

RETIREMENT PLAN BROKERAGE ACCOUNT ERISA 408(B)(2) DISCLOSURE INFORMATION – APPLICABLE FOR ERISA RETIREMENT PLANS

This information is being provided to you as the sponsor or other responsible fiduciary of a retirement plan (“Plan”) subject to the Employee Retirement Income Security Act of 1974 (“ERISA”) that maintains an investment account at LPL.

For more information regarding the services that LPL may make available to the Plan pursuant to this Agreement and related compensation, please refer to LPL’s website (www.lpl.com) and any related disclosures, documents or other agreements you receive in connection with the Plan’s investments. Please review this disclosure document in conjunction with such other related disclosures, documents or other agreements.

If you have any questions concerning this disclosure document or the information provided to you concerning our services and compensation or require copies of any documents referenced herein, please ask your Representative or LPL Client Services at (800)-558-7567.

I. SERVICES OF LPL

LPL acts as the broker-dealer of record on the account and also provides custody of the assets in the Plan’s account. LPL is responsible for providing the periodic statements for the Plan’s account. LPL is a broker-dealer registered with the Securities and Exchange Commission. LPL is a member of the Financial Industry Regulatory Authority, Inc. (“FINRA”) and the Securities Investors Protection Corporation (“SIPC”).

LPL does not provide investment advice to the Plan and is not acting as an investment advisor registered under the Investment Advisers Act of 1940 or under state investment advisor laws. To the extent that LPL and/or your Representative provides “investment advice” to the Plan under section 3(21) of ERISA in connection with the Account, LPL and your Representative will provide services as a “fiduciary” under ERISA and section 4975 of the Internal Revenue Code. This acknowledgment of status under ERISA or the Code is not intended to create or expand any “fiduciary” relationship, capacity or obligations between you (or your Account) and LPL and your Representative (including their affiliates) under other federal, state or local laws.

II. COMPENSATION RECEIVED BY LPL AND/OR YOUR REPRESENTATIVE

The compensation LPL and/or your Representative receives for brokerage services to the Plan varies depending on the securities or investment products selected by the Plan. For certain of our services, we are paid by third parties rather than or in addition to being paid directly from the Plan’s investment. Below is information about the compensation that LPL and your Representative may receive in connection with its provision of brokerage services to the Plan and certain conflicts of interest that may be raised in connection with this compensation. For a complete list of product providers and/or their affiliates that pay the compensation described below, please visit the Legal Disclosures page on LPL’s website (www.lpl.com) or contact LPL Client Services, (800)-558-7567.

1. DIRECT COMPENSATION

Direct compensation is compensation paid directly from the Plan (including amounts deducted from participant accounts) based upon the services that LPL and/or your Representative provide. Compensation may be paid as follows:

- (a) Commissions and Sales Charges. LPL and/or your Representative receive compensation in the form of a commission when they engage in a securities transaction in an agency capacity. This compensation, sometimes called a sales load or sales charge, is typically paid upfront, reduces the amount available to invest, and is charged directly against the Plan’s investment and based on the amount of assets invested. You should be aware that the more transactions the Plan enters into, the more commissions LPL and/or your Representative receive. Commission charges vary, and the applicable sales charge for a transaction will be displayed on the trade confirmation you receive. For more information about the applicable sales charge for each of your transactions, please refer to the prospectus or other offering document of the investment product provided to the Plan in connection with the investment.
- (i) Equities and Other Exchange Traded Securities. The maximum commission charged by LPL in an agency capacity on an exchange-traded securities transaction, such as an equity, option, exchange traded fund (ETF), exchange traded note (ETN) or closed-end fund (CEF), is 1.5% of the transaction amount. The commission amount decreases from 1.5% as



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the size of the transaction amount increases according to a schedule. In addition, a Representative can decide to discount the commission amount to a minimum of \$30 per transaction.

- (ii) Mutual Funds. For mutual funds, commissions or sales charges can be as high as 8.5%, although the maximum is typically 5.75%. For example, if the Plan writes a check to invest \$10,000 for the purchase of mutual fund shares, and the fund has a 5% front-end sales charge, the total amount of the sales charge will be \$500. The \$500 sales load is first deducted and paid to LPL as the broker, and assuming no other front-end fees, the remaining \$9,500 is used to purchase fund shares for the Plan.
 - (iii) Annuities. For annuities, the maximum upfront commission paid has been typically 7.75%. For new sales of annuities, the maximum upfront commission paid is typically 6.25%, but varies depending on the type of annuity, such as fixed, fixed index, traditional and investment-only variable annuities, and the time purchased.
 - (iv) Alternative Investments. For alternative investment products, such as publicly offered, non-traded business development companies (“BDCs”) or real estate investment trusts (“REITs”), the upfront sales charge may be as high as 5.50%.
 - (v) Unit Investment Trusts (UITs). The maximum upfront sales charge paid typically ranges from 1.85% to 3.95%, and can depend on the length of the term of the UIT.
- (b) Mark-up/Mark-down. When LPL buys from you or sells to you a security in a principal capacity, LPL receives a mark-up or mark-down on the transaction. This means, for example, if we sell the Plan a security at a price higher than what we paid, we will earn a mark-up. Conversely, if we buy a security from the Plan at a price lower than what we sell it for, LPL will receive a mark-down. Mark-up/down charges typically apply to transactions in bonds or other fixed-income securities. Details about a mark-up/down for a particular transaction will be furnished upon request. This compensation is shared between LPL and your Representative.

The maximum mark-up/down on a transaction with a customer that we receive when acting in a principal capacity is typically 3.625% of the value of the security as long as the value is greater than \$1000. If the value of the security is less than \$1000, the mark-up/down may exceed 3.625%, but will not exceed \$100. In many cases, this maximum does not apply, and the actual mark-up/down percentage is lower based on factors such as quantity, price, type of security, maturity, etc. For example, for corporate bonds, municipal bonds and mortgage backed securities, the maximum mark-up is typically 2.5%, and the mark-up declines as the term of the security decreases. For treasuries, agencies and certificates of deposit, the maximum mark-up is typically 2%. The mark-up schedules and maximum amounts may change over time.

- (c) Direct Fees and Charges. LPL applies miscellaneous fees and charges that are set out in the Miscellaneous Account and Services Fee Schedule for Brokerage that is sent when the account is opened, as amended from time to time upon notice to you. These fees include but are not limited to transaction processing fees, confirmation processing fees, and retirement account fees. LPL also charges a fee for no load mutual fund purchases and redemptions, no load mutual fund exchanges, and load mutual fund redemptions. Qualified retirement plan and 403(b)(7) plan accounts are charged an annual maintenance fee per year per account for the tax reporting, administration and processing services provided to the Plan account by LPL. There is also a fee for loans processed for qualified retirement plan and 403(b)(7) plan accounts. If the Plan terminates its account at LPL, there will be a termination fee that applies as outlined in the Fee Schedule. These fees are direct fees charged to the Plan’s account. The currently effective fee schedule can also be found on the Fee Schedules webpage at www.lpl.com. If you do not have access to the website, please contact your Representative or LPL Client Services at (800) 558-7567. A copy of the fee schedule will be provided to you upon your written request.

2. INDIRECT COMPENSATION

Indirect compensation is compensation paid by third parties rather than or in addition to being paid directly by the Plan. For example, a mutual fund underwriter, variable annuity issuer or distributor, or other product sponsor may pay LPL an ongoing amount that is based on the value of the Plan’s investment in the product. Indirect compensation may be charged by the product sponsor against the Plan’s investment or reflect the net value of the Plan’s investment in a product. You should refer to the product’s prospectus for more specific information. Compensation may be paid as follows:



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- (a) Distribution and/or Servicing Fees, 12b-1 Fees and Trail Payments. LPL receives certain ongoing payments called distribution and/or service fees, 12b-1 fees or trails. They are paid for LPL's distribution-related services and/or shareholder servicing, and are made pursuant to LPL's agreement with the product sponsor. You should refer to the prospectus or other offering documents for the security or contract, for more detailed information about the amount of commissions and trail or 12b-1 compensation that LPL receives with respect to the Plan's investment. This compensation is shared between LPL and your Representative.
- (i) Mutual Funds. For mutual funds, the ongoing payment depends on the class of shares but is typically between 0.25% and 1% of assets annually.
- (ii) Annuities. For annuities, LPL receives a trail commission from the annuity issuer pursuant to one or more schedules for the promotion and sale of a policy. The maximum trailing commission for annuities is typically 1.5%, and varies depending on the type of annuity.
- (iii) Alternative Investments. For alternative investment products, such as private funds, trail payments may be as high as 1.25% on an annual basis. Trail payments for managed futures funds can be as high as 2% annually.
- (b) Mutual Fund Finder's Fees. LPL and/or your Representative receive compensation from a mutual fund distributor or other fund affiliate in connection with transactions for which sales charges are waived or under other circumstances as described in a fund's offering documents. This compensation is generally referred to as a finder's fee and typically ranges between 0.25% and 1% of the transaction amount. This compensation is shared between LPL and your Representative.
- (c) Concessions. LPL and your Representative also receive compensation in the form of a concession or placement fee from product sponsors in connection with transactions in new issues. This compensation can be as high as 0.25% of the transaction amount for new issues of certificates of deposit, municipal bonds and other short-term dated bonds, and up to 4% of the transaction amount for structured products. LPL also receives compensation up to 0.625% from issuers of structured products based upon assets invested in the issuer's structured products and the duration of the products. For new issues of closed-end funds, LPL may be paid a dealer concession from the issuer or underwriter for assistance in the distribution of the fund. The dealer concession is typically 3.5% to 4% of the purchase amount. LPL receives a dealer concession from a unit investment trust ("UIT") sponsor in connection with the Plan's investment in a UIT, which may range from 1% to 3.5%. LPL also receives additional payments from UIT sponsors, also known as volume concessions, based on LPL's aggregate sales volume with the sponsor. This compensation is not shared between LPL and your Representative. With respect to certain Invesco-sponsored UITs, and in addition to any regular or volume concession described in such UIT's prospectus, LPL receives a reallocation of 0.05% of the public offering price per unit on all units of such UITs sold by LPL during the initial offering period.
- (d) Cash Sweep. LPL offers a service to sweep cash held within customer brokerage accounts into an interest-bearing FDIC insured cash account ("ICA"). Under its agreement with each bank in which LPL deposits customer cash, LPL receives a fee from the banks equal to a percentage of the average daily deposit balance in the ICA. The fee paid to LPL may be at an annual rate of up to an average of 4% as applied across all deposit accounts taken in the aggregate; therefore, on some accounts, fees to LPL may be higher or lower than this average percentage amount. The compensation LPL receives on ICA may be higher than the compensation available to LPL from an alternative sweep investment option. LPL receives compensation from each bank in which the Plan has an ICA, as shown in the Plan's monthly account statement. For additional information on the ICA, please see the ICA disclosure booklet available from your Representative. This compensation is retained by LPL and is not shared with your Representative.
- (e) Money Market Cash Sweep. For accounts held at LPL that are not eligible for the ICA, uninvested cash balances are automatically invested in a money market fund. LPL receives compensation for marketing support from these fund sponsors, ranging between 0.14% and 0.35% of the assets invested in the money market funds. These payments are in addition to recordkeeping and 12b-1 fees received by LPL. The sweep money market funds generally pay 12b-1 fees higher than other money market funds. The 12b-1 fees and the payer of such fees are set out in the prospectus of the money market fund



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provided to the Plan in connection with the investment. This compensation is retained by LPL and is not shared with your Representative.

- (f) **Float.** As part of its brokerage services, LPL holds customer assets. Accordingly, LPL receives compensation in the form of earnings on its investment of uninvested cash in Plan accounts. These earnings are generally known as "float." Cash in the account would typically result from contributions to the account or sales of securities in the account. LPL also receives float on outstanding checks after they are issued by LPL to the Plan and before they are presented for payment. LPL retains float as additional compensation for its services. LPL does not share this compensation with your Representative.
- (i) **Networking Fees.** When LPL is the broker-dealer for the Plan on the books and records of a mutual fund or variable annuity, the fund or annuity or an affiliate of the fund or annuity may pay LPL fees for networking and integrating systems between LPL and the product sponsor. LPL receives compensation that is based on the number of LPL customer positions held with the fund or annuity (up to \$12 per position per year) or based on the amount of customer assets in the fund or annuity (up to 0.15% on an annual basis). LPL does not share this compensation with your Representative.
- (g) **Recordkeeping Fees.** LPL performs omnibus recordkeeping and administrative services on behalf of mutual funds and receives compensation for the services. These services include establishing and maintaining sub-account records reflecting the purchase, exchange or redemption of shares by each LPL customer account. LPL does not share this compensation with your Representative. The compensation LPL receives for these services may be paid based on customer assets in the fund (up to 0.40% on an annual basis) or number of positions held by customers in the fund (up to \$25 per position).
- (h) **Product Onboarding Fees.** LPL charges a setup fee to Product Sponsors when adding new investment products or share classes of an investment product to LPL's investment platforms. LPL does not share this compensation with your Representative. Setup fees for investment products are as follows:
 - (i) **Mutual Funds.** When a new mutual fund family joins LPL's platform, it may be charged up to \$40,000 to add the fund to its recordkeeping platform, which is the sum of a \$15,000 due diligence fee and a setup fee of \$5,000 per fund (up to a maximum of \$25,000 total for all funds).
 - (ii) **Annuities.** LPL charges variable annuity product sponsors a one-time networking setup fee of up to \$75,000 to reimburse LPL for associated technology-related costs.
 - (iii) **Alternative Investments.** LPL charges alternative investment sponsors up to \$30,000 for initial products that are on-boarded to LPL's platforms and \$15,000 for follow-on offerings.
- (i) **Optimum Funds.** If the Plan purchases a fund in the Optimum Funds mutual fund family, you should be aware that LPL provides services to the Optimum funds and receives the following compensation for such services, in addition to recordkeeping fees. LPL provides investment consulting services to the investment advisor of the Optimum Funds pursuant to a consulting agreement between LPL and Delaware Investments, which services include, but are not limited to, assisting the advisor in determining whether to engage, maintain or terminate sub-advisers for the Optimum Funds. As compensation for these services, LPL receives an annual investment consulting fee of up to 0.22% of fund assets annually from Delaware Investments. This compensation is not shared with your Representative.
- (j) **Sponsorship Program Arrangements.** In addition to the compensation described above, LPL receives under LPL's sponsorship programs compensation (sometimes referred to as "revenue sharing") from the product providers and/or their affiliates of mutual funds, alternative investments, and annuities, some of which may be in connection with LPL's arrangement with the Plan. LPL receives revenue sharing payments from investment sponsors who participate in LPL's Sponsorship Programs. These arrangements support LPL's product marketing and financial advisor education and training efforts, and allow investment sponsors to communicate with Representatives and employees so that the sponsor can promote such funds or products. The arrangements also allow the investment sponsor's products in certain cases to benefit from lower transaction charges typically paid by the financial advisor and/or customer. These payments are typically calculated as a fixed fee, as an annual percentage of the amount of assets invested, as a percentage of annual new sales, or



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as a combination. Your Representative does not receive any part of these sponsorship program payments unless specifically stated below.

(i) Mutual Fund and Variable Annuity Sponsors. LPL receives compensation from the distributors or other affiliates of mutual funds and variable annuities that are available to LPL customers. In the case of mutual funds, LPL receives compensation of up to 0.15% on an annual basis of customer assets invested with a mutual fund family. In addition, LPL also receives from mutual fund sponsors up to \$10 per trade ticket charge for mutual fund purchases. In the case of variable annuities, LPL receives compensation that is based on customer assets (up to 0.15% annually), based on sales of such products (up to 0.35% annually) or based on a formula that is a combination of a fixed fee, customer assets and/or product sales.

American Funds Distributors, Inc. may provide compensation to LPL in accordance with the terms of a letter of understanding. These payments are made at the discretion of American Funds Distributors, Inc. and may vary in any given year, but will not exceed the sum of (a) 0.10% of the previous year's American Funds sales by LPL, and (b) 0.02% of the assets of the American Funds held by LPL customers. The actual payment to LPL in any given year will depend on LPL's sales, customer assets and customer redemption rates, and LPL's relationship with American Funds.

(ii) Alternative Investment Providers. LPL receives compensation from alternative investment providers that are available to LPL customers. These payments are made in connection with programs that support LPL's marketing and sales force education. LPL receives a due diligence or marketing allowance fee on an annual basis of up to 0.60% of customer assets invested in managed futures funds, hedge funds and private equity and up to 1.50% of sales or customer assets invested in other alternative investments.

(iii) Fixed Annuity Sponsors. In addition to the commissions described above, LPL receives compensation from issuers of fixed annuities that are available to LPL's customers for administrative services that LPL provides and payments made in connection with LPL's marketing and sales-force education and training efforts. LPL receives compensation from the fixed annuity issuers of up to 0.50% annually on sales and up to 0.25% annually based the value of assets owned by LPL customers, held at the fixed annuity issuer.

(iv) UITs. LPL receives fees, often referred to as volume concessions, from UIT sponsors that are based on a percentage of sales volume. These fees are set by the UIT sponsor and vary. The UIT prospectus contains detailed descriptions of these additional payments

3. OTHER TYPES OF COMPENSATION

(a) Miscellaneous and Non-Cash Compensation. In addition, although not in connection with any particular LPL customer, LPL, LPL employees and/or your Representative receive compensation from product sponsors. Compensation includes such items as gifts valued at less than \$100 annually, an occasional dinner or ticket to a sporting event, or reimbursement in connection with educational meetings, client workshops or events, or marketing or advertising initiatives, including services for identifying prospective clients. Product sponsors also pay for, or reimburse LPL for the costs associated with, education or training events that may be attended by LPL employees and representatives and for LPL-sponsored conferences and events, which may include events under the Sponsorships Programs described above.

(b) Third Party Asset Management Programs. LPL enters into agreements with third party asset management program ("TAMP") sponsors and third party investment advisers to whom LPL refers clients, pursuant to which LPL may provide (i) marketing services on behalf of the third party investment advisers to LPL representatives; or (ii) data technology services to integrate third party investment adviser account data on LPL's technology systems. LPL receives fees for these data technology services and such fees may be a flat upfront or annual fee or be based on the amount of assets (typically up to 0.20%) recommended or referred by LPL to the TAMP or third party investment adviser. Your Representative does not share in these fees. If LPL acts as a referral agent, the Plan or the Plan's participants being referred to the TAMP or investment advisor firm are required to be provided with a disclosure statement (which must be acknowledged in writing) outlining the referral arrangement and the compensation to LPL.



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- (c) Technology Funding. When LPL incurs technology development-related costs associated with the launch or maintenance of a platform, tool or service, LPL sometimes receives reimbursements from product sponsors for such costs. Because LPL benefits from product sponsors' reimbursements of technology development-related costs, LPL's financial interests are conflicted with its ability to use strictly objective factors when selecting product sponsors to make available on the applicable platforms.

4. OTHER INFORMATION RELATED TO COMPENSATION

- (a) Investment-Related Information in Prospectus. If the Plan is an individual account plan that permits participants or beneficiaries to direct the investment(s) in their accounts, and if one or more designated investment alternatives are made available in connection with LPL's brokerage services, the following information for each investment alternative may be found in the current prospectus or other disclosure materials of the issuer of the designated investment alternative, copies of which have been provided to you: (i) a description of any compensation that will be charged directly against the amount invested in connection with the acquisition, sale, transfer of, or withdrawal from the investment contract, product, or entity (such as, sales loads, sales charges, deferred sales charges, redemption fees, surrender charges, exchange fees, account fees, and purchase fees); (ii) a description of the annual operating expenses (the annual expense ratio) if the return is not fixed; and (iii) description of any ongoing expenses in addition to annual operating expenses (such as, wrap fees, mortality and expense fees). LPL makes no representations as to the completeness or accuracy of such disclosure materials. You should refer to the prospectus or other disclosure materials for the particular designated investment alternative.

- (b) Arrangements between LPL and Your Representative. Commissions and trail payments described above with respect to the Plan's investments are paid to LPL, and LPL shares a portion with your Representative based on an agreement between LPL and your Representative. A portion of the commissions and trails may be paid by the Representative to his or her LPL branch manager or another LPL representative for supervision or administrative support. Your Representative is a registered representative of LPL and provides brokerage services on behalf of LPL. Your Representative is an independent contractor and not an employee of LPL. LPL may share with your Representative between 90% to 100% (depending on the type of investment product) of the commissions and ongoing trail payments LPL receives in connection with the Plan's investment.

If your Representative provides services on the premises of unaffiliated businesses, including insurance companies, employee benefit companies, and financial institution such as a bank or credit union, your Representative may pay such business entity a fee for the use of the premises and facilities and for administrative support.

In particular, LPL has entered into agreements with financial institutions which allow LPL financial advisors to offer investment and insurance products on the premises of the financial institution and compensate the financial institution for the use of its facilities and for client referrals. If your Representative is an employee of the financial institution where it provides services to the Plan, LPL typically shares with the financial institution between 75% to 100% (depending on the type of investment product) of the commissions and ongoing trail payments that LPL receives in connection with the Plan's investment. In such case, your Representative (an employee of the financial institution) will be compensated (e.g. in the form of salary, bonus, compensation based on commissions, etc.) by the financial institution in accordance with the terms agreed upon between the financial institution and the Representative (which vary depending on each financial institution and employee). If your Representative is not an employee of the financial institution where it provides services to the Plan, LPL typically shares with your Representative between 25% to 100% and with the financial institution between 0% to 75% (depending on the type of investment product) of the commissions and ongoing trail payments that LPL receives in connection with the Plan's investment.

LPL pays other compensation to such financial institution or to your Representative, such as bonuses, awards or other items of value offered by LPL. In particular, LPL pays a financial institution or registered representatives in different ways, for example, by: payments based on production; equity awards from LPL's parent company, LPL Financial Holdings Inc. consisting of awards of either restricted stock units (a promise to deliver stock in the future) or stock options to purchase stock, in each case subject to satisfaction of vesting and other conditions; reimbursement or credits of fees that LPL charges for items such as administrative services; and other items of value such as free or reduced-cost marketing materials; payments in connection with the transition from another broker-dealer firm to LPL, or attendance at LPL conferences and events.



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- (c) Error Correction. In the event a trade error occurs in an account, and such error is determined to be caused by LPL, LPL will cancel the trade and remove the resulting monetary loss to a client from the account. If a trade correction is required as a result of a client (e.g., if a client does not make full payment for purchases or fails to deliver negotiable securities for liquidations before trade settlement), LPL will cancel the trade and any resulting monetary loss will be borne by the client. In the case of a trade that requires a correction as described above and that resulted in a monetary gain to the client, such gain may be removed from the account and may result in a financial benefit to LPL.
- (d) Termination of Services. If the brokerage services under this Agreement are terminated, LPL may continue to receive trail payments and sponsorship program compensation as described above from the investment provider or issuer until the Plan arranges a change to the broker-dealer shown on the Plan's account. As described above, if the Plan terminates its account at LPL, there will be a termination fee that applies as outlined above and in the Miscellaneous Fee Schedule.
- (e) Conflicts of Interest. You should understand that LPL and your Representative receive more or less compensation depending on the investments selected by the Plan. Therefore, LPL and your Representative may have a financial incentive to recommend a certain product over another product.

Please consult the Retirement Plans Disclosures page on LPL's website (www.lpl.com) for the most current ERISA 408(b)(2) disclosures. LPL posts any changes to its ERISA 408(b)(2) disclosures on its website from time to time. LPL may not notify you when these changes are made and it is your responsibility to consult the website to learn about any changes that have been made to these disclosures. If you are unable to access the website or require paper copies of any documents referenced herein, please contact your Representative or LPL Client Services at (800) 558-7567. Please also be aware that LPL makes available on its website (at lpl.com) a list of product sponsors that provide the types of compensation set forth in the disclosure above.

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