whether it is active or passive), and the risks and complexities of the option's strategy. In some instances, a plan's administrative services may be paid for through offsets and/or payments associated with a plan's investment options.

Plan Administrative Fees and Expenses

Plan administrative fees may include recordkeeping, legal, accounting, trustee, and other administrative fees and expenses associated with maintaining the Plan. Some plans may deduct these fees and expenses from individual accounts in the Plan.

Based on the information and direction Fidelity had on file at the time this Notice was prepared, no Plan administrative fees will be deducted from accounts in the Plan. However, the Plan's administrative services may be paid for through offsets and/or payments

associated with one or more of the Plan's investment options. Please keep in mind that fees are subject to change.

If any Plan administrative fees are deducted directly from your account, they will be reflected on your Plan account statement.

Individual Fees and Expenses

Individual fees and expenses include those associated with a service or transaction you may select, or an investment option you hold in your account. In some instances, they may be deducted from the accounts of those individuals who utilize the service or engage in the transaction.

If you have an account in the Plan, and you select or execute the following service(s) or transaction(s), the fee(s) outlined below may be deducted from your account based on the information and direction Fidelity had on file at the time this Notice was prepared. As you review this information, please keep in mind that fees are subject to change and that certain individual fees may not be deducted in some circumstances.

Type of Individual Fee	Amount
Loan Setup Fee	\$35.00 per loan
Portfolio Advisory Service At Work	If you utilize this service, the advisory fee is estimated not to exceed 0.54% per year of your average daily managed account balance and is deducted quarterly.
In-Service Withdrawal Fee	\$25.00 per transaction
Minimum Required Distribution Fee	\$25.00 per distribution year
Return of Excess Contribution Fee	\$25.00 per transaction
Loan Maintenance Fee	\$15.00 per year per loan deducted quarterly
Overnight Mailing Fee	\$25.00 per transaction

Also, please note that you may incur short-term redemption fees, commissions, and similar expenses in connection with transactions associated with your Plan's investment options. Please see Section 3 for details regarding the specific fees that may apply to the investment options available under the Plan.

If any individual fees are deducted directly from your account, they will be reflected on your Plan account statement.

SECTION 3:

Evaluating the Plan's Investment Options

This section provides information about the investment options in the Plan and reflects data recordkept as of July 10, 2017, except for performance data, which is as of December 31 of the prior year. Additional information about the Plan's investment options, including a glossary of investment terms to help you better understand the Plan's investment options, is available online at

<https://netbenefits.fidelity.com/NBLogin/?option=dcPlandetails>. To request additional investment-related information or a paper copy of certain information available online, free of charge, contact a Fidelity representative at Fidelity Investments, P.O. Box # 770003, Cincinnati, OH 45277-0065 or call 800-343-0860.

As you review this information, you may want to think about whether an investment in a particular option, along with your other investments, will help you achieve your financial goals. Keep in mind that the cumulative effect of fees and expenses can substantially reduce the growth of your retirement savings, but is only one of many factors to consider when you decide to invest in an option. Visit the Department of Labor's Web site at http://www.dol.gov/ebsa/publications/401k_employee.html for an example of the long-term effect of fees and expenses.

Variable Return Investments

The chart below lists the Plan's investment options that do not have a fixed or stated rate of return, and underneath each investment option is an applicable benchmark(s) for that option. A benchmark is a standard against which the performance of a security, mutual fund, or investment manager can be measured. This Notice requires that a broad-based market index be listed on the chart for each investment option. Additional benchmarks for an investment option may be available online at

<https://netbenefits.fidelity.com/NBLogin/?option=dcPlandetails> along with benchmark index definitions. Please note that the benchmark to measure and monitor performance may be different from the benchmark displayed in the chart. Keep in mind that you cannot invest in a benchmark index.

Understanding investment performance: As you review the following information, please remember that the performance data stated represents past performance, which does not guarantee future results. Investment return and principal value of an investment will fluctuate; therefore, you may have a gain or loss when you sell your shares. Current performance may be higher or lower than the performance stated and is available at www.plan.fidelity.com/usc.401k.

Investment Name <i>Benchmark(s)</i>	Average Annual Total Return as of 12/31/2016			
	1 Year	5 Year	10 Year (if less, since Inception*)	Inception Date
Asset Class: Stocks				
American Funds EuroPacific Growth Fund® Class R-6 <i>MSCI AC Wld ex US (N)</i>	1.01%	7.22%	2.89%	04/16/1984
Eagle Mid Cap Growth Fund Class R6 <i>Russell Midcap Growth</i>	7.18%	14.26%	9.49%	08/20/1998
Fidelity® Contrafund® - Class K <i>S&P 500</i>	3.48%	13.58%	8.00%	05/17/1967
	11.96%	14.66%	6.95%	

Fees and Expenses		Excessive Trading Restrictions	Other Restrictions
Annual Gross Expense Ratio			
As a %	Per \$1,000		
0.500%	\$5.00	Yes [§]	N/A
0.730%	\$7.30	Yes [§]	N/A
0.580%	\$5.80	Yes [§]	N/A

Investment Name <i>Benchmark(s)</i>	Average Annual Total Return as of 12/31/2016			
	1 Year	5 Year	10 Year (if less, since Inception*)	Inception Date
Asset Class: Stocks (cont'd)				
Goldman Sachs Small Cap Value Fund Institutional <i>Russell 2000 Value</i>	24.65% 31.74%	15.40% 15.07%	8.76% 6.26%	10/22/1992
John Hancock Funds Disciplined Value Fund Class R6 <i>Russell 1000 Value</i>	14.07% 17.34%	14.51% 14.80%	7.04% 5.72%	01/02/1997
MFS International Value Fund Class R6 <i>MSCI EAFE Val (G)</i>	4.31% 5.68%	10.94% 6.87%	5.15% 0.35%	10/24/1995
MFS Mid Cap Value Fund Class R6 <i>Russell Midcap Value</i>	15.86% 20.00%	15.15% 15.70%	7.60% 7.59%	08/31/2001
Neuberger Berman Socially Responsive Fund Class R6 <i>S&P 500</i>	10.38% 11.96%	13.40% 14.66%	6.75% 6.95%	03/16/1994
Principal Real Estate Securities Fund Institutional Class <i>MSCI US REIT (G)</i>	5.93% 8.60%	12.24% 11.86%	5.67% 4.96%	12/06/2000
Vanguard Emerging Markets Stock Index Fund Institutional Shares <i>FTSE Emerging Index</i>	11.76% 13.53%	1.48% 2.15%	1.91% 2.64%	05/04/1994
Vanguard FTSE Social Index Fund Investor Shares <i>DJ US Total Stk Mkt</i>	10.24% 12.62%	15.80% 14.59%	6.04% 7.18%	05/31/2000
Vanguard Institutional Index Fund Institutional Shares <i>S&P 500</i>	11.93% 11.96%	14.63% 14.66%	6.95% 6.95%	07/31/1990

Fees and Expenses		Excessive Trading Restrictions	Other Restrictions
Annual Gross Expense Ratio			
As a %	Per \$1,000		
1.010%	\$10.10	Yes [§]	N/A
0.720%	\$7.20	N/A	N/A
0.660%	\$6.60	Yes [§]	N/A
0.750%	\$7.50	Yes [§]	N/A
0.610%	\$6.10	Yes [§]	N/A
0.880%	\$8.80	Yes [§]	N/A
0.110%	\$1.10	Yes [§]	N/A
0.220%	\$2.20	Yes [§]	N/A
0.040%	\$0.40	Yes [§]	N/A

Investment Name <i>Benchmark(s)</i>	Average Annual Total Return as of 12/31/2016			
	1 Year	5 Year	10 Year (if less, since Inception*)	Inception Date
Asset Class: Stocks (cont'd)				
Vanguard Mid-Cap Index Fund Institutional Shares <i>CRSP US Mid Cap Index</i>	11.23% 11.25%	14.38% 14.56%	7.69% --	05/21/1998
Vanguard Small-Cap Index Fund Institutional Shares <i>CRSP US Sm Cap Index</i>	18.32% 18.26%	14.85% 15.00%	8.21% --	10/03/1960
Vanguard Total International Stock Index Fund Institutional Shares <i>FTSE Glob All Cap xUS (N)</i>	4.70% 4.52%	5.53% --	0.93% --	04/29/1996
Wells Fargo Small Company Growth Fund - Class Inst <i>Russell 2000 Growth</i>	7.72% 11.32%	13.83% 13.74%	7.79% 7.76%	11/11/1994
William Blair Emerging Markets Leaders Fund Institutional Class <i>MSCI Emerging Markets (N)</i>	1.74% 11.19%	1.53% 1.28%	-0.90%* -0.41%*	03/26/2008
Asset Class: Blended Investments				
Fidelity® Balanced Fund - Class K <i>S&P 500</i>	7.12% 11.96%	10.16% 14.66%	6.11% 6.95%	11/06/1986
Vanguard Institutional Target Retirement 2010 Fund Institutional Shares <i>BBgBarc U.S. Agg Bond</i> <i>MSCI US Broad Mkt (G)</i>	5.31% 2.65% 12.67%	N/A N/A N/A	2.37%* 2.60%* 5.88%*	06/26/2015
Vanguard Institutional Target Retirement 2015 Fund Institutional Shares <i>BBgBarc U.S. Agg Bond</i> <i>MSCI US Broad Mkt (G)</i>	6.27% 2.65% 12.67%	N/A N/A N/A	2.31%* 2.60%* 5.88%*	06/26/2015

Fees and Expenses		Excessive Trading Restrictions	Other Restrictions
Annual Gross Expense Ratio			
As a %	Per \$1,000		
0.050%	\$0.50	Yes [§]	N/A
0.050%	\$0.50	Yes [§]	N/A
0.090%	\$0.90	Yes [§]	N/A
1.010%	\$10.10	Yes [§]	N/A
1.340%	\$13.40	Yes [§]	N/A
0.460%	\$4.60	Yes [§]	N/A
0.090%	\$0.90	Yes [§]	N/A
0.090%	\$0.90	Yes [§]	N/A

Investment Name <i>Benchmark(s)</i>	Average Annual Total Return as of 12/31/2016			
	1 Year	5 Year	10 Year (if less, since Inception*)	Inception Date
Asset Class: Blended Investments (cont'd)				
Vanguard Institutional Target Retirement 2020 Fund Institutional Shares	7.04%	N/A	2.34%*	06/26/2015
<i>MSCI US Broad Mkt (G)</i>	12.67%	N/A	5.88%*	
<i>BBgBarc U.S. Agg Bond</i>	2.65%	N/A	2.60%*	
Vanguard Institutional Target Retirement 2025 Fund Institutional Shares	7.56%	N/A	2.25%*	06/26/2015
<i>MSCI US Broad Mkt (G)</i>	12.67%	N/A	5.88%*	
<i>BBgBarc U.S. Agg Bond</i>	2.65%	N/A	2.60%*	
Vanguard Institutional Target Retirement 2030 Fund Institutional Shares	7.97%	N/A	2.05%*	06/26/2015
<i>MSCI US Broad Mkt (G)</i>	12.67%	N/A	5.88%*	
<i>BBgBarc U.S. Agg Bond</i>	2.65%	N/A	2.60%*	
Vanguard Institutional Target Retirement 2035 Fund Institutional Shares	8.39%	N/A	1.88%*	06/26/2015
<i>MSCI US Broad Mkt (G)</i>	12.67%	N/A	5.88%*	
<i>BBgBarc U.S. Agg Bond</i>	2.65%	N/A	2.60%*	
Vanguard Institutional Target Retirement 2040 Fund Institutional Shares	8.81%	N/A	1.67%*	06/26/2015
<i>MSCI US Broad Mkt (G)</i>	12.67%	N/A	5.88%*	
<i>BBgBarc U.S. Agg Bond</i>	2.65%	N/A	2.60%*	
Vanguard Institutional Target Retirement 2045 Fund Institutional Shares	8.94%	N/A	1.76%*	06/26/2015
<i>MSCI US Broad Mkt (G)</i>	12.67%	N/A	5.88%*	
<i>BBgBarc U.S. Agg Bond</i>	2.65%	N/A	2.60%*	

Fees and Expenses		Excessive Trading Restrictions	Other Restrictions
Annual Gross Expense Ratio			
As a %	Per \$1,000		
0.100%	\$1.00	Yes [§]	N/A
0.100%	\$1.00	Yes [§]	N/A
0.100%	\$1.00	Yes [§]	N/A
0.100%	\$1.00	Yes [§]	N/A
0.100%	\$1.00	Yes [§]	N/A
0.100%	\$1.00	Yes [§]	N/A

Investment Name <i>Benchmark(s)</i>	Average Annual Total Return as of 12/31/2016			
	1 Year	5 Year	10 Year (if less, since Inception*)	Inception Date
Asset Class: Blended Investments (cont'd)				
Vanguard Institutional Target Retirement 2050 Fund Institutional Shares	8.95%	N/A	1.75%*	06/26/2015
<i>MSCI US Broad Mkt (G)</i>	12.67%	N/A	5.88%*	
<i>BBgBarc U.S. Agg Bond</i>	2.65%	N/A	2.60%*	
Vanguard Institutional Target Retirement 2055 Fund Institutional Shares	8.94%	N/A	1.75%*	06/26/2015
<i>MSCI US Broad Mkt (G)</i>	12.67%	N/A	5.88%*	
<i>BBgBarc U.S. Agg Bond</i>	2.65%	N/A	2.60%*	
Vanguard Institutional Target Retirement 2060 Fund Institutional Shares	8.94%	N/A	1.74%*	06/26/2015
<i>MSCI US Broad Mkt (G)</i>	12.67%	N/A	5.88%*	
<i>BBgBarc U.S. Agg Bond</i>	2.65%	N/A	2.60%*	
Vanguard Institutional Target Retirement Income Fund Institutional Shares	5.29%	N/A	2.61%*	06/26/2015
<i>BBgBarc U.S. Agg Bond</i>	2.65%	N/A	2.60%*	
<i>MSCI US Broad Mkt (G)</i>	12.67%	N/A	5.88%*	
Asset Class: Bonds				
MainStay High Yield Corporate Bond Fund Class R6	15.99%	6.69%	5.67%	05/01/1986
Metropolitan West Total Return Bond Fund Plan Class	2.56%	4.11%	5.78%	03/31/1997
<i>BBgBarc U.S. Agg Bond</i>	2.65%	2.23%	4.34%	
PIMCO Real Return Fund Institutional Class	5.04%	0.98%	4.60%	01/29/1997
<i>BBgBarc US TIPS</i>	4.68%	0.89%	4.36%	

Fees and Expenses		Excessive Trading Restrictions	Other Restrictions
Annual Gross Expense Ratio			
As a %	Per \$1,000		
Asset Class: Blended Investments (cont'd)			
0.100%	\$1.00	Yes [§]	N/A
0.100%	\$1.00	Yes [§]	N/A
0.100%	\$1.00	Yes [§]	N/A
0.090%	\$0.90	Yes [§]	N/A
Asset Class: Bonds			
0.580%	\$5.80	Yes [§]	N/A
0.380%	\$3.80	Yes [§]	N/A
0.580%	\$5.80	Yes [§]	N/A

Investment Name <i>Benchmark(s)</i>	Average Annual Total Return as of 12/31/2016			
	1 Year	5 Year	10 Year (if less, since Inception*)	Inception Date
Asset Class: Bonds (cont'd)				
Vanguard Total Bond Market Index Fund Institutional Shares <i>BBgBarc Agg Float Adj</i>	2.61%	2.15%	4.32%	12/11/1986
Vanguard Total International Bond Index Fund Institutional Shares <i>BBgBar Ag xUSD FIAd RIC C</i>	4.69%	N/A	4.04%*	05/31/2013
Wells Fargo Short Duration Government Bond Fund - Class R6 <i>BBgBarc 1-3 Gov</i>	1.27%	1.03%	2.84%	12/18/1992
Asset Class: Short-Term				
Fidelity® Investments Money Market Government Portfolio - Institutional Class† £ <i>CG 3-Month Treasury Bill</i>	0.29%	0.07%	0.82%	07/25/1985
7-Day Yield % as of 12/31/2016: 0.43	0.27%	0.09%	0.73%	
7-Day Restated Yield as of 12/31/2016: 0.40				

N/A = Not Applicable/None

-- = Not Available

^ Some outside investment and vendor information may not be available to Fidelity. When "N/A" does not appear and no shareholder fee is shown, it is due to the fact that our recordkeeping system does not have a shareholder fee(s) on file. Nevertheless, there may be shareholder fees associated with the investment option. If a shareholder fee is shown, please keep in mind there may be other fees associated with the investment that our recordkeeping system does not have on file. More information may be found in the prospectus and/or other investment-related information, as well as by contacting the outside investment manager or vendor directly.

Investment Restrictions

§ Excessive trading in this investment option and/or other investment options subject to such restrictions will result in the limitation or prohibition of additional purchases (other than contributions and loan repayments) for 85 calendar days; additional excessive trading will result in a limitation of one exchange day per calendar quarter for a 12-month period.

Fees and Expenses		Excessive Trading Restrictions	Other Restrictions
Annual Gross Expense Ratio			
As a %	Per \$1,000		
0.040%	\$0.40	Yes§	N/A
0.070%	\$0.70	Yes§	N/A
0.400%	\$4.00	Yes§	N/A
0.180%	\$1.80	N/A	N/A

Additional Investment Information

* Performance provided is Life of Fund, which is since the inception date noted, when the investment option has been in existence for less than 10 years. Life of fund figures are from the inception date to the period shown. For unitized funds, the inception date shown may be that of the fund's underlying investment option. For non-mutual fund pools and trusts whose strategies may be offered to multiple clients and whose returns may be based on a composite, the inception date shown may be the beginning date of the composite's returns.

Total returns are historical and include change in share price and reinvestment of dividends and capital gains, if any. These figures do not include the effect of sales charges, if any, as these fees are waived for contributions made through your retirement plan. If sales charges were included, returns would have been lower.

The current yield reflects the current earnings of the fund, while the total return refers to a specific past holding period. The 7-Day Yield is based on a calculation prescribed by the SEC. It is the average income return over the previous seven days, assuming the rate stays the same for one year and that dividends are reinvested. It is the fund's total income net of expenses, divided by the total number of outstanding shares. This yield does not allow for the inclusion of capital gains or losses.

† A portion of the fund's expenses was voluntarily reimbursed and/or waived. "Restated Yield" is the 7-Day Yield without applicable waivers or reimbursements.

Please see the Additional Disclosure Information section at the back of this Notice for additional information, including performance and index disclosures.

Expense Ratio

Expense ratio is a measure of what it costs to operate an investment, expressed as a percentage of its assets, as a dollar amount, or in basis points. These are costs the investor pays through a reduction in the investment's rate of return, and are required to be disclosed on the chart as a gross amount. For a mutual fund, the gross expense ratio is the total annual fund or class operating expenses (before waivers or reimbursements) paid by the fund. Where the investment option is not a mutual fund, the figure displayed in the expense ratio field is intended to reflect similar information, but may have been calculated using methodologies that differ from those used for mutual funds. Mutual fund data has been drawn from the most recent prospectus and has been provided by FMR LLC for Fidelity mutual funds and Morningstar, LLC for non-Fidelity mutual funds. For non-mutual fund investment options, the information has been provided by Morningstar, LLC, the product's investment manager or trustee, the plan sponsor or other third party.

In certain instances, there may be fee waivers and/or expense reimbursements, which could result in a temporary reduction to the gross expense ratios listed in the chart. More information is available online at

<https://netbenefits.fidelity.com/NBLogin/?option=dcPlandetails>.

Investment Risk

Additional information regarding an investment option's risks, as well as its strategy and objectives, including a prospectus or fact sheet if available, can be obtained at

www.plan.fidelity.com/usc.401k. Please consider all investment information prior to directing your Plan account.

Foreign investments, especially those in emerging markets, involve greater risk and may offer greater potential returns than U.S. investments. This risk includes political and economic uncertainties of foreign countries, as well as the risk of currency fluctuation.

Stock markets, especially foreign markets, are volatile and can decline significantly in response to adverse issuer, political, regulatory, market or economic developments.

Investments in mid-sized companies may involve greater risk than those of larger, more well known companies, but may be less volatile than investments in smaller companies.

£ Fidelity Government Mutual Fund Money Market: **You could lose money by investing in a money market fund. Although the fund seeks to preserve the value of your investment at \$1.00 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. Fidelity Investments and its affiliates, the fund's sponsor, have no legal obligation to provide financial support to money market funds and you should not expect that the sponsor will provide financial support to the fund at any time.**

Fidelity's government and U.S. Treasury money market funds will not impose a fee upon the sale of your shares, nor temporarily suspend your ability to sell shares if the fund's weekly liquid assets fall below 30% of its total assets because of market conditions or other factors.

Investments in smaller companies may involve greater risk than those in larger, more well known companies.

Lower-quality debt securities involve greater risk of default or price changes due to potential changes in the credit quality of the issuer.

In general the bond market is volatile and bonds entail interest rate risk (as interest rates rise bond prices usually fall and vice versa). This effect is usually pronounced for longer-term securities. Bonds also entail the risk of issuer default, issuer credit risk and inflation risk.

Because of their narrow focus, sector funds may be more volatile than funds that diversify across many sectors.

Changes in real estate values or economic downturns can have a significant negative effect on issuers in the real estate industry.

Target date investments are generally designed for investors expecting to retire around the year indicated in each investment's name. The investments are managed to gradually become more conservative over time. The investment risks of each target date investment change over time as its asset allocation changes. They are subject to the volatility of the financial markets, including equity and fixed income investments in the U.S. and abroad and may be subject to risk associated with investing in high yield, small cap and foreign securities. Principal invested is not guaranteed at any time, including at or after their target dates.

Fixed Return Investments

The following chart lists the Plan's investment options that have a fixed or stated rate of return.

Investment Name	Fixed Rate	Term	Rate Subject to Adjustment?	Minimum Guaranteed Rate
Asset Class: Bonds				
New York Life Guaranteed Interest Account	1.90%	Start Date: 07/01/2017 End Date: 12/31/2017	No	1.00%

N/A = Not Applicable/None

-- = Not Available

^ Some outside investment and vendor information may not be available to Fidelity. When "N/A" does not appear and no shareholder fee is shown, it is due to the fact that our recordkeeping system does not have a shareholder fee(s) on file. Nevertheless, there may be shareholder fees associated with the investment option. If a shareholder fee is shown, please keep in mind there may be other fees associated with the investment that our recordkeeping system does not have on file. More information may be found in the prospectus and/or other investment-related information, as well as by contacting the outside investment manager or vendor directly.

Investment Restrictions

You are not permitted to make a direct exchange from New York Life Guaranteed Interest Account into the following fund(s), which are considered "competing fund(s)":

- Fidelity BrokerageLink®
- Fidelity® Investments Money Market Government Portfolio - Institutional Class
- Wells Fargo Short Duration Government Bond Fund - Class R6

Before exchanging from New York Life Guaranteed Interest Account into the competing fund(s), you must first exchange to a non-competing fund for 90 days. These requirements are typically imposed by issuers such as insurance companies, banks, or other approved financial institutions as a condition for issuing investment contracts to retirement plans.

Please see the Additional Disclosure Information section at the back of this Notice for additional information, including performance and index disclosures.

Investment Risk

A fixed return annuity contract is an annuity contract issued by an insurance company. It is not a mutual fund. The amount invested in the contract is guaranteed by the issuing insurance company. Guarantees of an insurance company are subject to its long-term financial strength and claims-paying ability and are solely its responsibility. Information about the fixed return annuity contract was furnished by the issuing insurance company, which is not affiliated with any Fidelity Investments company.

Fees^	Restrictions/Other
Surrender Charge Limit: 15%	
Surrender Charge Penalty: 4%	
	##

Additional Disclosure Information

Generally, data on Fidelity mutual funds is provided by FMR LLC, data on non-Fidelity mutual funds is provided by Morningstar, LLC, and data on non-mutual fund products is provided by Morningstar, LLC, the product's investment manager or trustee, the plan sponsor whose plan is offering the product to participants, or other third party. Although Fidelity believes data gathered from these third-party sources is reliable, it does not review such information and cannot warrant it to be accurate, complete, or timely. Fidelity is not responsible for any damages or losses arising from any use of this third-party information.

American Funds EuroPacific Growth Fund® Class R-6 : The analysis on these pages may be based, in part, on adjusted historical returns for periods prior to the class's actual inception of 05/01/2009. These calculated returns reflect the historical performance of the oldest share class of the fund, with an inception date of 04/16/1984, adjusted to reflect the fees and expenses of this share class (when this share class's fees and expenses are higher.) Please refer to a fund's prospectus for information regarding fees and expenses. These adjusted historical returns are not actual returns. Calculation methodologies utilized by Morningstar may differ from those applied by other entities, including the fund itself.

Eagle Mid Cap Growth Fund Class R6 : The analysis on these pages may be based, in part, on adjusted historical returns for periods prior to the class's actual inception of 08/15/2011. These calculated returns reflect the historical performance of the oldest share class of the fund, with an inception date of 08/20/1998, adjusted to reflect the fees and expenses of this share class (when this share class's fees and expenses are higher.) Please refer to a fund's prospectus for information regarding fees and expenses. These adjusted historical returns are not actual returns. Calculation methodologies utilized by Morningstar may differ from those applied by other entities, including the fund itself.

Fidelity® Contrafund® - Class K : On May 9, 2008, an initial offering of the retirement (K) class took place. Returns and expenses prior to that date are those of the non-K, non-advisor class. Had K class expenses been reflected in the returns shown, total returns would have been higher.

Goldman Sachs Small Cap Value Fund Institutional : The analysis on these pages may be based, in part, on adjusted historical returns for periods prior to the class's actual inception of 08/15/1997. These calculated returns reflect the historical performance of the oldest share class of the fund, with an inception date of 10/22/1992, adjusted to reflect the fees and expenses of this share class (when this share class's fees and expenses are higher.) Please refer to a fund's prospectus for information regarding fees and expenses. These adjusted historical returns are not actual returns. Calculation methodologies utilized by Morningstar may differ from those applied by other entities, including the fund itself.

John Hancock Funds Disciplined Value Fund Class R6 : The analysis on these pages may be based, in part, on adjusted historical returns for periods prior to the class's actual inception of 09/01/2011. These calculated returns reflect the historical performance of the oldest share class of the fund, with an inception date of 01/02/1997, adjusted to reflect the fees and expenses of this share class (when this share class's fees and expenses are higher.) Please refer to a fund's prospectus for information regarding fees and expenses. These adjusted historical returns are not actual returns. Calculation methodologies utilized by Morningstar may differ from those applied by other entities, including the fund itself.

MFS International Value Fund Class R6 : The analysis on these pages may be based, in part, on adjusted historical returns for periods prior to the class's actual inception of 05/01/2006. These calculated returns reflect the historical performance of the oldest share class of the fund, with an inception date of 10/24/1995, adjusted to reflect the fees and expenses of this share class (when this share class's fees and expenses are higher.) Please refer to a fund's prospectus for information regarding fees and expenses. These adjusted historical returns are not actual returns. Calculation methodologies utilized by Morningstar may differ from those applied by other entities, including the fund itself.

MFS Mid Cap Value Fund Class R6 : The analysis on these pages may be based, in part, on adjusted historical returns for periods prior to the class's actual inception of 02/01/2013. These calculated returns reflect the historical performance of the oldest share class of the fund, with an inception date of 08/31/2001, adjusted to reflect the fees and expenses of this share class (when this share class's fees and expenses are higher.) Please refer to a fund's prospectus for information regarding fees and expenses. These adjusted historical returns are not actual returns. Calculation methodologies utilized by Morningstar may differ from those applied by other entities, including the fund itself.

Neuberger Berman Socially Responsive Fund Class R6 : The analysis on these pages may be based, in part, on adjusted historical returns for periods prior to the class's actual inception of 03/15/2013. These calculated returns reflect the historical performance of the oldest share class of the fund, with an inception date of 03/16/1994, adjusted to reflect the fees and expenses of this share class (when this share class's fees and expenses are higher.) Please refer to a fund's prospectus for information regarding fees and expenses. These adjusted historical returns are not actual returns. Calculation methodologies utilized by Morningstar may differ from those applied by other entities, including the fund itself.

Principal Real Estate Securities Fund Institutional Class : The analysis on these pages may be based, in part, on adjusted historical returns for periods prior to the class's actual inception of 03/01/2001. These calculated returns reflect the historical performance of the oldest share class of the fund, with an inception date of 12/06/2000, adjusted to reflect the fees and expenses of this share class (when this share class's fees and expenses are higher.) Please refer to a fund's prospectus for information regarding fees and expenses. These adjusted historical returns are not actual returns. Calculation methodologies utilized by Morningstar may differ from those applied by other entities, including the fund itself.

Vanguard Emerging Markets Stock Index Fund Institutional Shares : The analysis on these pages may be based, in part, on adjusted historical returns for periods prior to the class's actual inception of 06/22/2000. These calculated returns reflect the historical performance of the oldest share class of the fund, with an inception date of 05/04/1994, adjusted to reflect the fees and expenses of this share class (when this share class's fees and expenses are higher.) Please refer to a fund's prospectus for information regarding fees and expenses. These adjusted historical returns are not actual returns. Calculation methodologies utilized by Morningstar may differ from those applied by other entities, including the fund itself.

Vanguard Small-Cap Index Fund Institutional Shares : The analysis on these pages may be based, in part, on adjusted historical returns for periods prior to the class's actual inception of 07/07/1997. These calculated returns reflect the historical performance of the oldest share class of the fund, with an inception date of 10/03/1960, adjusted to reflect the fees and expenses of this share class (when this share class's fees and expenses are higher.) Please refer to a fund's prospectus for information regarding fees and expenses. These adjusted historical returns are not actual returns. Calculation methodologies utilized by Morningstar may differ from those applied by other entities, including the fund itself.

Vanguard Total International Stock Index Fund Institutional Shares : The analysis on these pages may be based, in part, on adjusted historical returns for periods prior to the class's actual inception of 11/29/2010. These calculated returns reflect the historical performance of the oldest share class of the fund, with an inception date of 04/29/1996, adjusted to reflect the fees and expenses of this share class (when this share class's fees and expenses are higher.) Please refer to a fund's prospectus for information regarding fees and expenses. These adjusted historical returns are not actual returns. Calculation methodologies utilized by Morningstar may differ from those applied by other entities, including the fund itself.

Vanguard Total International Stock Index Fund Institutional Shares : The FTSE Global All Cap ex US Index is part of a range of indices designed to help US investors benchmark their international investments. The index comprises large, mid and small cap stocks globally excluding the US.

Wells Fargo Small Company Growth Fund - Class Inst : The analysis on these pages may be based, in part, on adjusted historical returns for periods prior to the class's actual inception of 03/31/2008. These calculated returns reflect the historical performance of the oldest share class of the fund, with an inception date of 11/11/1994, adjusted to reflect the fees and expenses of this share class (when this share class's fees and expenses are higher.) Please refer to a fund's prospectus for information regarding fees and expenses. These adjusted historical returns are not actual returns. Calculation methodologies utilized by Morningstar may differ from those applied by other entities, including the fund itself.

Fidelity® Balanced Fund - Class K : On May 9, 2008, an initial offering of the retirement (K) class took place. Returns and expenses prior to that date are those of the non-K, non-advisor class. Had K class expenses been reflected in the returns shown, total returns would have been higher.

MainStay High Yield Corporate Bond Fund Class R6 : The analysis on these pages may be based, in part, on adjusted historical returns for periods prior to the class's actual inception of 06/17/2013. These calculated returns reflect the historical performance of the oldest share class of the fund, with an inception date of 05/01/1986, adjusted to reflect the fees and expenses of this share class (when this share class's fees and expenses are higher.) Please refer to a fund's prospectus for information regarding fees and expenses. These adjusted historical returns are not actual returns. Calculation methodologies utilized by Morningstar may differ from those applied by other entities, including the fund itself.

Metropolitan West Total Return Bond Fund Plan Class : The analysis on these pages may be based, in part, on adjusted historical returns for periods prior to the class's actual inception of 07/29/2011. These calculated returns reflect the historical performance of the oldest share class of the fund, with an inception date of 03/31/1997, adjusted to reflect the fees and expenses of this share class (when this share class's fees and expenses are higher.) Please refer to a fund's prospectus for information regarding fees and expenses. These adjusted historical returns are not actual returns. Calculation methodologies utilized by Morningstar may differ from those applied by other entities, including the fund itself.

New York Life Guaranteed Interest Account : This investment option is not a mutual fund.

Vanguard Total Bond Market Index Fund Institutional Shares : The analysis on these pages may be based, in part, on adjusted historical returns for periods prior to the class's actual inception of 09/18/1995. These calculated returns reflect the historical performance of the oldest share class of the fund, with an inception date of 12/11/1986, adjusted to reflect the fees and expenses of this share class (when this share class's fees and expenses are higher.) Please refer to a fund's prospectus for information regarding fees and expenses. These adjusted historical returns are not actual returns. Calculation methodologies utilized by Morningstar may differ from those applied by other entities, including the fund itself.

Wells Fargo Short Duration Government Bond Fund - Class R6 : The analysis on these pages may be based, in part, on adjusted historical returns for periods prior to the class's actual inception of 11/30/2012. These calculated returns reflect the historical performance of the oldest share class of the fund, with an inception date of 12/18/1992, adjusted to reflect the fees and expenses of this share class (when this share class's fees and expenses are higher.) Please refer to a fund's prospectus for information regarding fees and expenses. These adjusted historical returns are not actual returns. Calculation methodologies utilized by Morningstar may differ from those applied by other entities, including the fund itself.

Fidelity® Investments Money Market Government Portfolio - Institutional Class : Initial offering of the Fidelity® Institutional Money Market Government Portfolio - Institutional Class took place on May 14, 2014. Returns and expenses prior to that date are those of the Fidelity® Institutional Money Market Government Portfolio - Class I. Had Fidelity® Institutional Money Market Government Portfolio - Institutional Class expenses been reflected in the returns shown, total returns would have been higher.

Benchmarks

Benchmark indices are unmanaged, and you cannot invest directly in an index. More information on benchmarks for the investment options through Fidelity is available online at www.plan.fidelity.com/usc.401k.

Fidelity Investments Institutional Operations Company, Inc., 245 Summer Street, Boston MA 02210

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Appendix

Fidelity BrokerageLink® Fees

Below are certain fees that may be deducted from your Plan's Fidelity BrokerageLink® account(s) in connection with various trades you execute. More detailed fee information is available on the Fidelity BrokerageLink® Commission Schedule, which you can obtain, along with additional information, on your Plan's Web site or by calling the Plan's toll-free number. Your Plan may limit the trades you are able to execute and the investments you are able to purchase within BrokerageLink®. Before directing transactions within Fidelity BrokerageLink®, remember to

Fidelity BrokerageLink®—Mutual Fund Transactions
Fidelity and Non-Fidelity No-Transaction-Fee FundsNetwork® Funds
Purchases
Short Term Trading Fee for Shares Held Less Than 60 Days ¹
FundsNetwork Funds—Transaction Fee Funds
Purchases
FundsNetwork Load Funds

review the prospectus or other offering document of that investment, and consider the charges associated with that transaction. If any fees are deducted directly as a result of a BrokerageLink® transaction, they will be reflected on your transaction confirmation and/or your BrokerageLink® statement. Note that if you hire an advisor to assist you in managing your Plan account, and the advisor initiates trades within BrokerageLink®, your advisor's fee schedule will apply and fees may differ from those listed below; please refer to your advisor's fee schedule for more information.

Fee (up to amount listed)
\$0 (standard load applies)
\$49.95 if executed online; \$250 max. if rep-assisted
\$49.95 or \$75 per purchase. To identify any applicable transaction fees associated with the purchase of a given fund, please refer to the "Fees and Distributions" tab on the individual fund page on Fidelity.com. \$250 max. if rep-assisted
(standard load applies)

¹Certain FundsNetwork Funds may be subject to a separate and additional redemption fee imposed by the particular fund. Please check the fund's prospectus for details.

