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Your Retirement Workbook

Stein Mart, Inc. Retirement Plan



Prudential Retirement
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Iselin, NJ 08830

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Dear Associate, Finally, a plan that's all about you.

Everyone knows that a financially secure retirement doesn't happen overnight; it requires careful planning. But a lot of people are put off by what they think will be a complicated process.

As you'll see, we've made it easy for you to start saving. Your enrollment in the Stein Mart, Inc. Retirement Plan is automatic, unless you decline participation within 30 days following your eligibility date. After all, we want all of our employees to benefit from a plan that provides:

- **Employer contributions** that can help boost your own savings—it's like getting a bonus.
- **A contribution accelerator** feature that enables you to automatically increase your contribution amount each year.
- **Retirement Goal Funds**, a family of funds where you may find a single-fund investment solution.
- **Automatic payroll deductions** make saving effortless.
- **Wide array of investment options** enables you to develop a strategy that best suits your needs.

[A little planning and action today can lead to a better tomorrow](#)

We've worked with Prudential Retirement® to create this workbook that explains all the benefits of the retirement plan and to show you how easy it is to prepare for retirement. Whether you need to enroll or simply need to review if you are on track, by following the simple steps outlined, you can start saving—and realizing benefits—right away. Of course, you can decline your enrollment by using the account tools described in Section 4 until you decide the time is right.

The planning you do in this workbook today may help you have the kind of retirement you want tomorrow.

Sincerely,

Jay Stein, Chairman
Stein Mart, Inc.

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Automatic Enrollment and Auto Accelerate Options

Under The Stein Mart, Inc. Retirement Plan (401(k) Plan)

Your Take Home Pay will be Automatically Affected **Unless You Take Action!**

Participating in your 401(k) Plan is an important step on your way to saving for a successful retirement. Now, we've made saving simple and easy.

Stein Mart associates who have completed 12 months of eligibility service, have 1,000 hours of service within this 12 month period and are at least 21 years of age will automatically be enrolled in the Stein Mart, Inc. Retirement Plan (401(k) Plan) 30 days after their plan entry date (automatic enrollment date). The plan entry day is the first of the next month following the completion of the eligibility requirements.

What does Automatic Enrollment mean?

To help you save for your future, Stein Mart will automatically deduct **3% of your paycheck and invest this in the 401(k) Plan**. This deduction will take place as soon as administratively possible following your automatic enrollment date.

You may direct otherwise, but if an investment election is not received, **all contributions will be invested in a Retirement Goal Fund based on your age**. The Retirement Goal Funds are professionally managed, balanced and diversified funds that help take the guesswork out of choosing a portfolio of investments for yourself.

What if I don't want to participate in the Plan?

To decline participation in the Plan, you may opt out by calling Prudential Retirement at 1-877-778-2100 or by logging onto Prudential's website at www.prudential.com/online/retirement prior to your automatic enrollment date. If you do not decline participation by this date, contributions will be deducted from your pay. **Your contributions will only be able to be distributed subject to Plan provisions**. You are highly encouraged to join early and continue contributing to the Plan until your retirement.

What does Automatic Accelerate mean?

To ensure you will eventually receive the full matching contributions, your savings rate will automatically increase 1% each year on the first pay in June until you reach 10%.

These automatic increases will occur at the same time each year, so you can plan for them. A small once-a-year increase in your savings will hardly make a dent in your paycheck, but the long-term effect can be powerful.

You may opt-out of this feature anytime.

What is the Match Amount?

Stein Mart will *match \$0.50 on each dollar you contribute to the plan up to 4% of your eligible pay* (maximum 2% match). Matching contributions are subject to a vesting schedule (please refer to the Retirement Workbook or Summary Plan Description for more information).

What if I want to change my deferral contribution or investment option?

To change the contribution amount deducted from your pay or direct your contribution to different investment options, you can access your account by calling Prudential Retirement at 1-877-778-2100 or logging on to Prudential's website at www.prudential.com/online/retirement.

Remember, you may also call Prudential Retirement at **1-877-778-2100** to decline enrollment or opt out of contribution accelerator. Representatives are available to assist you Monday through Friday from 8 a.m. to 9 p.m. Eastern Time.

**IT IS NEVER TOO SOON TO START SAVING FOR YOUR FUTURE!
DON'T MISS THIS GREAT OPPORTUNITY TO START NOW!**

Please refer to the Summary Plan Description and Retirement Workbook for additional information about the Stein Mart, Inc. Retirement Saving Plan including reasons to save and how to determine your "investment type".

Amounts withdrawn before age 59½ may be subject to a 10% federal income tax penalty, applicable taxes, and plan restrictions. Withdrawals are generally taxed at ordinary income tax rates.

IMPORTANT: You may decline to participate at any time.

The target date is the approximate date when investors plan to retire and may begin withdrawing their money. The asset allocation of the target date funds will become more conservative as the target date approaches by lessening the equity exposure and increasing the exposure in fixed income type investments. The principal value of an investment in a target date fund is not guaranteed at any time, including the target date. There is no guarantee that the fund will provide adequate retirement income. A target date fund should not be selected based solely on age or retirement date. Participants should carefully consider the investment objectives, risks, charges and expenses of any Fund before investing. Funds are not guaranteed investments and the stated asset allocation may be subject to change. It is possible to lose money by investing in securities, including losses near and following retirement.

The Retirement Goal Funds are group annuity contracts issued by Prudential Retirement Insurance and Annuity Company, Hartford, CT, a Prudential Financial company and include a family of six multi-asset class, multi-manager separate account investment portfolios offering a range of distinct risk/return characteristics.

Retirement products and services are provided through Prudential Retirement Insurance and Annuity Company, Hartford, CT or its affiliates.

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This workbook is as unique as you are.

- It shows the value your plan provides. And, it shows you how to plan for your future based on your individual financial situation and retirement goals.
- It can help answer common retirement planning questions and specific questions you may have about your plan.
- It is easy to use. Use the space provided in the workbook to track your decisions (The pencil icon alerts you to sections to be completed by you.) Then, follow the enrollment instructions in Section 4.



Important. Be sure to review the Important Information section; it details your plan's provisions and investment performance.

1.

How much will you need during retirement?

2.

How much should you consider contributing?

3.

How can you invest your money?

4.

Take action.

For more information about your plan, call **1-877-778-2100** or visit www.prudential.com/online/retirement.

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■ How much will you need during retirement?

That's a tough question because everyone's situation is different. Most financial experts estimate that individuals will need a total monthly retirement income equal to 80% of their pay.

To get an idea of how much monthly retirement income you may need, look at the chart below.

For example, if you are 20 years old, with an annual pay of \$30,000, your projected monthly pay when you become eligible to retire will be \$7,375. We multiplied this figure by 0.80 and the resulting figure—\$5,900—represents the income you may need each month in retirement.



Monthly retirement income projections*

	Current Annual Pay					
	\$30,000			\$60,000		
	Age: 20	Age: 30	Age: 40	Age: 20	Age: 30	Age: 40
Projected monthly income need	\$5,900	\$4,600	\$3,600	\$11,900	\$9,300	\$7,200
Projected monthly income from Social Security	-\$3,400	-\$2,400	-\$1,700	-\$4,300	-\$3,400	-\$2,700
Projected monthly retirement income goal	=\$2,500	=\$2,200	=\$1,900	=\$7,600	=\$5,900	=\$4,500

*These projections assume a retirement age of 65 and that you will spend 20 years in retirement. Projections are based on an annual return rate of 6%. The projected Social Security benefit is an estimate based on recent Social Security Administration statistics and benefit formulas. It assumes that benefits will equal the Primary Insurance Amounts (PIA) for a single individual. Projections also assume that current pay will grow by 2.5% annually until retirement.

Write your projected monthly retirement income goal here: _____.

Consider all your sources of retirement income

Remember this estimate does not include any account balance you may have in your plan. Other sources of retirement income may include pension plans, interest and dividends on investments from other retirement vehicles, rental income, and wages. Reviewing the information above, however, will give you a good idea of how much you'll need overall to retire.



To create your own estimate of your retirement income based on your personal information, visit <http://www.preparewithpru.com>.

Review your plan's benefits.

The Stein Mart, Inc. Retirement Plan is one of the best ways to help you save for retirement. Of course, there are many ways to save and invest for retirement. But your plan offers you the following benefits that are hard to overlook:

- **You pay less in federal taxes today:** Your before-tax contributions will lower your current taxable income.
- **Compounding helps your money grow:** You earn interest on both the money you invest and the interest that money earns over time. Time is the most important ingredient in the compounding process.
- **Your money works harder for you:** All of your before-tax contributions and any money your contributions earn grow tax-deferred until you withdraw them.*
- **Saving is easy:** Your contributions are automatically deducted from your paycheck—so you don't have to worry about writing a check or finding the money to invest.

By participating in the plan—and contributing as much as possible—you can help ensure you'll have the retirement income you need.

* Withdrawals of contributions and potential earnings are taxed at ordinary income tax rates.

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2 ■ How much should you consider contributing?

Now that you know how much your projected monthly retirement income goal may be, the next step is to determine how much you should contribute to help reach your goal. The chart below shows how different before-tax contribution amounts today can help. Simply find the projected monthly retirement income goal you identified in Section 1 to learn your suggested contribution amount.



Reach your goal.*

Age	Current Annual Pay \$30,000		Current Annual Pay \$60,000	
	Monthly retirement income goal	Suggested contribution amount	Monthly retirement income goal	Suggested contribution amount
20	\$2,500	6%	\$7,600	9%
30	\$2,200	11%	\$5,900	15%
40	\$1,900	21%	\$4,500	24%

* The suggested contribution amounts take into consideration the annual IRS contribution limits and your plan's maximum contribution limit, which may not be enough to help reach your goal. Please keep in mind that this is a hypothetical illustration and does not take into consideration any other retirement savings or benefits that you may have. It is not intended to represent the performance of any specific investment. **It is possible to lose money by investing in securities.**

Your bottom line.

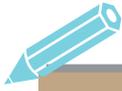
Now that you know how much you may need to contribute to your retirement plan, it's important to consider how much you can afford to have taken out of your paycheck. Take a look at the charts on the next page to see how various contribution amounts will affect take-home pay.

Quick Tip:

You may contribute between 1 and 100% of your annual pay before taxes are deducted.



Find the chart below with the annual pay that is closest to your current pay. Next, review the first column of the chart to find your suggested contribution amount from the previous page. Then, look across to see the impact to your take-home pay. You will notice that the amount you contribute to the plan is actually more than the amount your take-home pay is reduced each month. Why? Because contributions are deducted from your pay before taxes, so your taxable income is reduced. As a result, you'll pay less in federal income taxes and invest more into your account. **That's the power of before-tax investing.**



\$30,000			
Suggested contribution amount	Your monthly contribution	Total amount contributed to your account each month	Amount take-home pay is reduced each month
6%	\$150	\$150	\$128
11%	\$275	\$275	\$234
21%	\$525	\$525	\$446

* This chart assumes a 15% tax bracket.

Write your own contribution amount here: _____.



\$60,000			
Suggested contribution amount	Your monthly contribution	Total amount contributed to your account each month	Amount take-home pay is reduced each month
9%	\$450	\$450	\$338
15%	\$750	\$750	\$563
24%	\$1,200	\$1,200	\$900

* This chart assumes a 25% tax bracket.

Write your own contribution amount here: _____.

Looking for an easy way to boost your savings?

There's an easy way to increase your contribution amount over time—through your plan's optional contribution accelerator feature. See the Important Information section for more details.

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How can you invest your money?

When it comes to choosing your investments, you have the following options. For more information on these investment options, please refer to the Important Information Section.

Keep it simple.

■ **Retirement Goal Funds** skip to Section 4

These options are for investors who want to simplify the investment selection process. This option is based on the simple theory that different investment mixes are appropriate for individuals at different stages of their lives.

Choose from plan investments.

■ **Build your own portfolio** determine your Investor Style Code (below)



Determine Your Investor Style Code

Your investment mix depends on your risk tolerance and number of years until retirement. Complete this section if you're choosing your own investment mix. If you need additional help determining your investment style, take the quiz located in this workbook.

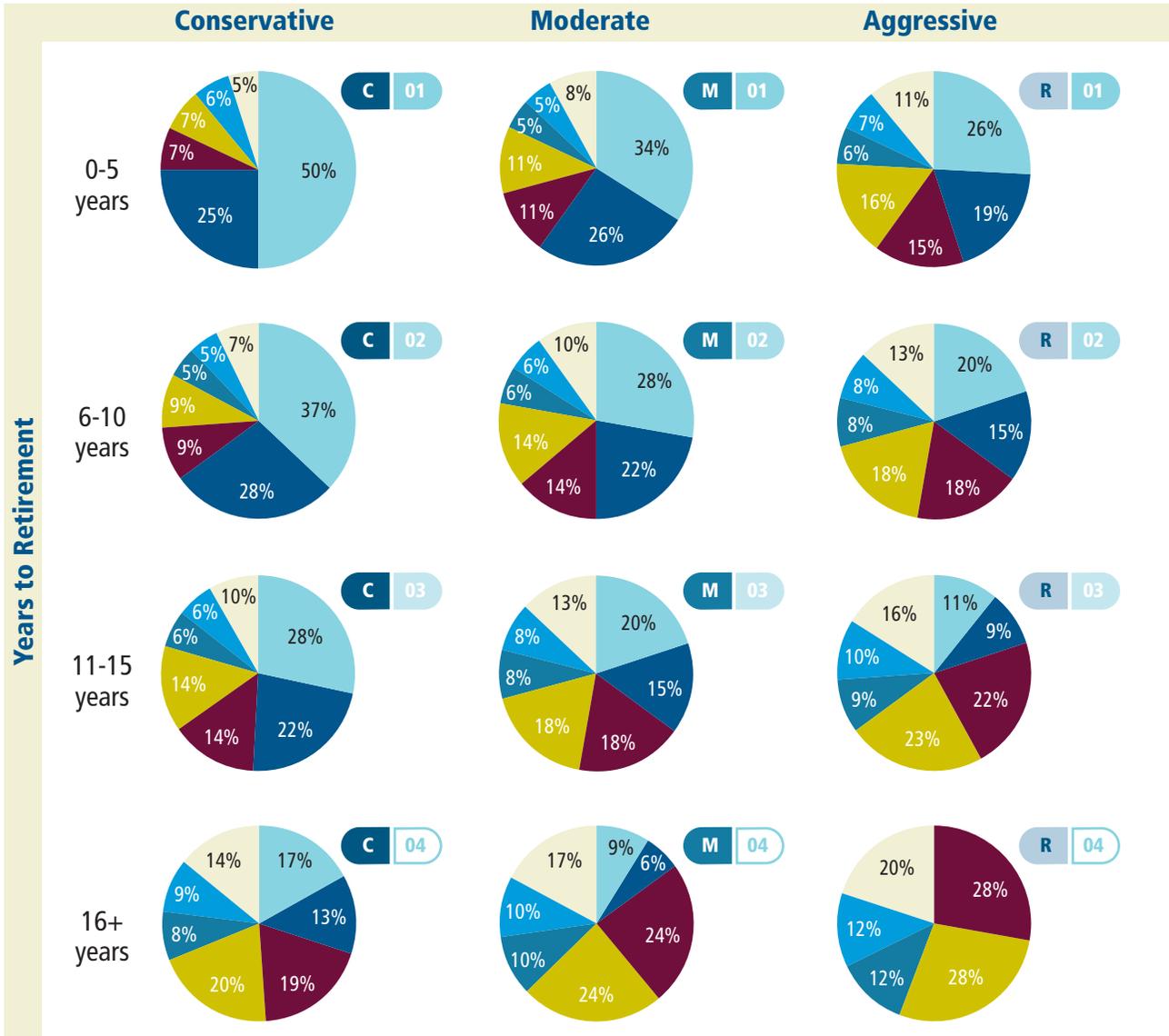
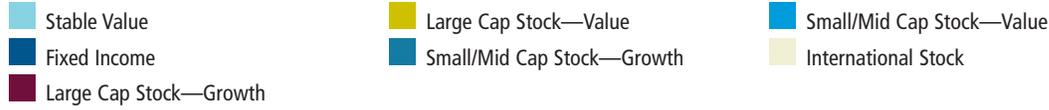
Description	Style	Code	Years to Retirement
CONSERVATIVE investors generally are concerned about short-term ups and downs in the market and want to minimize risk and maintain principal.	C	01	0-5
MODERATE investors generally are willing to sacrifice safety of principal for potentially greater returns and can tolerate modest market fluctuations.	M	02	6-10
AGGRESSIVE investors generally seek to maximize investment returns and can tolerate substantial market fluctuations.	R	03	11-15
		04	16+

My Investor Style Code is:

Keep in mind that application of asset allocation and diversification concepts does not ensure safety of principal. **It is possible to lose money by investing in securities.**

Suggested portfolio options by Investor Style Code*

Find your Investor Style Code in the chart below.** If you want to build your own portfolio, the same code provides a suggested mix of investments by asset class. Review these options, then read on to choose how you would like to invest your contributions.



* These asset allocation models are provided as samples and not as investment recommendations. They are based on generally-accepted investment practices and take into account the principles of the modern portfolio theory, in which allocations are adjusted in an effort to achieve maximum returns for a given level of risk. You may want to consider other assets, income and investments you may have before applying these models to your individual situation. All investing involves various risks, such as; fixed income (interest rate), default, small cap, international and sector- including the possible loss of principal. Keep in mind that application of asset allocation and diversification concepts does not ensure a profit or protect against loss. **It is possible to lose money by investing in securities.**

** Your existing plan fund line up might not offer all the asset classes listed above as per the suggested portfolio. If the plan only offers one asset class: Stable Value or Fixed Income, you can utilize the combined percentage under the suggested model. If the plan does not offer International, the suggested international percentage allocation can be applied to Large, Mid and Small Cap proportionally. This will allow your portfolio to maintain a prudent asset allocation.

4. Take action.

Step 1: Write in your contribution amount here:

%

Select one option below that best meets your **investing** style and goals.

You will be automatically invested in the age appropriate Retirement Goal Fund unless you select an alternative below.

choose one Retirement Goal Fund (Total of one fund equals 100%)

Choose the fund most closely aligned with your retirement date (e.g., 2010), then go directly to Step 2 to take action.

- Retirement Goal 2010 Retirement Goal 2020 Retirement Goal 2030 Retirement Goal 2040 Retirement Goal 2050
 Retirement Goal 2060 Retirement Goal Income Fund

OR...build your own portfolio¹: (Total of selected funds equals 100%)

If you decide to choose your own investments, you can refer to the suggested portfolio options on the previous page for allocation suggestions. You can then choose from the investment options in the chart on the next page, and write in the percentage you'd like to invest. Then go directly to Step 2 to complete enrollment.

¹Please refer to the Important Information and investment performance sections for additional information.

Quick Tip:



What do we mean by assets and asset classes? What is the relationship between investment risk and reward? You can find answers to these and many other investing questions by visiting the educational website at www.preparewithpru.com.

Stable Value	Guaranteed Income Fund	%	
Balanced	Retirement Goal 2010 Fund	%	Retirement Goal 2020 Fund %
Balanced	Retirement Goal 2030 Fund	%	Retirement Goal 2040 Fund %
Balanced	Retirement Goal 2050 Fund	%	Retirement Goal 2060 Fund %
Balanced	Retirement Goal Income Fund	%	
Large Cap Stock	Dryden S&P 500 Index Fund	%	
Mid Cap Stock	QMA Mid Cap Quantitative Core Equity Fund	%	
Global Stock	SA/OFII Global Strategy	%	

TOTAL MUST EQUAL

100%

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Step 2: Act today.

Online or by phone:

- Visit www.prudential.com/online/retirement and select “First Time Logging In?” option. Or, call **1-877-778-2100** (hearing impaired, please call **1-877-760-5166**).
- Follow the prompts to create your PIN (Personal Identification Number) and then complete your transaction.

Please keep in mind, if you are already participating in the plan, you can change the way your existing account is invested or determine how new contributions to your account will be invested. You can also use these tools to opt out of the contribution accelerator feature or to decline enrollment within 30 days following plan entry date.

Step 3: Designate your beneficiary.

- Identifying the person you want to receive your account balance in case of your death is very important. Once you have been automatically enrolled, you can designate your beneficiary.
- You can record the beneficiary for your account by visiting www.prudential.com/online/retirement or calling **1-877-778-2100**.

Step 4: Be sure to stay on track.

It's important to keep an eye on your account to help ensure that your financial future is on track. Use the following tools to help yourself along the way:

- Obtain account information and initiate transactions by visiting www.prudential.com/online/retirement or calling our toll free number, at **1-877-778-2100**. (Representatives are available to assist you weekdays, from 8 a.m. to 9 p.m., ET.)
- Visit the educational website at www.preparewithpru.com to access a variety of interactive financial planning tools.
- Review your retirement statement detailing your account activity.

Quick Tip:



*Do you have money in another retirement plan or Individual Retirement Account (IRA)? You may want to consider rolling it into this retirement plan. With your retirement investments consolidated in one account, you'll have one convenient place to go to manage your savings. Call **1-800-992-4472** for more details.*

Important information about your plan

On the following pages, you will find important information about the Stein Mart, Inc. Retirement Plan, including performance information for each of the plan's investment options and some helpful worksheets. The information in this guide is just an overview of the plan's features and is not intended to replace the information contained in the Summary Plan Description (SPD). The SPD includes more complete information. If you do not have a copy of the SPD, you should request one from your Plan Administrator. You should be sure to read the SPD carefully.

Excessive trading can harm a fund's performance - and the retirement security of long-term investors. Mutual fund companies and other providers of retirement investment products have rules prohibiting this practice in order to protect the interests of all investors. The Excessive Trading Monitoring Program is part of Prudential Retirement's ongoing commitment to help all our investors grow and protect their wealth. The program is designed to identify participants who are engaging in excessive trading of one plan investment for another plan investment and to stop such trading. Visit www.preparewithpru.com for more information.

This plan qualifies as a 404(c) Plan. 404(c) is a section of ERISA dealing with participant investment self-direction. The section has garnered much interest as a means for plan sponsors to avoid or reduce fiduciary liability for participant investment choices in a participant-directed investment plan. In order to qualify, the plan must comply with specific requirements regarding information about investment options, number and type of investment options, as well as an ability to move balances between those options on a reasonably frequent basis.

Enrollment and eligibility

- Your enrollment in the plan is automatic, unless you decline participation within 30 days following your plan entry date.
- Automatic enrollment is a process by which you are enrolled in your retirement plan without taking any action. You can change the amount of your contributions, stop them altogether, or redirect your investment options.
- Your employer allows for enrollment in the program on the first of the month, if you have reached age 21 and completed 12 months and 1000 hour(s) of service.
- If automatically enrolled, you will be enrolled at a deferral rate of 3% of your eligible pay, which will be deducted from your paycheck and invested in the the age appropriate Retirement Goal Fund. To learn more about other investment options in your plan, refer to the "How can you invest your money" section of this workbook.
- You may enroll on your own and start your before-tax savings prior to the automatic enrollment start date. This will allow you to invest in the funds of your choice from the start of your participation. In addition, you may contribute more to your account. Even an increase of one or two percent over the auto-enrollment deferral rate of 3% can have a significant impact on your savings.
- If you don't want to participate in the plan, you must decline enrollment to avoid having deductions taken from your pay and contributed to your account.

Your contributions

- You may contribute:
 - 1 to 100% of your annual pay before taxes are deducted.*
 - If you will be at least 50 years old in 2016, you are also eligible to make an additional before-tax catch-up contribution of \$6,000 per year.
 - You may change your contribution amount anytime.
 - You may roll over money to your account, in any amount, from another similar retirement plan. Refer to the SPD for further information.

* In 2016, federal tax law allows you to make before-tax contributions to your retirement plan up to \$18,000. If you are a highly compensated employee, you may be subject to additional contribution limits.

Additional feature!

Contribution accelerator-an easy way to increase your contribution amount over time-through your plan's optional contribution accelerator feature. **Here's how it works:**

- You are automatically enrolled in this feature unless you opt out
- Your contribution amount will increase by 1.0% annually, up to a maximum of 10% of your pay
- You can opt out of this feature at any time

Your employer's contributions

The employer may make contributions to your account; this amount may vary from year to year.

In 2016, federal tax law allows employee and employer contributions up to a combined total of \$53,000 or 100% of compensation, whichever is less.

You can direct employer contributions to any investment in your plan.

What is vesting?

"Vesting" refers to your ownership of the money in your account. You are always 100% vested in your own contributions.

Access your money

You may be able to access money in your retirement plan account through a loan, in-service withdrawal, or hardship withdrawal.

Loans

Your plan allows you to take:	1 loan at one time
Application fee:	\$50 for each loan
Processing fee:	No Charge
Method of repayment:	Payroll Deduction
Tax consequences:	If loan is not paid in full, tax consequences will apply.
Prepayment available:	Yes

General purpose

Interest rate:	Prime rate plus 1%*
Minimum loan:	\$1,000
Maximum loan:	50% of your vested account balance, up to \$50,000 in a 12 month period*
Repayment period:	0 to 5 years

*Interest is paid back to participant's account. Additional information about loan calculations and loan interest rate details can be found in your plan's loan policy.

Primary residence

Interest rate:	Prime rate plus 1%*
Minimum loan:	\$1,000
Maximum loan:	50% of your vested account balance, up to \$50,000 in a 12 month period*
Repayment period:	5 to 10 years

*Interest is paid back to participant's account. Additional information about loan calculations and loan interest rate details can be found in your plan's loan policy.

In-service withdrawals

While employed, you may make in-service withdrawals within plan restrictions.

Hardship withdrawals*

While employed, you may take a withdrawal request due to a financial hardship, within plan restrictions.

One of the following requirements must apply to qualify for hardship withdrawal:

- Purchase or construction of a principal residence-this does not include mortgage payments
- Finance the cost of post-secondary education for you, your spouse or your dependent children
- Preventing eviction from, or foreclosure on, a principal residence
- Un-reimbursed medical expenses for you, your spouse or dependents
- Payment of funeral or burial expenses for your spouse or dependents
- Repair of damage to participant's primary residence that qualifies for casualty deduction

Additional requirements to qualify for a hardship withdrawal can be located in the plan's SPD.

Once you take a hardship withdrawal, you may not be able to make contributions to your account for 6 months.

*Withdrawals: The taxable portion of a withdrawal is taxed as ordinary income and will be subject to an additional early distribution penalty tax if you receive the withdrawal before age 59½. The total amount of the withdrawal may not be more than the amount required to meet your immediate financial need, however, you may have the option to "gross-up" the amount you receive to cover taxes. You may want to consult a tax professional before taking a withdrawal from the plan.

Important Note!

Amounts withdrawn before age 59 ½ may be subject to a 10% federal income tax penalty, applicable taxes and plan restrictions. Withdrawals are generally taxed at ordinary income tax rates.

Retiring or leaving the employer

It's important to learn about all options regarding your account balance before you retire or leave Stein Mart, Inc..

You will need to make a decision about what to do with your vested account balance when one of the following events occurs:

- Your employment with the employer ends.
- You retire from the employer at the normal retirement age of 65.
- You become permanently disabled.
- Your death. Your beneficiary is entitled to your account balance when you die; they are responsible for all federal income tax imposed. Distribution upon death may also be subject to federal and state inheritance and estate taxes.

Distributions before 59 ½ may be subject to an additional early distribution penalty tax.

When any of the events listed above occur, you or your beneficiary will have several distribution options. It's important to understand each of the distribution options listed below, before you make your decision. For assistance, please contact a Prudential representative at **1-800-992-4472**.

Keeping it in the plan

At the time benefits are payable, your vested account balance will determine how your account is handled. Refer to the schedule below:

Your vested account balance	Impact to your money
Less than \$1,000	Paid in lump sum, regardless of prior elections*
Greater than \$1,000 but less than \$5,000	If you do not choose to receive a distribution, Prudential will follow the direction of the plan
Greater than \$5,000	Your money will continue to grow tax-deferred in your account

*Standard 20% withheld.

Directly rolling it over

You can choose to move or "roll" money over into another qualified retirement plan, a Traditional Individual Retirement Account (IRA), or Roth IRA. This allows your money to continue growing tax deferred. This is based on our understanding of the tax law. You may wish to discuss this matter with your tax advisor. Because each situation is unique, neither we nor our representatives can provide tax or legal advice.

Having account balance paid in installments

You can withdraw your account balance in a series of payments, in an amount over a period of time determined by the employer.

Lump sum

You may choose to take a full or partial lump sum distribution. A 20% federal income tax may be applied. If you have not reached age 59 $\frac{1}{2}$, you may be subject to a 10% early withdrawal penalty.

Investment types

This section is designed to provide general information about different types of investments. Not all plans offer investments in every category. Information about the specific investments offered through your plan is available in the Investment Options section of this guide. The main types of investments in which participants generally invest:

Stable Value investments: These investments combine safety of principal with money-market-like liquidity and seek to produce rates of return which are superior to money market funds over the long-term.

Fixed-Income investments: Invest in corporate and government bonds. They can go up or down in value each day, so they carry more risk than stable-value investments, but also offer more opportunity for a potentially larger return. Fixed income investment mutual funds are subject to interest rate risk; their value will decline as interest rates rise.

Stocks/Equities: Stock funds, also called equity investments, represent ownership in funds which own shares of corporations. Stock funds offer you a chance to share in the profits, or losses, of those corporations. Stock funds have the potential for higher returns, but they carry more risk than the other investment options.

There are many types of stock investment options, each categorized by the size or market capitalization of the companies they invest in, the investment style followed by the fund manager, and the geographic focus of the fund:

Size of market capitalization:

- **Large Cap:** Over \$10 billion
- **Mid Cap:** \$2 billion to \$10 billion
- **Small Cap:** Under \$2 billion

Investment style:

- **Growth:** These stocks are expected to grow faster than the economy.
- **Value:** These stocks are thought to be a bargain because they have been undervalued or overlooked by investors.
- **Blend:** These investments combine both growth and value stocks.

Geographic focus:

- **Domestic:** Invests primarily in U.S. companies
- **Global:** Invests in both U.S. and foreign companies
- **International:** Invests primarily in foreign countries

Balanced: Balanced investments combine fixed-income and stock components to offer you a combination of the interest income from fixed-income investments and the growth potential of stock investments. As a result, balanced investments typically do not experience the full ups and downs of the stock market.

Retirement Income: Although they may vary in structure, these options are designed to provide a steady stream of income for life.

Investment options

Stein Mart, Inc. offers a selection of investments to choose from. You can decide how you want your money invested, and may move money between investments anytime. Please refer to the disclosures at the end of this section for a description of any restrictions that may apply.*

Stable Value

Guaranteed Income Fund

Balanced - Target Date

Retirement Goal 2010 Fund
Retirement Goal 2020 Fund
Retirement Goal 2030 Fund
Retirement Goal 2040 Fund
Retirement Goal 2050 Fund
Retirement Goal 2060 Fund
Retirement Goal Income Fund

Large Cap Stock - Blend

Dryden S&P 500 Index Fund

Mid Cap Stock - Blend

QMA Mid Cap Quantitative Core Equity Fund

Global Stock - Growth

SA/OFII Global Strategy

*Direct exchanges among investment options may be made unless Prudential has disallowed exchanges into competing investment options. Please contact Prudential for more detailed information.

Retirement Goal Funds

Individuals who want to simplify their investment decision-making can invest in a single Retirement Goal Fund. There is one fund for specific target retirement dates—2010, 2020, 2030, 2040, 2050 and 2060—and another fund for individuals in or near retirement who seek high current income.

When selecting a Retirement Goal Fund, be sure to consider both your years to retirement and investor style. The chart below can assist you in determining which Retirement Goal Fund corresponds to your specific situation. Keep in mind that your plan may not offer all the Retirement Goal Funds.

Retirement Goal Funds			
Your investor style			
Number of years until you retire	Conservative (C)	Moderate (M)	Aggressive (R)
40 + years	Retirement Goal 2050	Retirement Goal 2060	Retirement Goal 2060
30-39 years	Retirement Goal 2040	Retirement Goal 2050	Retirement Goal 2060
20-29 years	Retirement Goal 2030	Retirement Goal 2040	Retirement Goal 2050
10-19 years	Retirement Goal 2020	Retirement Goal 2030	Retirement Goal 2040
0-9 years	Retirement Goal Income	Retirement Goal 2020	Retirement Goal 2030

Fund Performance and Disclosures

Performance is as of 01/31/2016

Please Note: Fund Categories are organized from least aggressive to most aggressive.
This is the performance of all investment options in your plan.

	Average Annual Returns				Inception Date	Gross Expense Ratio* %	Net Expense Ratio* %
	One Year %	3 Years %	5 Years %	10 Years or Since Inception %			
Stable Value							
Guaranteed Income Fund	1.59	1.72	2.00	2.68	01/31/93	0.40	0.40
Balanced - Target Date							
Retirement Goal 2010 Fund	-1.19	3.07	4.24	3.97	11/30/02	0.67	0.67
Retirement Goal 2020 Fund	-1.86	4.35	5.45	4.29	11/30/02	0.82	0.82
Retirement Goal 2030 Fund	-2.84	5.60	6.44	4.36	11/30/02	0.93	0.93
Retirement Goal 2040 Fund	-3.77	6.12	6.74	4.22	11/30/02	1.02	1.02
Retirement Goal 2050 Fund	-4.27	6.50	6.98	4.09	06/30/05	1.05	1.05
Retirement Goal 2060 Fund	N/A	N/A	N/A	-9.76	02/27/15	1.17	1.17
Retirement Goal Income Fund	-1.23	2.93	3.97	4.00	11/30/02	0.67	0.67
Large Cap Stock - Blend							
Dryden S&P 500 Index Fund	-0.71	11.19	10.81	6.45	12/31/87	0.10	0.10
Mid Cap Stock - Blend							
QMA Mid Cap Quantitative Core Equity Fund	-3.92	10.11	10.84	8.27	12/31/05	0.77	0.77
Global Stock - Growth							
SA/OFI Global Strategy	-5.80	4.42	5.39	4.06	07/09/02	1.06	1.06

Past performance does not guarantee future results and current performance may be lower or higher than the past performance quoted. The investment return and principal value will fluctuate and share/units when sold may be worth more or less than the original cost. For more information, log on to the Online Retirement Center at www.prudential.com/online/retirement and choose "Investment Performance" under your Plan account.

These returns are net of investment-related fees and charges as well as current contract (including asset charges). Your actual rate of return may differ from these returns depending on your specific account activity (including the timing of your contributions and purchases and other account transactions), and any changes in contract charges. Investments in the market-valued funds involve the risk and reward associated with the securities market. **Investment performance reflects true period earnings. The Inception Date represents the date assets were first invested in the fund or the date a specific share class was initiated. "N/A" indicated the fund was not in existence or data was not available/applicable at the time this statement was printed. Performance is based on 10 years when an Inception Date is not displayed.**

* The net and gross expenses shown include the total operating expenses of the funds and the indirect expense of the funds' underlying portfolio. Your investment returns are reduced by various fees and expenses. For each plan investment option, the "Expense Ratio" columns show these charges as an annual percentage. Depending on the type of investment, these charges are paid to Prudential or to unaffiliated mutual fund complexes or bank collective trusts. If your plan has mutual fund investment options, the Expense Ratio is not reduced by any fee or expense waivers from the fund complex, and therefore the actual Expense Ratio may be lower. For other investment options, the benefit of any waivers is reflected in the Expense Ratio shown.

Some mutual funds and bank collective trusts, or their affiliates, compensate Prudential for selling their shares and servicing your retirement plan, as detailed in the Fact Sheet for that investment option. For other investment options, the charges reflected in the Expense Ratio are typically deducted by Prudential in return for investment and recordkeeping services, and product distribution. For some plans, the charges also enable Prudential to satisfy the plan's request for allowances to defray plan expenses. Your retirement plan may not include investment options with lower fee structures or lower cost share classes in order to compensate Prudential, in the aggregate, for servicing your retirement plan.

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FUND FACT SHEET USER'S GUIDE

This guide will help provide a glossary of terms and benchmark definitions commonly found on fund fact sheets.

Fund/Portfolio Category Morningstar, an investment research and investment management firm, assigns each mutual fund to a category, based on their actual investment style as measured by their underlying portfolio holdings over the past three years. Categories for Manager of Managers separate accounts are determined by Prudential.

Expense Ratio The net and gross expenses shown include the total operating expenses of the funds and the indirect expenses of the funds' underlying portfolios. Your investment returns are reduced by various fees and expenses. For each plan investment option, the "Expense Ratio" presentation shows these charges as an annual percentage. Depending on the type of investment, these charges are paid to Prudential or to unaffiliated mutual fund complexes or bank collective trusts. For mutual funds the Expense Ratio is not reduced by any fee or expense waivers from the fund complex (i.e., Gross Expense Ratio), and therefore the actual Expense Ratio may be lower. For other investment options, including separate accounts and bank collective trusts, the benefit of any waivers is reflected in the Expense Ratio (i.e., Net Expense Ratio).

Overall Morningstar Rating™ Portfolio's overall rating.

Morningstar Rating™ (Mutual Funds)

For each mutual fund with at least a three-year history, Morningstar calculates a Morningstar Rating™, which reflects a mutual fund's historical risk-adjusted performance as of a specific date. The Overall Morningstar Rating for a mutual fund is derived from a weighted average of the performance figures associated with its three-, five- and ten-year (if applicable) Morningstar Rating metrics. Morningstar computes risk-adjusted return by subtracting a risk penalty (as determined by the downward variations and rewarding consistent performance) from the mutual fund's load adjusted excess return. Mutual funds are then ranked within their respective Morningstar categories, and stars are assigned. The top 10% of mutual funds in each category receive 5 stars, the next 22.5% receive 4 stars, the next 35% receive 3 stars, the next 22.5% receive 2 stars and the bottom 10% receive 1 star.

Morningstar Rating™ (Group Retirement Plan Annuity)

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

Portfolio Manager The name of the person(s) who determines which stocks, bonds and cash equivalents belong in the investment portfolio.

Morningstar Style Box/Investment Style Box While the category description tells you how the portfolio has been run in the past, the Style Box is a snapshot of what the portfolio currently owns. For equity separate accounts, Investment Style Box data is based on a quarter lag and assigned by Prudential.

Morningstar Style Box®

The Morningstar Style Box™ reveals a fund's investment strategy. For equity funds the vertical axis shows the market capitalization of the stocks owned and the horizontal axis shows investment style (value, blend or growth). For fixed-income funds, the vertical axis shows the credit quality of the bonds owned and the horizontal axis shows interest rate sensitivity as measured by a bond's effective duration.

Morningstar seeks credit rating information from fund companies on a periodic basis (e.g., quarterly). In compiling credit rating information, Morningstar instructs fund companies to only use ratings that have been assigned by the following Nationally Recognized Statistical Rating Organizations (NRSROs): Moody's, Standard & Poor's, Fitch, and Egan-Jones. If two NRSROs have rated a security, fund companies are to report the lowest rating; if three or more NRSROs have rated the same security differently, fund companies are to report the rating that is in the middle. For example, if NRSRO X rates a security AA-, NRSRO Y rates the same security an A and NRSRO Z rates it a BBB+, the fund company should use the credit rating of 'A' in its reporting to Morningstar.

PLEASE NOTE: Morningstar, Inc. is not itself an NRSRO nor does it issue a credit rating on the fund. An NRSRO rating on a fixed-income security can change from time-to-time.

For credit quality, Morningstar combines the credit rating information provided by the fund companies with an average default rate calculation to come up with a weighted-average credit quality. The weighted-average credit quality is currently a letter that roughly corresponds to the scale used by a leading NRSRO. Bond funds are assigned a style box placement of "low", "medium", or "high" based on their average credit quality. Funds with a low credit quality are those whose weighted-average credit quality is determined to be less than "BBB-"; medium are those less than "AA-", but greater or equal to "BBB-"; and high are those with a weighted-average credit quality of "AA-" or higher. When classifying a bond portfolio, Morningstar first maps the NRSRO credit ratings of the underlying holdings to their respective default rates (as determined by Morningstar's analysis of actual historical default rates). Morningstar then averages these default rates to determine the average default rate for the entire bond fund. Finally, Morningstar maps this average default rate to its corresponding credit rating along a convex curve.

For interest-rate sensitivity, Morningstar obtains from fund companies the average effective duration. Generally, Morningstar classifies a fixed-income fund's interest-rate sensitivity based on the effective duration of the Morningstar Core Bond Index (MCBI), which is currently three years. The classification of Limited will be assigned to those funds whose average effective duration is between 25% to 75% of MCBI's average effective duration; funds whose average effective duration is between 75% to 125% of the MCBI will be classified as Moderate; and those that are at 125% or greater of the average effective duration of the MCBI will be classified as Extensive.

For municipal bond funds, Morningstar also obtains from fund companies the average effective duration. In these cases static breakpoints are utilized. These breakpoints are as follows: (i) Limited: 4.5 years or less; (ii) Moderate: more than 4.5 years but less than 7 years; and (iii) Extensive: more than 7 years. In addition, for non-US taxable and non-US domiciled fixed income funds static duration breakpoints are used: (i) Limited: less than or equal to 3.5 years; (ii) Moderate: greater than 3.5 and less than or equal to 6 years; (iii) Extensive: greater than 6 years.

Morningstar Volatility Rank is an investment's 3-year standard deviation overall percentile rank within its US open-end, VA/L fund, or VA/L subaccount universe. The investment with the lowest standard deviation receives a rank of 1. We then classify investment portfolios as having one of three volatility levels relative to all types of mutual funds: Low, Moderate, and High. Investments with wider ranges of returns are labeled "high," as they are considered riskier than "low" volatility investments, which have had smaller ranges of returns.

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Annual Performance Calendar year returns for the fund and corresponding benchmarks.

Top Five Holdings The top holdings are the stocks or bonds with the most influence on a portfolio's returns.

Allocation We break down the investment holdings into general investment classes. The pie chart shows how much emphasis is placed on stocks, bonds or cash. We also show how much is held in foreign stocks. Bond investments replace the portfolio allocation chart with the following: Quality Distribution: We reveal the quality of the bonds in a bond-heavy portfolio, from least risky to most risky, with the percentage assigned to each.

Sector Allocation Morningstar classifies each stock holding into 11 major industrial sectors for all Retail, Non-Qualified and Variable Annuity Fact sheets. The top five are listed on the Fund Fact Sheets. For Manager of Managers Institutional Equity Sub-Advised Separate Accounts Source of Sector Classification: S&P/MSCI.

Performance The total return is shown for the quarter, year-to-date and preceding year, as well as the average annual total return for the past three, five, and 10 years, or since inception. To provide you with a point of comparison, the returns of the benchmark indexes are shown for the quarter, year-to-date, one, three, five and 10 year periods. For Manager of Managers separate accounts, we may also present a second index reflecting the category's performance.

Benchmark Performance The holdings and characteristics may differ from those of the benchmark(s), and such differences may be material. Factors affecting portfolio performance that do not affect benchmark performance may include portfolio rebalancing, the timing of cash flows, credit quality, diversification and differences in volatility. In addition, financial indices do not reflect the impact of fees, applicable taxes or trading costs which reduce returns. Unless otherwise noted, financial indices assume reinvestment of dividends. You cannot make a direct investment in an index. The statistical data regarding such indices has not been independently verified.

Description of PRIAC Separate Accounts

In addition to registered mutual funds and bank collective trust funds, PRIAC makes available an array of insurance company separate accounts ("Separate Account") from which the retirement plan's fiduciary can construct the investment lineup for your retirement plan. A PRIAC Separate Account is an insurance company separate account whose investors include only qualified retirement plans and certain governmental retirement plans. PRIAC makes most Separate Accounts available as commingled investment vehicles; however, in certain instances, PRIAC may make a Separate Account available only to a single retirement plan client.

PRIAC offers a variety of different types of Separate Accounts through a group annuity contract issued by PRIAC. Each retirement plan's fiduciary is generally responsible for all investment decisions related to its plan and for selecting the investment options for the retirement plan's investment lineup. Each retirement plan's fiduciary is also responsible for monitoring and, if necessary, replacing the investment options on the retirement plan's investment lineup. The following is a general description of the types of Separate Accounts offered by PRIAC.

A Custom Client Separate Account PRIAC provides investors with the information in this Fact Sheet to assist them in making investment decisions regarding the Fund. Investors must determine whether any other information is necessary in making those decisions. The investor is solely responsible for obtaining any other information required by the investor, which may not be available from PRIAC. The investor is solely responsible for the decision to invest or continue to invest in the Fund. PRIAC assumes no responsibility for any investor's decision to invest or continue to invest in the Fund. Selection or termination of the Fund on a retirement plan's investment line-up is the sole responsibility of each retirement plan's fiduciary. These Separate Accounts are not part of the Manager of Manager's program.

Institutional Select Separate Accounts PRIAC provides investors with the information in this Fact Sheet to assist them in making investment decisions regarding the Fund. Investors must determine whether any other information is necessary in making those decisions. The investor is solely responsible for obtaining any other information required by the investor, which may not be available from PRIAC. The investor is solely responsible for the decision to invest or continue to invest in the Fund. PRIAC assumes no responsibility for any investor's decision to invest or continue to invest in the Fund. These Separate Accounts are not part of the Manager-of-Managers program and therefore, PRIAC does not assume any responsibility with respect to the selection, monitoring, or replacement of the investment manager. Selection or termination of the Fund on a retirement plan's investment line-up is the sole responsibility of each retirement plan's fiduciary.

Manager-of-Managers Alliance Separate Accounts With respect to separate accounts designated by Prudential as Alliance Funds under the Manager-of-Managers Program, PRIAC acknowledges it is a fiduciary as defined by ERISA Section 3(38), as amended, for the selection and monitoring of the single underlying fund in which the Alliance Fund invests. Selection or termination of the Fund on a retirement plan's investment line-up is the sole responsibility of each retirement plan's fiduciary.

Manager-of-Managers Institutional Sub-Advised Separate Accounts With respect to separate accounts designated by Prudential as Institutional Sub-Advised Funds under the Manager-of-Managers Program, PRIAC acknowledges it is a fiduciary as defined by ERISA Section 3(38), as amended, for the selection, monitoring, and, if necessary, the replacement of the investment manager. Selection or termination of the fund on

a retirement plan's investment line-up is the sole responsibility of each retirement plan's fiduciary.

Manager-of-Managers Retail-Branded Sub-Advised Separate Accounts With respect to separate accounts designated by Prudential as Retail-Branded Sub-Advised Funds under the Manager-of-Managers Program, PRIAC acknowledges it is a fiduciary as defined by ERISA Section 3(38), as amended, for the selection, monitoring, and if necessary, replacement of the investment manager. Selection or termination of the Fund on a retirement plan's investment line-up is the sole responsibility of each retirement plan's fiduciary.

Proprietary Separate Accounts Proprietary Funds are managed by an affiliate of PRIAC. Although PRIAC may provide periodic monitoring with respect to certain Proprietary Funds, Proprietary Funds are not part of PRIAC's Manager-of-Managers Program, and therefore, PRIAC does not assume any responsibility with respect to the selection, monitoring, or replacement of the investment manager. Selection or termination of the Fund on a retirement plan's investment line-up is the sole responsibility of each retirement plan's fiduciary.

Prudential Retirement Separate Account Fund-of-Fund Products These Fund-of-Funds are not part of the Manager-of-Managers program, and therefore, PRIAC does not assume any responsibility with respect to the selection, monitoring, or replacement of the underlying investment options. Selection or termination of the Fund on a retirement plan's investment line-up is the sole responsibility of each retirement plan's fiduciary.

Custom Plan Investment Options (Recordkeeping Constructs)

These investment options are designed and maintained by your plan sponsor and/or the plan's investment adviser and are not investment options offered by PRIAC. PRIAC provides investors with the information in this Fact Sheet to assist them in making investment decisions regarding the investment option. Investors must determine whether any other information is necessary in making those decisions. The investor is solely responsible for obtaining any other information required by the investor, which may not be available from PRIAC. The investor is solely responsible for the decision to invest or continue to invest in the investment option. PRIAC assumes no responsibility for any investor's decision to invest or continue to invest in the investment option. Selection or termination of the Fund on a retirement plan's investment line-up is the sole responsibility of each retirement plan's fiduciary. These investment options are not part of the Manager-of-Managers program.

For More Information

Para hablar con un representante de servicios al cliente en español (u otros lenguajes), por favor, llama a nuestro numero gratuito 800 entre las 8:00 a.m. y las 8:00 p.m., Hora del Este, días de trabajo. (To speak with a Prudential Service Representative through an interpreter in Spanish (or other languages), please call our toll-free number week-days between 8:00 a.m. and 8:00 p.m. Eastern Time.)

Mutual funds are distributed by Prudential Investment Management Services LLC. (PIMS) a registered broker-dealer. Prudential Fixed Income and Prudential Real Estate Investors are units of Prudential Investment Management, Inc. (PIM). QMA, Jennison Associates, and PIM are registered investment advisors. All are Prudential Financial companies and affiliates of Prudential Retirement Insurance and Annuity Company (PRIAC).

QMA is the primary business name of Quantitative Management Associates LLC.

Benchmark Definitions

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3-Year Constant Maturity Treasury (CMT) Index:

A set of theoretical securities based on the most recently auctioned "real" securities. Yields on Treasury securities at "constant maturity" are interpolated by the U.S. Treasury from the daily yield curve, which is based on the closing market bid yields on actively traded Treasury securities in the over-the-counter market.

3-Year Treasury Average Yield: The average daily treasury yield for U.S. Treasury Notes with a maturity of three years (negotiable debt obligations of the U.S. Government, considered intermediate in maturity).

5-Year Treasury Average Yield: The average daily treasury yield for U.S. Treasury Notes with a maturity of five years (negotiable debt obligations of the U.S. Government, considered intermediate

in maturity).

60% Russell 1000 Growth Index/40% Barclays U.S. Aggregate Bond Index: An unmanaged, weighted-average composite consisting of the Russell 1000® Growth Index (60%) and the Barclays Aggregate Bond Index (40%).

60% Russell 1000 Growth Index/40% Barclays U.S. Intermediate Government/Credit Index: An unmanaged, weighted-average composite consisting of the Russell 1000 Growth Index (60%) and the Barclays Intermediate U.S. Government/Credit Index (40%).

60% Russell 1000 Value Index/40% Barclays U.S. Aggregate Bond Index: An unmanaged, weighted-average composite consisting of the Russell 1000 Value Index (60%) and the Barclays Aggregate Bond

Index (40%).

60% Russell 1000 Value Index/40% Barclays U.S. Intermediate Government/Credit Index: An unmanaged, weighted-average composite consisting of the Russell 1000 Value Index (60%) and the Barclays Intermediate U.S. Government/Credit Index (40%).

60% S&P 500 Index/40% Barclays U.S. Aggregate Bond Index: An unmanaged, weighted-average composite Index that consists of the S&P 500 Index (60%) and the Barclays U.S. Aggregate Bond Index (40%).

Barclays Global Aggregate Bond Index Ex-US (USD Hedged): Provides a broad-based measure of the global investment-grade fixed income markets. The components of this index are the Pan-European Aggregate and the Asian-Pacific Aggregate

Indices. The index also includes Eurodollar and Euro-Yen corporate bonds, Canadian government, agency and corporate securities.

Barclays Municipal 10 Yr 8-12 Index: Is a rules-based, market-value-weighted index engineered for the long-term tax-exempt bond market. This index is the 10 Year (8-12) component of the Municipal Bond index.

Barclays Municipal 20 Yr 17-22 Index: Is a rules-based, market-value-weighted index engineered for the long-term tax-exempt bond market. This index is the 20 Year (17-22) component of the Municipal Bond index.

Barclays Municipal 3 Yr 2-4 Index: Is a rules-based, market-value-weighted index engineered for the long-term tax-exempt bond market. This index is the 3 Year (2-4) component of the Municipal Bond index.

Barclays U.S. Aggregate Bond Index: is a broad-based flagship benchmark that measures the investment grade, US dollar-denominated, fixed-rate taxable bond market. The index includes Treasuries, government-related and corporate securities, MBS (agency fixed-rate and hybrid ARM pass-throughs), ABS and CMBS (agency and non-agency).

Barclays U.S. California Municipal Bond Index: Includes investment-grade, tax-exempt, and fixed rate bonds issued in California. All securities have maturities greater than two years, and are selected from issues larger than \$50 million.

Barclays U.S. New York Municipal Bond Index: Includes investment-grade, tax-exempt, and fixed rate bonds issued in New York. All securities have maturities greater than two years, and are selected from issues larger than \$50 million.

Barclays U.S. Corporate High-Yield Index: Covers the universe of fixed rate, non-investment grade debt. Eurobonds and debt issues from countries designated as emerging markets (sovereign rating of Baa1/BBB+/BBB+ and below using the middle of Moody's, S&P, and Fitch) are excluded, but Canadian and global bonds (SEC registered) of issuers in non-EMG countries are included. Original issue zeroes, step-up coupon structures, 144-As and pay-in-kind bonds (PIKs, as of October 1, 2009) are also included

Barclays U.S. High Yield Bond Index, 2% Issuer Capped: Is an issuer-constrained version of the Barclays U.S. High Yield Index that covers the USD denominated, non-investment grade, fixed-rate, taxable corporate bond market. The 2% Issuer Capped Index follows the same index construction rules as the uncapped index but limits issuer exposures to a maximum 2% and redistributes the excess market value index-wide on a pro rata basis.

Barclays U.S. Intermediate Government/Credit Index: Measures the performance of U.S. Dollar denominated U.S. Treasuries, government-related and investment grade U.S. corporate securities that have a remaining maturity of greater than one year and less than ten years.

Barclays U.S. Credit Index: A subset of the US Government/Credit Index and the US Aggregate Index that comprises the US Corporate Index and a non-corporate component that includes foreign agencies, sovereigns, supranationals, and local authorities.

Barclays U.S. Government Index: Is comprised of the U.S. Treasury and U.S. Agency Indices. The U.S. Government Index includes Treasuries (public obligations of the U.S. Treasury that have remaining maturities of more than one year) and U.S. agency debentures (publicly issued debt of U.S. Government agencies, quasi-federal corporations, and corporate or foreign debt guaranteed by the U.S. Government). The U.S. Government Index is a component of the U.S. Government/Credit Index and the U.S. Aggregate Index.

Barclays Govt/Corp 1 Yr Duration Index: Includes all medium and larger issues of U.S. government, investment-grade corporate that have maturities of 1 year and are pub-

licly issued.

Barclays U.S. Government 1-5 Year Index: This index includes U.S. Treasury and agency obligations with maturities of 1-5 years.

Barclays U.S. Government Bond Index: Is the U.S. Government component of the U.S. Government/ Credit Index. It consists of securities issued by the U.S. Government (i.e., securities in the Treasury and Agency Indices). This includes public obligations of the U.S. Treasury with a remaining maturity of one year or more and publicly issued debt of U.S. Government agencies, quasi-federal corporations, and corporate or foreign debt.

Barclays U.S. Government/Credit 1-5 Year Index: Includes all medium and larger issues of U.S. government, investment-grade corporate, and investment-grade international dollar-denominated bonds that have maturities of between 1 and 5 years and are publicly issued.

Barclays U.S. Government/Credit 5-10 Year Index: Includes all medium and larger issues of U.S. government, investment-grade corporate, and investment-grade international dollar-denominated bonds that have maturities of between 5 and 10 years and are publicly issued.

Barclays U.S. Government/Credit Index: Is the U.S. Government/Credit component of the US Aggregate Index. It is composed of all bonds that are investment grade (rated Baa or higher by Moody's or BBB or higher by Standard & Poor's, if unrated by Moody's). Issues must have at least one year to maturity. The index is re-balanced monthly by market capitalization. The Government/Credit Index includes securities in the Government and Credit Indices.

Barclays U.S. Government Long Index: Is comprised of the U.S. Treasury and U.S. Agency Indices. The U.S. Government Index includes Treasuries (public obligations of the U.S. Treasury that have remaining maturities of more than one year) and U.S. agency debentures (publicly issued debt of U.S. Government agencies, quasi-federal corporations, and corporate or foreign debt guaranteed by the U.S. Government). The U.S. Government Index is a component of the U.S. Government/Credit Index and the U.S. Aggregate Index. This index is the Long component of the U.S. Government index..

Barclays U.S. Long Term Government/Credit Index: Includes bonds in the Government and Corporate indices that have maturities of 10 years or longer.

Barclays U.S. Long Term Credit Index: Includes bonds in the Corporate index that have maturities of 10 years or longer.

Barclays U.S. Mortgage Backed Securities Index: Covers agency mortgage-backed pass-through securities (both fixed-rate and hybrid ARM) issued by Ginnie Mae (GNMA), Fannie Mae (FNMA), and Freddie Mac (FHLMC).

Barclays U.S. Municipal Index: Covers the USD-denominated long-term tax exempt bond market. The index has four main sectors: state and local general obligation bonds, revenue bonds, insured bonds, and prerefunded bonds.

Barclays U.S. Treasury Inflation-Protected Securities (TIPS) Index: This index consists of Inflation-Protection securities issued by the U.S. Treasury.

Barclays U.S. Universal Index: The Barclays U.S. Universal Index: Represents the union of the U.S. Aggregate Index, U.S. Corporate High Yield Index, Investment Grade 144A Index, Eurodollar Index, U.S. Emerging Markets Index, and the non-ERISA eligible portion of the CMBS Index. The index covers USD-denominated, taxable bonds that are rated either investment grade or high-yield. Some U.S. Universal Index constituents may be eligible for one or more of its contributing subcomponents that are not mutually exclusive. These securities are not double-counted in the index. The U.S. Universal index was created on January 1, 1999, with index history backfilled to January 1, 1990.

Bloomberg Commodity Index: The Index aims to provide broadly diversified representation of commodity markets as an asset class. The index is made up of exchange traded futures on physical commodities. It currently represents 20 commodities, which are weighted to account for economic significance and market liquidity.

BofAML 100 Technology Index: Measures the performance of the technology sector.

BofAML 3-Month U.S. Treasury Bill Index: Is comprised of a single issue purchased at the beginning of the month and held for a full month. Each month the index is rebalanced and the issue selected is the outstanding Treasury Bill that matures closest to, but not beyond 3 months from the rebalancing date.

BofAML All Convertibles/All Qualities Index: An unmanaged index that measures the performance of U.S. dollar-denominated convertible securities not currently in bankruptcy with a total market value greater than \$50 million at issuance.

BofAML Preferred Stock Fixed Rate Index: Consists of fixed rate U.S. dollar denominated preferred securities and fixed-to-floating rate securities that are callable prior to the floating rate period and are at least one year from the start of the floating rate period. Securities must be rated investment grade including the country of risk and must be issued as public securities or 144a filing and a minimum outstanding of \$100 million. The index includes perpetual preferred securities, American Depository Shares/Receipts (ADS/R), domestic and Yankee trust preferred securities having a minimum remaining term of at least one year, both DRD-eligible and non-DRD eligible preferred stock and senior debt.

BofAML High Yield Master II Index: Uses an index of bonds that are below investment grade (those rated BB or below).

BofAML USD LIBOR 3 Mon CM Index: Is based on the assumed purchase of a synthetic instrument having 3 months to maturity and with a coupon equal to the closing quote for 3-month.

Citigroup 3 Month T-Bill Index: Is an unmanaged index representing monthly return equivalents of yield averages of the

last 3 month Treasury Bill issues.

Citigroup ESBI-Capped Brady Index: Includes Brady bonds and US dollar-denominated emerging market sovereign debt issued in the global, Yankee, and Eurodollar markets excluding loans, and comprises debt in Africa, Asia, Europe, and Latin America.

Citigroup Dollar World Non-U.S. Government Bond Index: Measures the performance of government bonds issued by governments outside the U.S.

Custom (Conservative, Moderate, Aggressive) Portfolios Benchmarks: These indices are composite benchmarks that reflect the weighted average of the benchmarks of the underlying funds in which each specific Custom Portfolio invests.

Dow Jones Relative Risk Indices: This is a family of indices, consisting of Conservative, Moderately Conservative, Moderate, Moderately Aggressive and Aggressive indices. They are designed to allow the evaluation of portfolio returns based on the level of risk taken.

Dow Jones Target Date Indices: An index family made up of composite indices representing three major asset classes – stocks, bonds and cash. The indices are designed to help investors measure the performance of their "lifecycle" portfolios, which tend to start out aggressively to grow assets and end with a conservative mix of investments.

Dow Jones U.S. Financials Sector Index: Measures the performance of the financials segment of the U.S. equity market, including banks, insurance, real estate, and financial services.

Dow Jones U.S. Healthcare Sector Index: Measures the performance of the healthcare sector of the U.S. equity market. The index includes companies in the healthcare equipment and services and pharmaceuticals and biotechnology sectors.

Dow Jones U.S. Select Real Estate Investment Trust (REIT) Index: A float-adjusted market capitalization weighted index measures the performance of publicly-traded real estate securities (REITs). The index is a sub-set of the Dow Jones Americas Select RESI and includes only REITs and REIT-like securities.

Dow Jones U.S. Select Real Estate Securities IndexSM (RESI): Represents equity real estate investment trusts (REITs) and real estate operating companies (REOCs) traded in the U.S.

Dow Jones U.S. Telecommunications Sector Index: Measures the performance of the telecommunications sector of the U.S. equity market, including fixed line telecommunications and mobile telecommunications.

Dow Jones U.S. Utilities Sector Index: Measures the performance of the utilities sector of the U.S. equity market, including electricity and gas, water, and multi-utilities.

Dow Jones Wilshire 5000 Total Market Index: Represents the broadest index for the U.S. equity market, measuring the performance of all U.S. equity securities with readily available price data. The index includes over 6,000 stocks, and reflects rein-

vestment of earnings.

Dow Jones Wilshire REIT Index: Measures the performance of U.S. publicly traded Real Estate Investment Trusts.

FTSE NAREIT U.S. Real Estate Index: An unmanaged market capitalization index of all tax-qualified Equity REITs listed on the NYSE, AMEX, and the NASDAQ that have 75% or more of their gross invested book of assets invested directly or indirectly in the equity ownership of real estate. The Fund is not sponsored, endorsed, sold or promoted by FTSE International Limited ("FTSE") and FTSE makes no recommendation regarding investing in the Fund.

IA SBB US 30 Day TBill Index: Shows the growth in value of \$100 from 30 day US Treasury bills including gross interest reinvested.

iMoneyNet Taxable Money Funds Index: The iMoneyNet Taxable Money Funds Index- Net: Measures the equally weighted returns of over 1,600 of the largest taxable money market funds.

J.P. Morgan Emerging Markets Bond Index Plus: Tracks total returns for traded external debt instruments (external meaning foreign currency denominated fixed income) in the emerging markets. The regular EMBI index covers U.S.dollar-denominated Brady bonds, loans and Eurobonds.

JP Morgan GBI Global ex-US Index (US Dollar Hedged): Is an unmanaged index market representative of the total return performance in U.S. dollars on an unhedged basis of major non-U.S. bond markets.

JPM GBI Global Ex US TR Hdg USD: The J.P. Morgan GBI series provides a comprehensive measure of local currency denominated fixed rate government debt issued in developed markets. The series consists of five core index products covering developed markets. The broadest series tracks 27 countries.

Lifetime Funds Custom Benchmarks: These indices are composite benchmarks that reflect the weighted average of the benchmarks for the underlying funds in which each specific Lifetime Fund invests.

Lipper Balanced Funds Index: Represents the average of the 30 largest qualifying mutual funds (based on year-end total net assets) for the investment objective (to conserve principal by maintaining a balanced portfolio of stocks and bonds). Typically, the stock/bond ratiorange around 60%/40%.

Lipper Emerging Markets Funds Index: Is an equal dollar weighted index of the 30 largest qualifying mutual funds in the Lipper Emerging Markets universe (based on year-end total net assets).

Lipper Flexible Portfolio Funds Index: Represents the average of the 30 largest qualifying mutual funds in the Lipper Flexible Portfolio investment objective category (based on year-end total net assets). The mutual funds that comprise the Index allocate their investments across various asset classes, including domestic common stocks, bonds and money market instruments, with a focus on total return.

Lipper Global Funds Index: The average of the 30 largest qualifying mutual funds (based on year-end total net assets) for the investment objective to invest at least 25% of its portfolio in securities traded outside of the United States). These funds may own U.S. securities as well.

Lipper High Yield Bond Funds Index: Is a widely recognized index of the 30 largest mutual funds that invest primarily in high yield bonds.

Lipper International Funds Index: Measures the performance of the 30 largest mutual funds in the international large cap core fund objective, as determined by Lipper, Inc.

Lipper Intermediate Investment Grade Index: Represents the average of the 30 largest qualifying mutual funds (based on year end total net assets) for the investment objective. Funds that invest primarily in investment-grade debt issues (rated in the top four grades) with dollar-weighted average maturities of five to ten years.

Lipper Large-Cap Core Funds Index: Represents the average of the 30 largest qualifying mutual funds (based on year-end total net assets) in the Lipper Large-Cap Universe. These funds, by portfolio practice, invest at least 75% of their equity assets in companies with market capitalizations (on a three-year weighted basis) greater than 300% of the dollar-weighted median market capitalization of the middle 1,000 securities of the S&P SuperComposite 1500 Index. These funds typically have an average price-to-earnings ratio, price-to-book ratio, and three-year sales-per-share growth value, compared to the S&P 500 Index.

Lipper Large-Cap Growth Funds Index: Is an unmanaged, equally weighted performance index of the 30 largest qualifying mutual funds (based on net assets) in the Lipper Large-Cap classification.

Lipper Large-Cap Value Funds Index: Measures the performance of the 30 largest mutual funds that invest in the large-cap value range, as determined by Lipper, Inc. Lipper categorizes Value Funds as those that seek long-term growth of capital by investing in companies that are considered to be undervalued relative to a major unmanaged stock index based on a price-to-earnings, price-to-book value, asset value or other factors.

Lipper Mid Cap Funds Index: Is an unmanaged, equally weighted performance index of the 30 largest qualifying mutual funds (based on net assets) in the Lipper Micro Cap classification.

Lipper Mid-Cap Core Funds Index: Represents the average of the 30 largest qualifying mutual funds (based on year-end total net assets) in the Lipper Mid-Cap Universe. These funds, by portfolio practice, invest at least 75% of their equity assets in companies with market capitalizations (on a three-year weighted basis) less than 300% of the dollar-weighted median market capitalization of the middle 1,000 securities of the S&P SuperComposite 1500 Index. These funds typically have an average price-to-earnings ratio, price-to-book ratio, and three-year sales-per-share growth value, compared to the S&P Midcap 400 Index.

Lipper Mid-Cap Growth Funds Index: Represents the average of the 30 largest qualifying mutual funds (based on year-end total net assets) in the Lipper Mid-Cap Universe. These funds, by portfolio practice, invest at least 75% of their equity assets in companies with market capitalizations (on a three-year weighted basis) less than 300% of the dollar-weighted median market capitalization of the middle 1,000 securities of the S&P SuperComposite 1500 Index. These funds typically have an above average price-to-earnings ratio, price-to-book ratio, and three-year sales-per-share growth value, compared to the S&P Midcap 400 Index.

Lipper Mid-Cap Value Funds Index: Represents the average of the 30 largest qualifying mutual funds (based on year-end total net assets) in the Lipper Mid-Cap Universe. These funds, by portfolio practice, invest at least 75% of their equity assets in companies with market capitalizations (on a three-year weighted basis) less than 300% of the dollar-weighted median market capitalization of the middle 1,000 securities of the S&P SuperComposite 1500 Index. These funds typically have a below average price-to-earnings ratio, price-to-book ratio, and three-year sales-per-share growth value, compared to the S&P Midcap 400 Index.

Lipper Real Estate Funds Index: An equally weighted index of the 30 largest qualifying mutual funds (based on year-end total net assets) in the Lipper Real Estate universe. These funds invest at least 65% of their portfolios in equity securities of domestic and foreign companies engaged in the real estate industry.

Lipper Science and Technology Funds Index: Represents the average of the 30 largest qualifying mutual funds in the Lipper Science and Technology universe (based on year-end total net assets). These funds, by portfolio practice, invest at least 65% of their equity assets in science and technology stocks.

Lipper Small-Cap Core Funds Index: Measures the performance of the 30 largest mutual funds in the small capitalization range, as determined by Lipper, Inc.

Lipper Small-Cap Growth Funds Index: Is an unmanaged, equally weighted performance index of the 30 largest qualifying mutual funds (based on net assets) in the Lipper Small-Cap classification.

Lipper Small-Cap Value Funds Index: Represents the average of the 30 largest qualifying mutual funds (based on year-end total net assets) in the Lipper Small-Cap Universe. These funds, by portfolio practice, invest at least 75% of their equity assets in companies with market capitalizations (on a three-year weighted basis) less than 250% of the dollar-weighted median of the smallest 500 of the middle 1,000 securities of the S&P SuperComposite 1500 Index. These funds typically have a below average price-to-earnings ratio, price-to-book ratio, and three-year sales-per-share growth value, compared to the S&P SmallCap 600 Index.

Morningstar Long-Only Commodity Index: Is a fully collateralized commodity futures index that is long all eligible commodities.

Morningstar Moderate Target Risk

Index: The Morningstar Moderate Target Risk Index can serve as a benchmark to help with target risk mutual fund selection and evaluation by offering an objective yardstick for performance comparison. The index is based on a well-established asset allocation methodology from Ibbotson Associates, a Morningstar company and a leader in the field of asset allocation theory. The securities selected for the asset allocation index are driven by the rules-based indexing methodologies that power Morningstar's comprehensive index family. Morningstar indexes cover a global set of stocks, bonds, and commodities.

Morningstar Technology Sector Index: Tracks the performance of publicly traded companies engaged in the design, development, and support of computer operating systems and applications.

MSCI ACWI Investable Market Index (IMI): Captures large, mid and small cap representation across 23 Developed Markets (DM) and 21 Emerging Markets (EM) countries. With 8,498 constituents, the index is comprehensive, covering approximately 99% of the global equity investment opportunity set.

MSCI All Country Far East Ex. Japan Index: Captures large and mid cap representation across 2 Developed Markets countries (excluding Japan) and 7 Emerging Markets countries in the Far East*. With 539 constituents, the index covers approximately 85% of the free float-adjusted market capitalization in each country

MSCI All Country World Ex. U.S. Index: Captures large and mid cap representation across 22 of 23 Developed Markets (DM) countries (excluding the US) and 23 Emerging Markets (EM) countries.

MSCI All Country World Ex. U.S. Growth Index: Captures large and mid cap securities exhibiting overall growth style characteristics across 22 Developed Markets (DM) countries and 23 Emerging Markets (EM) countries.

MSCI EAFE Growth Index (net): Captures large and mid cap securities exhibiting overall growth style characteristics across Developed Markets countries around the world, excluding the US and Canada.

MSCI EAFE Index (net): Is an equity index which captures large and mid cap representation across Developed Markets countries around the world, excluding the US and Canada.

MSCI EAFE Value Index (net): Captures large and mid cap securities exhibiting overall value style characteristics across Developed Markets countries around the world, excluding the US and Canada.

MSCI EMF Index (net): A market capitalization-weighted index comprised of companies representative of the market structure of 25 emerging market countries open to foreign investment. The MSCI EMF Index excludes closed markets and those shares in otherwise open markets that are not available for purchase by foreigners. The returns shown in the performance chart are calculated with dividends reinvested and are net of foreign withholding tax. The

index is available both in local currency and U.S. dollar terms.

MSCI EM (Emerging Markets) Latin America Index: Captures large and mid cap representation across 5 Emerging Markets (EM) countries in Latin America.

MSCI Emerging Markets Net Dividend Index: Is a free float-adjusted market capitalization index that is designed to measure equity market performance of emerging markets. The MSCI Emerging Markets Index consists of the following 23 emerging market country indexes: Brazil, Chile, China, Colombia, Czech Republic, Egypt, Greece, Hungary, India, Indonesia, Korea, Malaysia, Mexico, Peru, Philippines, Poland, Qatar, Russia, South Africa, Taiwan, Thailand, Turkey* and United Arab Emirates

MSCI Europe Index: Captures large cap representation across the 10 Developed Markets (DM) countries in the EMU.

MSCI India Index: Is designed to measure the performance of the large and mid cap segments of the Indian market.

MSCI Japan Index: is designed to measure the performance of the large and mid cap segments of the Japanese market.

MSCI Metals/Mining Index: Consists of companies conducting business in the aluminum, diversified metals and mining, gold, precious metals and minerals and steel industries.

MSCI Pacific Index: Captures large and mid cap representation across 5 Developed Markets (DM) countries in the Pacific region.

MSCI Pacific Free Index: Same constituents as MSCI Pacific Index, the "Free" index captures the history of certain of those constituents that were not deemed "developed" in previous years.

MSCI US REIT Index: Is a free float-adjusted market capitalization index that is comprised of equity REITs. The index is based on MSCI USA Investable Market Index (IMI) its parent index which captures large, mid and small caps securities.

MSCI World Ex USA SMID Index: Captures small cap representation across 22 of 23 Developed Markets (DM) countries (excluding the United States).

MSCI World Growth Index (net): Captures large and mid cap securities exhibiting overall growth style characteristics across 23 Developed Markets countries.

MSCI World Index: Is a free float-adjusted market capitalization weighted index that is designed to measure the equity market performance of developed markets (includes 24 countries in the North America, Europe, and Asia/Pacific region).

MSCI World Ex US Index: Designed to provide a broad measure of equity performance throughout the world (with the exception of U.S.-based companies) and includes both developed and emerging markets.

MSCI ACWI Ex USA Value Index: Captures large and mid cap securities exhibiting overall value style characteristics across 22 Developed and 23 Emerging

Markets countries.

MSCI ACWI Index: Captures large and mid cap representation across 23 Developed Markets (DM) and 23 Emerging Markets (EM) countries.

MSCI China Index: Captures large and mid cap representation across China securities listed on the Shanghai and Shenzhen exchanges.

MSCI World Real Estate Index: A sub-index of the MSCI World Index representing only securities in the GICS Real Estate Industry Group.

MSCI World Small Cap Index: Attempts to represent the business activities of small cap companies across developed markets. MSCI selects the most liquid securities relative to their market capitalization, and targets for index inclusion 40% of the full market capitalization of the eligible small cap universe within each industry group, within each country.

MSCI World Value Index (net): A market capitalization-weighted index comprised of that half of the MSCI World Index with lower price/book value (P/BV) ratios relative to their respective MSCI country index.

National Association of Real Estate Investment Fiduciaries (NCREIF) Open-End Diversified Core Equity Fund Index (NFI-ODCE): Is a quarterly time series composite total rate of return measure of investment performance of a very large pool of individual commercial real estate properties acquired in the private market for investment purposes only. All properties in the NPI have been acquired, at least in part, on behalf of tax-exempt institutional investors - the great majority being pension funds. As such, all properties are held in a fiduciary environment.

NYSE Arca Tech Index: Is comprised of 100 listed and over-the-counter securities of companies from different industries that produce or deploy innovative technologies to conduct their business. Industries include computer hardware, software, semiconductors, telecommunications, data storage and processing, electronics and biotechnology.

PRREF Composite Index: A blended benchmark, comprised of the NCREIF Open-End Diversified Core Equity Index (NFI-ODCE), the S&P Developed Property Index, and the Citigroup U.S. Domestic 3-Month T-Bill Total Return Index, weighted to reflect the investment allocations of the Prudential Retirement Real Estate Fund.

Prudential/Lazard Lifestyle Funds Custom Benchmark: Composite benchmarks that reflect the weighted average of the benchmarks for the underlying funds in which each Prudential/Lazard LifeStyle Fund invests.

Retirement Goal Custom Benchmarks: These indices are composite benchmarks that reflect the weighted average of the benchmarks of the underlying funds in which each specific Retirement Goal Fund invests.

Russell 1000® Growth Index: Measures the performance of the large-cap growth segment of the U.S. equity universe. It includes those Russell 1000 companies with higher price-to-book ratios and higher forecasted growth values. The Russell 1000

Growth Index is constructed to provide a comprehensive and unbiased barometer for the large-cap growth segment. The Index is completely reconstituted annually to ensure new and growing equities are included and that the represented companies continue to reflect growth characteristics.

Russell 1000® Index: Measures the performance of the large-cap segment of the U.S. equity universe. It is a subset of the Russell 3000® Index and includes approximately 1000 of the largest securities based on a combination of their market cap and current index membership.

Russell 1000® Value Index: Measures the performance of the large-cap value segment of the U.S. equity universe. It includes those Russell 1000 companies with lower price-to-book ratios and lower expected growth values.

Russell 2000® Growth Index: Measures the performance of the small-cap growth segment of the U.S. equity universe. It includes those Russell 2000 companies with higher price-to-value ratios and higher forecasted growth values.

Russell 2000® Index: Measures the performance of the small-cap segment of the U.S. equity universe. The Russell 2000 Index is a subset of the Russell 3000® Index representing approximately 10% of the total market capitalization of that index. It includes approximately 2000 of the smallest securities based on a combination of their market cap and current index membership.

Russell 2000® Value Index: Measures the performance of the small to mid-cap value segment of the U.S. equity universe. It includes those Russell 2500 companies that are considered more value oriented relative to the overall market as defined by Russell's leading style methodology.

Russell 2500® Growth Index: A market capitalization-weighted index that measures the performance of those Russell 2500 companies with higher price-to-book ratios and higher forecasted growth rates.

Russell 2500® Index: A market capitalization-weighted index that measures the performance of the 2,500 smallest companies in the Russell 3000 Index.

Russell 2500® Value Index: Measures the performance of the small to mid-cap value segment of the U.S. equity universe. It includes those Russell 2500 companies that are considered more value oriented relative to the overall market as defined by Russell's leading style methodology.

Russell 3000 Growth Index: A market capitalization-weighted index that measures the performance of those Russell 3000 companies with higher price-to-book ratios and higher forecasted growth rates.

Russell 3000 Value Index: Measures the performance of the broad value segment of U.S. equity value universe. It includes those Russell 3000 companies with lower price-to-book ratios and lower forecasted growth values.

Russell 3000® Index: A market capitalization-weighted index that measures the performance of the 3,000 largest U.S. companies based on total market capitalization, which represents approximately 98% of the

investable U.S. equity market.

Russell Developed ex North America Large Cap Index Net: Offers investors access to the large-cap segment of the developed global equity market, excluding companies assigned to the United States and Canada.

Russell Greater China Index: A regional index covering both developed and emerging markets in China, Hong Kong and Taiwan.

Russell Midcap® Growth Index: Measures the performance of the mid-cap growth segment of the U.S. equity universe. It includes those Russell Midcap Index companies with higher price-to-book ratios and higher forecasted growth values.

Russell Midcap® Index: Measures the performance of the mid-cap segment of the U.S. equity universe. The Russell Midcap Index is a subset of the Russell 1000® Index. It includes approximately 800 of the smallest securities based on a combination of their market cap and current index membership. The Russell Midcap Index represents approximately 31% of the total market capitalization of the Russell 1000 companies.

Russell Midcap® Value Index: Measures the performance of the mid-cap value segment of the U.S. equity universe. It includes those Russell Midcap Index companies with lower price-to-book ratios and lower forecasted growth values.

Russell Top 200 Index: Measures the performance of the largest cap segment of the U.S. equity universe. The Russell Top 200 Index is a subset of the Russell 3000® Index. It includes approximately 200 of the largest securities based on a combination of their market cap and current index membership and represents approximately 68% of the U.S. market.

S&P 1500 Consumer Discretionary Index: Comprises those companies included in the S&P Composite 1500 that are classified as members of the GICS consumer discretionary sector.

S&P 1500 Cons Staples TR: Comprises companies included in the S&P 1500 that are classified as members of the consumer staples sector as per the Global Industry Classification Standard [GICS].

S&P 1500 Energy Index: Comprises those companies included in the S&P Composite 1500 that are classified as members of the GICS energy sector.

S&P 1500 Financials TR: Comprises those companies included in the S&P Composite 1500 that are classified as members of the GICS financial sector.

S&P 1500 Health Care TR: Comprises those companies included in the S&P Composite 1500 that are classified as members of the GICS health care sector.

S&P 1500 Industrials Index: Comprises those companies included in the S&P Composite 1500 that are classified as members of the GICS industrial sector.

S&P 1500 Telecom Services TR: Comprises those companies included in the S&P Composite 1500 that are classified as members of the GICS telecommunications services sector.

S&P 1500 Utilities TR: Comprises those companies included in the S&P Composite 1500 that are classified as members of the GICS utilities sector.

S&P 500® Index: The S&P 500® is widely regarded as the best single gauge of large cap U.S. equities. There is over USD 7 trillion benchmarked to the index, with index assets comprising approximately USD 1.9 trillion of this total. The index includes 500 leading companies and captures approximately 80% coverage of available market capitalization.

S&P 500 Technology Index: Comprises companies included in the S&P 500 that are classified as members of the information technology sector as per the Global Industry Classification Standard [GICS].

S&P 500 Value Index: Measures value stocks using three factors: the ratios of book value, earnings, and sales to price. S&P Style Indices divide the complete market capitalization of each parent index into growth and value segments. Constituents are drawn from the S&P 500.

S&P Global REIT : A member of the S&P Global Property Index Series, serves as a comprehensive benchmark of publicly traded equity REITs listed in both developed and emerging markets.

S&P Completion Index: Is a sub-index of the S&P Total Market Index, including all stocks eligible for the S&P TMI and excluding all current constituents of the S&P 500®. The index covers approximately 4,000 constituents, offering investors broad exposure to mid, small, and micro cap companies. Since it follows the same construction guidelines and free float methodology as the S&P 500, they seamlessly integrate and move in sync without overlapping constituents.

S&P Composite 1500® Index: Combining the S&P 500®, S&P MidCap 400® and S&P SmallCap 600® indices is an efficient way to create a broad market portfolio representing about 85% of U.S. equities. This combination addresses the needs of investors wanting broader exposure beyond the S&P 500®.

S&P Developed Property Index: An investable index including approximately 400 stocks from 22 countries. The Index is a sub-index of the S&P Global Property Index, which defines and measures the investable universe of publicly traded property companies.

S&P MidCap 400 Index: Is designed to measure the performance of 400 mid-sized companies in the U.S., reflecting this market segment's distinctive risk and return characteristics.

S&P North American Natural Resources Sector Index: Provides investors with a benchmark that represents U.S. traded securities that are classified under the GICS energy and materials sector excluding the chemicals industry; and steel sub-industry.

S&P United States REIT: Defines and measures the investable universe of publicly traded real estate investment trusts domiciled in the United States.

S&P/LSTA Leveraged Loan TR: Is designed to reflect the performance of the largest facilities in the leveraged loan market.

Prudential Real Assets composite index: This index is composed of future contracts on physical commodities traded on U.S. exchanges, with the exception of aluminum, nickel and zinc, which trade on the London Metal Exchange.

S&P Small Cap 600 Index: Includes 600 companies and represents about 3% of the U.S. equities market. To be eligible for addition to the index, companies must have a market capitalization between US \$300 million and US \$1.4 billion.

S&P Total Market Index: Is a combination of the S&P 500® and the S&P Completion Index, and offers broad exposure to large, mid, small, and micro cap companies. S&P Total Market Index includes all common equities listed on the NYSE (including NYSE Arca), the NYSE Alternext, the NASDAQ Global Select Market, the NASDAQ Global

Market and the NASDAQ Capital Market.

U.S. Treasury 6 Month Certificate of Deposit (CD) Index: The average of the secondary market interest rates for nationally traded 6 month certificates of deposit.

U.S. Treasury T-Bill Auction Average 3-Month Index: U.S. Treasury T-Bill Auction Average 3-Month Index: Value is derived from the past month's weekly Treasury Bill auction rate averages.

Vanguard Balanced Composite Index: Made up of two unmanaged benchmarks, weighted 60% Dow Jones Wilshire 5000 Index and 40% Barclays U.S. Aggregate Bond Index through May 31, 2005; 60% MSCI U.S. Broad Market Index and 40% Barclays U.S. Aggregate Bond Index there-after.

Wellington Composite Index: is a combination of unmanaged industry benchmarks: 65% S&P 500 Index and 35% Barclays Credit A or Better Index. Prior to March 1, 2000, weighted 65% S&P 500 Index and 35% Barclays Long Credit AA or Better Index.

Guaranteed Income Fund

Key Facts

ISSUER: Prudential Retirement Insurance and Annuity Company
INVESTMENT ADVISER: Prudential Investment Management, Inc.
FUND CATEGORY: Stable Value
NET ASSETS: \$19,230 Million
INCEPTION DATE: January 1, 1981

Investor Risk Profile

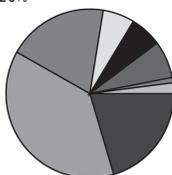
This Fund may be suitable for investors who seek:

- Preservation of capital plus competitive intermediate-term returns.
- Liquidity and income.

Low	Moderate	High
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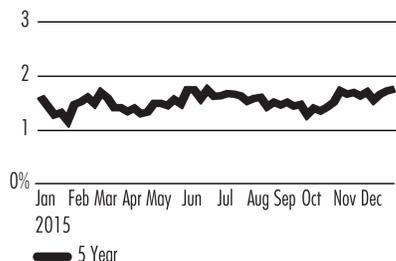
Portfolio Allocation As of 12/31/2015

- Commercial Mortgage Loans¹ 20%
- Public Corporate Bonds 37%
- Private Securities 19%
- CMBS² 6%
- ABS³ 6%
- Agency MBS 7%
- US Treasury & Agencies 0%
- Other⁴ 1%
- Cash and Short Term 2%



Guarantee Quality AA-
 Average Duration 3.3
 Total High Yield Exposure 6.59% (included in the above allocations)

U.S. Treasury Rates As of 12/31/2015



Objective & Structure

The Guaranteed Income Fund (GIF) is a Stable Value fund designed to provide safety of principal, liquidity, and a competitive rate of return.

The Fund Offers

- Stability of crediting rate
- Guaranteed protection of principal and accumulated interest from market volatility
- Intermediate-term fixed income returns

Features

- Principal and accumulated interest are fully guaranteed by Prudential Retirement Insurance and Annuity Company (PRIAC).
- The guaranteed interest rate is announced in advance and is guaranteed for a six-month period.⁵ A minimum rate will apply.
- GIF invests in a broadly diversified, fixed-income portfolio within PRIAC's general account. The portfolio is primarily invested in public bonds, commercial mortgages and private placement bonds.

¹ May include agriculture loans, transfer employee mortgages and residential mortgages

² CMBS = Commercial Mortgage Backed Securities

³ Includes ABS = Asset Backed Securities, RMBS = Residential Mortgage Backed Securities, CMO = Collateralized Mortgage Obligation Securities

⁴ May include equity, real estate and derivatives used to hedge various risks

⁵ An annual rate guarantee may apply to certain 403(b) or nonqualified plan arrangements. Contact Prudential for further information.

Portfolio allocation is subject to change.

Claims-paying ratings represents the opinions of rating agencies regarding the financial ability of an insurance company to meet its obligations under its insurance policies. According to Standard & Poor's publications, an insurer rated "AA-" (4th category of 21) has very strong financial security characteristics, differing only slightly from those rated higher. An insurer rated "AAA" has extremely strong financial security characteristics. "AAA" is the highest Insurer Financial Strength Rating assigned by Standard & Poor's.

Duration is a time measure (in years) of a fixed income security's interest-rate sensitivity. Average duration is a weighted average of the duration of the underlying fixed-income securities within the portfolio.

The Guaranteed Income Fund (GIF) is a group annuity product issued by Prudential Retirement Insurance and Annuity Company (PRIAC), Hartford, CT 06103. Amounts contributed to the contract are deposited in PRIAC's general account. Payment obligations and the fulfillment of any guarantees specified in the group annuity contract are insurance claims supported by the full faith and credit of PRIAC. However, if you are a participant in an unfunded nonqualified deferred compensation plan, GIF may be only a reference account that is used to determine the plan's liability to you, and may not represent an actual investment in the group annuity. PRIAC periodically resets the interest rate credited on contract balances, subject to a minimum rate specified in the group annuity contract. The minimum interest rate may be greater for certain 403(b) or nonqualified plan arrangements. Contact Prudential for further information. Past interest rates are not indicative of future rates. This product is neither a mutual fund nor a bank product. The obligations of PRIAC are not insured by the FDIC or any other federal governmental agency. Contract form # GA-2020-IA-0805 or state variation thereof.

Prudential Retirement is compensated in connection with this product when general account investment returns exceed the interest credited on contract balances. Prudential Retirement may earn fee revenue in addition to the foregoing compensation if your plan has agreed to pay contract charges, which are sometimes paid in respect of plan and participant recordkeeping and distribution services. For some plans, Prudential Retirement uses a portion of its aggregate compensation to satisfy the plan's request for allowances and for payments to defray plan expenses. If Prudential Retirement's aggregate compensation from this product and from other plan investment products exceeds the costs of servicing your plan, Prudential Retirement earns a profit; otherwise we incur a loss.

Frequent exchanging between plan investment options may harm long-term investors. Your plan or the plan's investment funds may have provisions to deter exchanges that may be abusive. These policies may require us to modify, restrict or suspend purchase or exchange privileges and/or impose redemption fees.

Prudential Investment Management Inc. (PIM) is a Prudential Financial company. PIM is a registered investment adviser.

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704000022614

Key Facts - Fund

MANAGER: Prudential Retirement Insurance and Annuity Company (PRIAC)

FUND CATEGORY: Balanced-Target Date

PRIMARY BENCHMARK: Retirement Goal 2010 Primary Benchmark

SECONDARY BENCHMARK: Retirement Goal 2010 Secondary Benchmark

NET ASSETS: \$56.9 Million

INCEPTION DATE: 11/30/2002

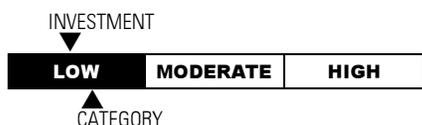
NET EXPENSE RATIO (Before Contract Charges): 0.83%

OVERALL MORNINGSTAR RATINGTM: ★★★★★

OVERALL # OF FUNDS IN MORNINGSTAR CATEGORY: 146

Overall Morningstar Rating as of quarter ending 12/31/2015. The Morningstar Rating shown is for this expense ratio only and assumes no contract charges are imposed. Other expense ratios may have different performance characteristics. ©2015 Morningstar, Inc. All Rights Reserved.

Morningstar Volatility Rank As of 12/31/2015



In the past, this investment has shown a relatively small range of price fluctuations relative to other investments. Based on this measure, currently more than two thirds of all investments have shown higher levels of risk. Consequently, this investment may appeal to investors looking for a conservative investment strategy.

Annual Performance

	Fund	Primary Benchmark	Secondary Benchmark
2015	0.09%	0.59%	0.85%
2014	4.15%	5.32%	6.84%
2013	6.52%	6.57%	6.93%
2012	7.79%	7.14%	6.92%
2011	3.64%	3.84%	5.14%

DESCRIPTION/OBJECTIVE

The Retirement Goal Funds (the "Funds") are a family of seven multi-asset class, multi-manager investment portfolios offering a range of distinct risk/return characteristics. This family is based on the "life-cycle" approach to investing - that different bond/stock mixes are appropriate for individuals at different stages of their lives.

The Funds are "Fund of funds" that invest in underlying funds that are actively managed insurance company separate accounts, ("Underlying Funds"). Six of the funds are managed to specific target dates, 2010, 2020, 2030, 2040, 2050, and 2060. The target date of a fund is the approximate year in which investors plan to retire or begin to withdraw funds. The asset allocations of each target date fund change annually as the fund progresses along a predetermined glidepath. The asset allocation of each target date fund will become more conservative as the target date approaches by lessening equity exposure and increasing fixed income exposure until each fund's asset allocation stabilizes approximately five years after the target date with an asset allocation equal to approximately 75% fixed income, 25% equity.

The Funds' asset allocation strategy allows investors to remain in a single Retirement Goal Fund through every life stage. The target date Funds are designed for participants planning to retire in or near the target year. In addition to anticipated retirement date, however, relevant factors for target date Fund selection may include age, risk tolerance, other investments owned, and planned withdrawals.

Each Retirement Goal Fund's investment objective is to consistently outperform its custom benchmark over full market cycles. The custom benchmark is designed to evolve over time, in accordance with the changes in the Fund's asset allocations as dictated by the Funds' glidepath. There is no assurance the objectives of the Fund will be met.

Multiple assumptions were used in the modeling of the glidepath, applying a disciplined and strategically focused process to construct long-term asset allocations.

The principal value of an investment in any Fund is not guaranteed at any time, including at or after the target date. It is possible to lose money investing in securities, including losses near and following retirement. There is also no guarantee that the Funds will provide adequate retirement income.

A target date fund should not be selected based solely on age or retirement date, is not a guaranteed investment, and the stated asset allocation may be subject to change.

There is no assurance the objectives will be met.

Performance(%)

As of 12/31/2015

	Cumulative Returns		Average Annual Total Returns				
	QTD	YTD	1 Year	3 Year	5 Year	10 Year	
Fund	0.94	0.09	0.09	3.55	4.40	4.09	NA
Primary Benchmark	1.19	0.59	0.59	4.13	4.67	4.62	---
Secondary Benchmark	1.47	0.85	0.85	4.83	5.31	4.83	---
Morningstar Rating TM				★★★★	★★★★	★★★★	
# of Funds in Category				146	132	64	

Fund Fees Reflected in Performance. All performance results are net of the highest management for this Fund (currently 0.81%). Fund performance is also net of other Fund operating expenses 0.02% for the prior calendar year. Such Fund operating expenses may reflect the benefit of a commission recapture program. Fee waivers of 0.00% are in place for this Fund. Actual performance shown reflects the imposition of the foregoing expenses and the benefit of any fee waivers or commission recaptures.

Performance Risks. Before investing, investors should carefully consider the investment objectives, risks, charges and expenses of this Fund and other plan investment options. The performance quoted represents past performance. The investment value and return will fluctuate so that an investment, when redeemed, may be worth more or less than original cost. Past performance does not guarantee future results. Current performance may be lower or higher than the performance data quoted. For performance data current to the most recent month end, please call 1-877-778-2100. It is possible to lose money investing in securities.

The Separate Account. Your retirement plan purchases units of a Separate Account established and made available as an investment option under group variable annuity contracts issued by Prudential Retirement Insurance and Annuity Company ("PRIAC"), Hartford CT. The Separate Account holds the investment securities, and associated voting rights belong to the Separate Account. Pursuant to CFTC Rule 4.5, PRIAC has claimed an exclusion from registration as a commodity pool operator with respect to the Fund. The Funds are not part of the Manager of Managers program. The selection or termination of the Fund on a retirement plan's investment line-up is the sole responsibility of each retirement plan fiduciary. As defined by ERISA Section 3(38), PRIAC is the "investment manager" with respect to the Separate Account.

Possibility of Contract Charges Your retirement plan may have agreed to contract charges. If so, these would reduce the performance (and possibly the Morningstar ratings) shown above. Any contract charges are included in the expense ratio shown in your statement and in the performance shown in your statement. The Fund fees and contract charges compensate us for the distribution and servicing associated with your plan. Other plan investment options may generate more or less revenue for us than the fees associated with this Fund. If the aggregate revenue from your plan exceeds our associated costs, we earn a profit. Otherwise, we incur a loss. Other plans investing in the Fund may have lower fees, but these are not available to your plan in order to compensate us for distribution and plan servicing.

Miscellaneous. Frequent exchanging of investment options may harm long-term investors. Your plan and/or the Fund may have policies to detect and deter potentially abusive exchanges. The policies may require us to modify or terminate investment exchange privileges. Benchmarks are unmanaged and cannot be invested in directly. See User Guide for benchmark definitions.

Prudential Retirement Separate Account Fund of Funds Products These Fund of funds are not part of the Manager-of-Managers program, and therefore, PRIAC does not assume any responsibility with respect to the selection, monitoring, or replacement of the underlying investment options. Selection or termination of the Fund on a retirement plan's investment line-up is the sole responsibility of each retirement plan's fiduciary.

Primary Benchmark: The custom benchmark for the Fund is a pro rata combination of the benchmarks for the Fund's underlying asset classes, based on the normal asset allocation for each Fund. The benchmark reflects the weighted average of the Fund's U.S. stock/international stock/bond/cash allocation, as represented by the Russell 3000 Index, the MSCI EAFE Index, the Barclays U.S. Aggregate Bond Index and the Citigroup 3-Month T-Bill Index, respectively. Because the asset allocation of each Fund changes over time, the custom benchmark allocations also change over time.

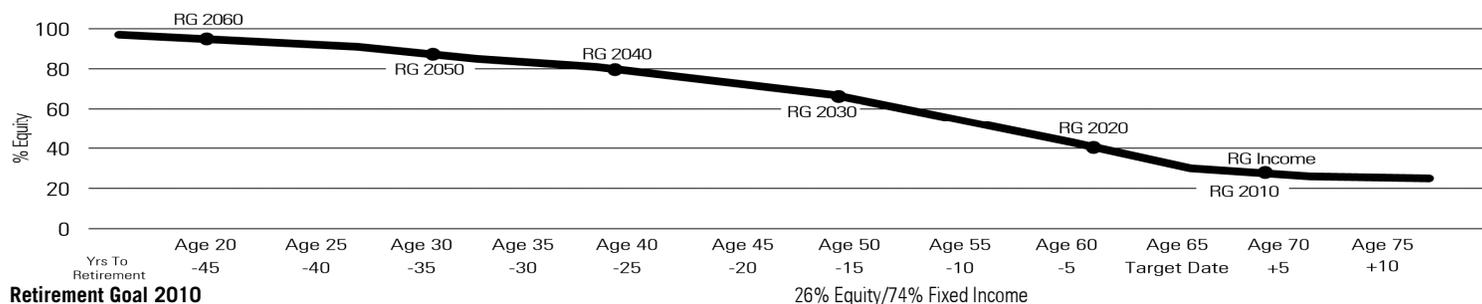
Secondary Benchmark: The custom benchmark for the Fund is a pro rata combination of the benchmarks for the respective Fund's underlying asset classes, based on the normal asset allocation for each Fund. The benchmark reflects the weighted average of the Fund's U.S. stock/international stock/bond/cash allocation, as represented by the S&P 500 Index, the Barclays U.S. Aggregate Bond Index and the Citigroup 3-Month T-Bill Index, respectively. Because the asset allocation of each Fund changes over time, the custom benchmark allocations also change over time.

Asset Class Mix

As of 12/31/2015

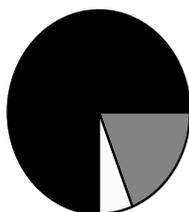
Glidepath and asset allocations are as of the calendar quarter referenced above and based on a retirement age of 65. The asset allocation changes over time. PRIAC may change the Glidepath, asset allocations and Underlying Funds.

GLIDEPATH



Retirement Goal 2010

26% Equity/74% Fixed Income



- DOMESTIC EQUITY 19%
 - Large Cap Blend / AJO Fund 2%
 - Large Cap Growth / American Century Fund 4%
 - Large Cap Value Fund (sub-advised by Wellington Management) 5%
 - Mid Cap Growth / Artisan Partners Fund 2%
 - Mid Cap Value / Cooke & Bieler Fund 2%
 - Small Cap Growth / RBC Fund 2%
 - Small Cap Value / Ceredex Fund 2%
- FIXED INCOME 75%
 - Core Bond Enhanced Index / PIM Fund 11%
 - High Grade Bond / GSAM Fund 44%
 - Prudential Short-Term Fund 20%
- INTERNATIONAL EQUITY 6%
 - International Blend / AQR Fund 2%
 - International Growth / Artisan Partners Fund 2%
 - International Value / LSV Asset Management Fund 2%

Target Retirement Dates: 2006 - 2015

There is no assurance the objectives of the underlying separate accounts shown above will be met.

All investing involves risk and there is no guarantee the Fund's objective will be achieved. An investment in a Retirement Goal Fund is subject to the risks of the investments of each underlying fund, which include: With respect to investment in equities, stock prices are more volatile than bond prices over the long term, and the value of such investment will fluctuate with changes in market conditions. Small- and mid-cap investments may be more volatile than large-cap investments, and investments in non-U.S. markets may be more volatile than domestic investments due to currency fluctuation and political uncertainty. Investments in emerging markets are subject to greater volatility and price declines. Fixed-income investments may fluctuate based on interest rate changes and are subject to the risk that the company may not be able to make timely payments of principal and interest.

For more information, go to www.prudential.com or call toll-free 1-877-778-2100.

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Key Facts - Fund

MANAGER: Prudential Retirement Insurance and Annuity Company (PRIAC)

FUND CATEGORY: Balanced-Target Date

PRIMARY BENCHMARK: Retirement Goal 2020 Primary Benchmark

SECONDARY BENCHMARK: Retirement Goal 2020 Secondary Benchmark

NET ASSETS: \$286.5 Million

INCEPTION DATE: 11/30/2002

NET EXPENSE RATIO (Before Contract Charges): 0.91%

OVERALL MORNINGSTAR RATINGTM: ★★★★★

OVERALL # OF FUNDS IN MORNINGSTAR CATEGORY: 188

Overall Morningstar Rating as of quarter ending 12/31/2015. The Morningstar Rating shown is for this expense ratio only and assumes no contract charges are imposed. Other expense ratios may have different performance characteristics. ©2015 Morningstar, Inc. All Rights Reserved.

Morningstar Volatility Rank As of 12/31/2015



In the past, this investment has shown a relatively small range of price fluctuations relative to other investments. Based on this measure, currently more than two thirds of all investments have shown higher levels of risk. Consequently, this investment may appeal to investors looking for a conservative investment strategy.

Annual Performance

	Fund	Primary Benchmark	Secondary Benchmark
2015	0.06%	0.66%	1.08%
2014	4.91%	6.40%	8.84%
2013	12.36%	12.56%	13.20%
2012	11.11%	10.59%	10.22%
2011	1.94%	2.80%	5.18%

DESCRIPTION/OBJECTIVE

The Retirement Goal Funds (the "Funds") are a family of seven multi-asset class, multi-manager investment portfolios offering a range of distinct risk/return characteristics. This family is based on the "life-cycle" approach to investing - that different bond/stock mixes are appropriate for individuals at different stages of their lives.

The Funds are "Fund of funds" that invest in Underlying Funds that are actively managed insurance company separate accounts. Six of the funds are managed to specific target dates, 2010, 2020, 2030, 2040, 2050, and 2060. The target date of a fund is the approximate year in which investors plan to retire or begin to withdraw funds. The asset allocations of each target date fund change annually as the fund progresses along a predetermined glidepath. The asset allocation of each target date fund will become more conservative as the target date approaches by lessening equity exposure and increasing fixed income exposure until each fund's asset allocation stabilizes approximately five years after the target date with an asset allocation equal to approximately 75% fixed income, 25% equity.

The Funds' asset allocation strategy allows investors to remain in a single Retirement Goal Fund through every life stage. The target date Funds are designed for participants planning to retire in or near the target year. In addition to anticipated retirement date, however, relevant factors for target date Fund selection may include age, risk tolerance, other investments owned, and planned withdrawals.

Each Retirement Goal Fund's investment objective is to consistently outperform its custom benchmark over full market cycles. The custom benchmark is designed to evolve over time, in accordance with the changes in the Fund's asset allocations as dictated by the Funds' glidepath. There is no assurance the objectives of the Fund will be met.

Multiple assumptions were used in the modeling of the glidepath, applying a disciplined and strategically focused process to construct long-term asset allocations.

The principal value of an investment in any Fund is not guaranteed at any time, including at or after the target date. It is possible to lose money investing in securities, including losses near and following retirement. There is also no guarantee that the Funds will provide adequate retirement income.

A target date fund should not be selected based solely on age or retirement date, is not a guaranteed investment, and the stated asset allocation may be subject to change.

There is no assurance the objectives will be met.

Performance(%)

As of 12/31/2015

	Cumulative Returns		Average Annual Total Returns				
	QTD	YTD	1 Year	3 Year	5 Year	10 Year	
Fund	1.59	0.06	0.06	5.65	5.96	4.68	NA
Primary Benchmark	2.10	0.66	0.66	6.43	6.51	5.41	---
Secondary Benchmark	2.55	1.08	1.08	7.59	7.62	5.88	---
Morningstar Rating TM				★★★	★★★★	★★★★	
# of Funds in Category				188	156	64	

Fund Fees Reflected in Performance. All performance results are net of the highest management for this Fund (currently 0.89%). Fund performance is also net of other Fund operating expenses 0.02% for the prior calendar year. Such Fund operating expenses may reflect the benefit of a commission recapture program. Fee waivers of 0.00% are in place for this Fund. Actual performance shown reflects the imposition of the foregoing expenses and the benefit of any fee waivers or commission recaptures.

Performance Risks. Before investing, investors should carefully consider the investment objectives, risks, charges and expenses of this Fund and other plan investment options. The performance quoted represents past performance. The investment value and return will fluctuate so that an investment, when redeemed, may be worth more or less than original cost. Past performance does not guarantee future results. Current performance may be lower or higher than the performance data quoted. For performance data current to the most recent month end, please call 1-877-778-2100. It is possible to lose money investing in securities.

The Separate Account. Your retirement plan purchases units of a Separate Account established and made available as an investment option under group variable annuity contracts issued by Prudential Retirement Insurance and Annuity Company ("PRIAC"), Hartford CT. The Separate Account holds the investment securities, and associated voting rights belong to the Separate Account. Pursuant to CFTC Rule 4.5, PRIAC has claimed an exclusion from registration as a commodity pool operator with respect to the Fund. The Funds are not part of the Manager of Managers program. The selection or termination of the Fund on a retirement plan's investment line-up is the sole responsibility of each retirement plan fiduciary. As defined by ERISA Section 3(38), PRIAC is the "investment manager" with respect to the Separate Account.

Possibility of Contract Charges Your retirement plan may have agreed to contract charges. If so, these would reduce the performance (and possibly the Morningstar ratings) shown above. Any contract charges are included in the expense ratio shown in your statement and in the performance shown in your statement. The Fund fees and contract charges compensate us for the distribution and servicing associated with your plan. Other plan investment options may generate more or less revenue for us than the fees associated with this Fund. If the aggregate revenue from your plan exceeds our associated costs, we earn a profit. Otherwise, we incur a loss. Other plans investing in the Fund may have lower fees, but these are not available to your plan in order to compensate us for distribution and plan servicing.

Miscellaneous. Frequent exchanging of investment options may harm long-term investors. Your plan and/or the Fund may have policies to detect and deter potentially abusive exchanges. The policies may require us to modify or terminate investment exchange privileges. Benchmarks are unmanaged and cannot be invested in directly. See User Guide for benchmark definitions.

Prudential Retirement Separate Account Fund of Funds Products These Fund of funds are not part of the Manager-of-Managers program, and therefore, PRIAC does not assume any responsibility with respect to the selection, monitoring, or replacement of the underlying investment options. Selection or termination of the Fund on a retirement plan's investment line-up is the sole responsibility of each retirement plan's fiduciary.

Primary Benchmark: The custom benchmark for the Fund is a pro rata combination of the benchmarks for the Fund's underlying asset classes, based on the normal asset allocation for each Fund. The benchmark reflects the weighted average of the Fund's U.S. stock/international stock/bond/cash allocation, as represented by the Russell 3000 Index, the MSCI EAFE Index, the Barclays U.S. Aggregate Bond Index and the Citigroup 3-Month T-Bill Index, respectively. Because the asset allocation of each Fund changes over time, the custom benchmark allocations also change over time.

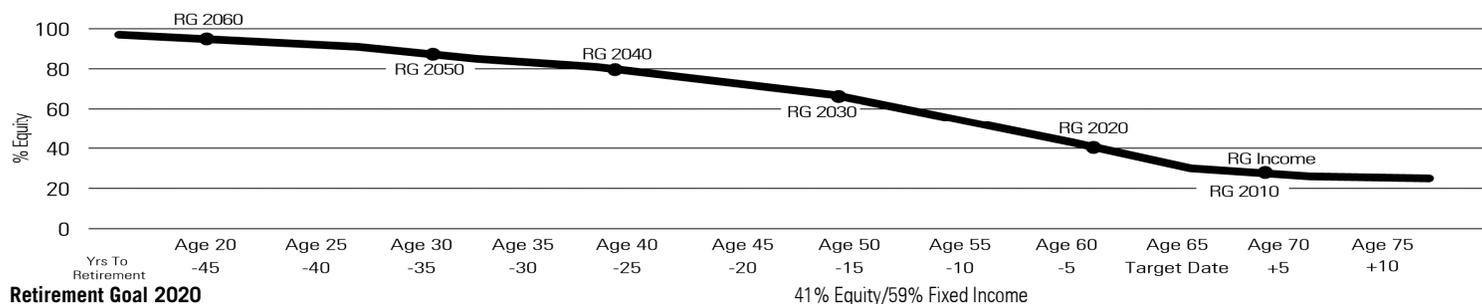
Secondary Benchmark: The custom benchmark for the Fund is a pro rata combination of the benchmarks for the Fund's underlying asset classes, based on the normal asset allocation for each Fund. The benchmark reflects the weighted average of the Fund's U.S. stock/international stock/bond/cash allocation, as represented by the S&P 500 Index, the Barclays U.S. Aggregate Bond Index and the Citigroup 3-Month T-Bill Index, respectively. Because the asset allocation of each Fund changes over time, the custom benchmark allocations also change over time.

Asset Class Mix

As of 12/31/2015

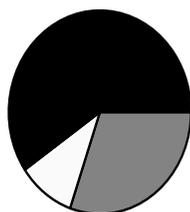
Glidepath and asset allocations are as of the calendar quarter referenced above and based on a retirement age of 65. The asset allocation changes over time. PRIAC may change the Glidepath, asset allocations and Underlying Funds.

GLIDEPATH



Retirement Goal 2020

41% Equity/59% Fixed Income



- DOMESTIC EQUITY 30%
 - Large Cap Blend / AJO Fund 4%
 - Large Cap Growth / American Century Fund 7%
 - Large Cap Value Fund (sub-advised by Wellington Management) 7%
 - Mid Cap Growth / Artisan Partners Fund 3%
 - Mid Cap Value / Cooke & Bieler Fund 2%
 - Small Cap Growth / RBC Fund 3%
 - Small Cap Value / Ceredex Fund 4%
- FIXED INCOME 59%
 - Core Bond Enhanced Index / PIM Fund 10%
 - High Grade Bond / GSAM Fund 39%
 - Prudential Short-Term Fund 10%
- INTERNATIONAL EQUITY 10%
 - International Blend / AQR Fund 4%
 - International Growth / Artisan Partners Fund 2%
 - International Value / LSV Asset Management Fund 4%

Target Retirement Dates: 2016 - 2025

There is no assurance the objectives of the underlying separate accounts shown above will be met.

All investing involves risk and there is no guarantee the Fund's objective will be achieved. An investment in a Retirement Goal Fund is subject to the risks of the investments of each underlying fund, which include: With respect to investment in equities, stock prices are more volatile than bond prices over the long term, and the value of such investment will fluctuate with changes in market conditions. Small- and mid-cap investments may be more volatile than large-cap investments, and investments in non-U.S. markets may be more volatile than domestic investments due to currency fluctuation and political uncertainty. Investments in emerging markets are subject to greater volatility and price declines. Fixed-income investments may fluctuate based on interest rate changes and are subject to the risk that the company may not be able to make timely payments of principal and interest.

For more information, go to www.prudential.com or call toll-free 1-877-778-2100.

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Key Facts - Fund

MANAGER: Prudential Retirement Insurance and Annuity Company (PRIAC)

FUND CATEGORY: Balanced-Target Date

PRIMARY BENCHMARK: Retirement Goal 2030 Primary Benchmark

SECONDARY BENCHMARK: Retirement Goal 2030 Secondary Benchmark

NET ASSETS: \$409.7 Million

INCEPTION DATE: 11/30/2002

NET EXPENSE RATIO (Before Contract Charges): 1.05%

OVERALL MORNINGSTAR RATINGTM: ★★★★★

OVERALL # OF FUNDS IN MORNINGSTAR CATEGORY: 188

Overall Morningstar Rating as of quarter ending 12/31/2015. The Morningstar Rating shown is for this expense ratio only and assumes no contract charges are imposed. Other expense ratios may have different performance characteristics. ©2015 Morningstar, Inc. All Rights Reserved.

DESCRIPTION/OBJECTIVE

The Retirement Goal Funds (the "Funds") are a family of seven multi-asset class, multi-manager investment portfolios offering a range of distinct risk/return characteristics. This family is based on the "life-cycle" approach to investing - that different bond/stock mixes are appropriate for individuals at different stages of their lives.

The Funds are "Fund of funds" that invest in Underlying Funds that are actively managed insurance company separate accounts. Six of the funds are managed to specific target dates, 2010, 2020, 2030, 2040, 2050, and 2060. The target date of a fund is the approximate year in which investors plan to retire or begin to withdraw funds. The asset allocations of each target date fund change annually as the fund progresses along a predetermined glidepath. The asset allocation of each target date fund will become more conservative as the target date approaches by lessening equity exposure and increasing fixed income exposure until each fund's asset allocation stabilizes approximately five years after the target date with an asset allocation equal to approximately 75% fixed income, 25% equity.

The Funds' asset allocation strategy allows investors to remain in a single Retirement Goal Fund through every life stage. The target date Funds are designed for participants planning to retire in or near the target year. In addition to anticipated retirement date, however, relevant factors for target date Fund selection may include age, risk tolerance, other investments owned, and planned withdrawals.

Each Retirement Goal Fund's investment objective is to consistently outperform its custom benchmark over full market cycles. The custom benchmark is designed to evolve over time, in accordance with the changes in the Fund's asset allocations as dictated by the Funds' glidepath. There is no assurance the objectives of the Fund will be met.

Multiple assumptions were used in the modeling of the glidepath, applying a disciplined and strategically focused process to construct long-term asset allocations.

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A target date fund should not be selected based solely on age or retirement date, is not a guaranteed investment, and the stated asset allocation may be subject to change.

There is no assurance the objectives will be met.

Morningstar Volatility Rank As of 12/31/2015



In the past, this investment has shown a relatively moderate range of price fluctuations relative to other investments. This investment may experience larger or smaller price declines or price increases depending on market conditions. Some of this risk may be offset by owning other investments with different portfolio make-ups or investment strategies.

Annual Performance

	Fund	Primary Benchmark	Secondary Benchmark
2015	0.05%	0.57%	1.31%
2014	5.11%	7.32%	11.15%
2013	19.81%	19.98%	21.01%
2012	13.78%	13.40%	12.86%
2011	-0.30%	0.60%	4.00%

Performance(%)

As of 12/31/2015

	Cumulative Returns			Average Annual Total Returns			
	QTD	YTD	1 Year	3 Year	5 Year	10 Year	Since Inception
Fund	2.87	0.05	0.05	8.01	7.40	5.03	NA
Primary Benchmark	3.65	0.57	0.57	9.00	8.12	5.90	---
Secondary Benchmark	4.40	1.31	1.31	10.86	9.85	6.53	---
Morningstar Rating TM				★★★★	★★★★	★★★★	
# of Funds in Category				188	156	64	

Fund Fees Reflected in Performance. All performance results are net of the highest management for this Fund (currently 1.03%). Fund performance is also net of other Fund operating expenses 0.02% for the prior calendar year. Such Fund operating expenses may reflect the benefit of a commission recapture program. Fee waivers of 0.00% are in place for this Fund. Actual performance shown reflects the imposition of the foregoing expenses and the benefit of any fee waivers or commission recaptures.

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Prudential Retirement Separate Account Fund of Funds Products These Fund of funds are not part of the Manager-of-Managers program, and therefore, PRIAC does not assume any responsibility with respect to the selection, monitoring, or replacement of the underlying investment options. Selection or termination of the Fund on a retirement plan's investment line-up is the sole responsibility of each retirement plan's fiduciary.

Primary Benchmark: The custom benchmark for the Fund is a pro rata combination of the benchmarks for the Fund's underlying asset classes, based on the normal asset allocation for each Fund. The benchmark reflects the weighted average of the Fund's U.S. stock/international stock/bond/cash allocation, as represented by the Russell 3000 Index, the MSCI EAFE Index, the Barclays U.S. Aggregate Bond Index and the Citigroup 3-Month T-Bill Index, respectively. Because the asset allocation of each Fund changes over time, the custom benchmark allocations also change over time.

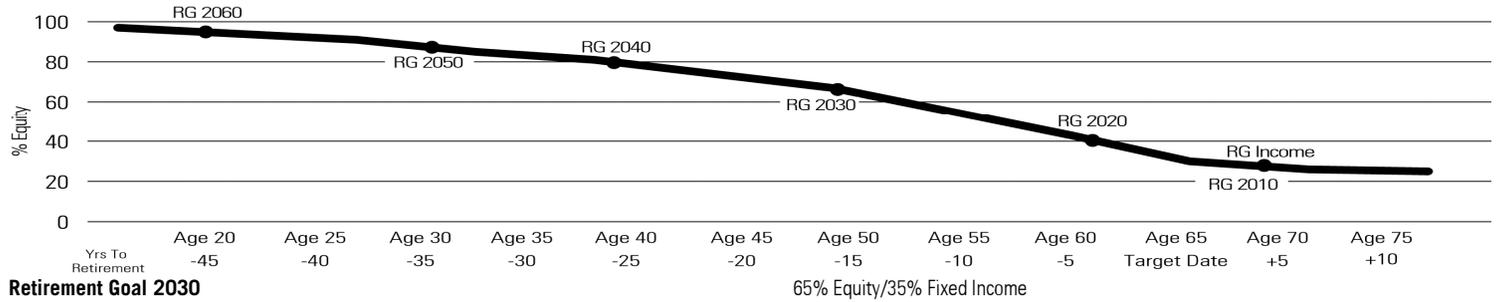
Secondary Benchmark: The custom benchmark for the Fund is a pro rata combination of the benchmarks for the Fund's underlying asset classes, based on the normal asset allocation for each Fund. The benchmark reflects the weighted average of the Fund's U.S. stock/international stock/bond/cash allocation, as represented by the S&P 500 Index, the Barclays U.S. Aggregate Bond Index and the Citigroup 3-Month T-Bill Index, respectively. Because the asset allocation of each Fund changes over time, the custom benchmark allocations also change over time.

Asset Class Mix

As of 12/31/2015

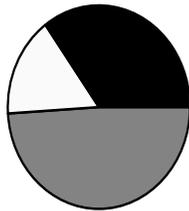
Glidepath and asset allocations are as of the calendar quarter referenced above and based on a retirement age of 65. The asset allocation changes over time. PRIAC may change the Glidepath, asset allocations and Underlying Funds.

GLIDEPATH



Retirement Goal 2030

65% Equity/35% Fixed Income



- DOMESTIC EQUITY 49%
 - Large Cap Blend / AJO Fund 7%
 - Large Cap Growth / American Century Fund 10%
 - Large Cap Value Fund (sub-advised by Wellington Management) 12%
 - Mid Cap Growth / Artisan Partners Fund 6%
 - Mid Cap Value / Cooke & Bieler Fund 3%
 - Small Cap Growth / RBC Fund 5%
 - Small Cap Value / Ceredex Fund 6%
- FIXED INCOME 35%
 - Core Bond Enhanced Index / PIM Fund 6%
 - High Grade Bond / GSAM Fund 29%
- INTERNATIONAL EQUITY 16%
 - International Blend / AQR Fund 9%
 - International Growth / Artisan Partners Fund 2%
 - International Value / LSV Asset Management Fund 5%

Target Retirement Dates: 2026 - 2035

There is no assurance the objectives of the underlying separate accounts shown above will be met.

All investing involves risk and there is no guarantee the Fund's objective will be achieved. An investment in a Retirement Goal Fund is subject to the risks of the investments of each underlying fund, which include: With respect to investment in equities, stock prices are more volatile than bond prices over the long term, and the value of such investment will fluctuate with changes in market conditions. Small- and mid-cap investments may be more volatile than large-cap investments, and investments in non-U.S. markets may be more volatile than domestic investments due to currency fluctuation and political uncertainty. Investments in emerging markets are subject to greater volatility and price declines. Fixed-income investments may fluctuate based on interest rate changes and are subject to the risk that the company may not be able to make timely payments of principal and interest.

For more information, go to www.prudential.com or call toll-free 1-877-778-2100.

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Key Facts - Fund

MANAGER: Prudential Retirement Insurance and Annuity Company (PRIAC)

FUND CATEGORY: Balanced-Target Date

PRIMARY BENCHMARK: Retirement Goal 2040 Primary Benchmark

SECONDARY BENCHMARK: Retirement Goal 2040 Secondary Benchmark

NET ASSETS: \$245.9 Million

INCEPTION DATE: 11/30/2002

NET EXPENSE RATIO (Before Contract Charges): 1.11%

OVERALL MORNINGSTAR RATINGTM: ★★★★★

OVERALL # OF FUNDS IN MORNINGSTAR CATEGORY: 188

Overall Morningstar Rating as of quarter ending 12/31/2015. The Morningstar Rating shown is for this expense ratio only and assumes no contract charges are imposed. Other expense ratios may have different performance characteristics. ©2015 Morningstar, Inc. All Rights Reserved.

Morningstar Volatility Rank As of 12/31/2015



In the past, this investment has shown a relatively moderate range of price fluctuations relative to other investments. This investment may experience larger or smaller price declines or price increases depending on market conditions. Some of this risk may be offset by owning other investments with different portfolio make-ups or investment strategies.

Annual Performance

	Fund	Primary Benchmark	Secondary Benchmark
2015	-0.22%	0.42%	1.37%
2014	5.16%	7.69%	12.23%
2013	24.28%	24.46%	25.65%
2012	14.85%	14.77%	14.14%
2011	-1.70%	-0.55%	3.24%

DESCRIPTION/OBJECTIVE

The Retirement Goal Funds (the "Funds") are a family of seven multi-asset class, multi-manager investment portfolios offering a range of distinct risk/return characteristics. This family is based on the "life-cycle" approach to investing - that different bond/stock mixes are appropriate for individuals at different stages of their lives.

The Funds are "Fund of funds" that invest in Underlying Funds that are actively managed insurance company separate accounts. Six of the funds are managed to specific target dates, 2010, 2020, 2030, 2040, 2050, and 2060. The target date of a fund is the approximate year in which investors plan to retire or begin to withdraw funds. The asset allocations of each target date fund change annually as the fund progresses along a predetermined glidepath. The asset allocation of each target date fund will become more conservative as the target date approaches by lessening equity exposure and increasing fixed income exposure until each fund's asset allocation stabilizes approximately five years after the target date with an asset allocation equal to approximately 75% fixed income, 25% equity.

The Funds' asset allocation strategy allows investors to remain in a single Retirement Goal Fund through every life stage. The target date Funds are designed for participants planning to retire in or near the target year. In addition to anticipated retirement date, however, relevant factors for target date Fund selection may include age, risk tolerance, other investments owned, and planned withdrawals.

Each Retirement Goal Fund's investment objective is to consistently outperform its custom benchmark over full market cycles. The custom benchmark is designed to evolve over time, in accordance with the changes in the Fund's asset allocations as dictated by the Funds' glidepath. There is no assurance the objectives of the Fund will be met.

Multiple assumptions were used in the modeling of the glidepath, applying a disciplined and strategically focused process to construct long-term asset allocations.

The principal value of an investment in any Fund is not guaranteed at any time, including at or after the target date. It is possible to lose money investing in securities, including losses near and following retirement. There is also no guarantee that the Funds will provide adequate retirement income.

A target date fund should not be selected based solely on age or retirement date, is not a guaranteed investment, and the stated asset allocation may be subject to change.

There is no assurance the objectives will be met.

Performance(%)

As of 12/31/2015

	Cumulative Returns		Average Annual Total Returns				
	QTD	YTD	1 Year	3 Year	5 Year	10 Year	Since Inception
Fund	3.62	-0.22	-0.22	9.25	8.04	5.09	NA
Primary Benchmark	4.61	0.42	0.42	10.41	8.97	6.07	---
Secondary Benchmark	5.53	1.37	1.37	12.65	10.99	6.84	---
Morningstar Rating TM				★★★★	★★★★	★★★★	
# of Funds in Category				188	156	64	

Fund Fees Reflected in Performance. All performance results are net of the highest management for this Fund (currently 1.09%). Fund performance is also net of other Fund operating expenses 0.02% for the prior calendar year. Such Fund operating expenses may reflect the benefit of a commission recapture program. Fee waivers of 0.00% are in place for this Fund. Actual performance shown reflects the imposition of the foregoing expenses and the benefit of any fee waivers or commission recaptures.

Performance Risks. Before investing, investors should carefully consider the investment objectives, risks, charges and expenses of this Fund and other plan investment options. The performance quoted represents past performance. The investment value and return will fluctuate so that an investment, when redeemed, may be worth more or less than original cost. Past performance does not guarantee future results. Current performance may be lower or higher than the performance data quoted. For performance data current to the most recent month end, please call 1-877-778-2100. It is possible to lose money investing in securities.

The Separate Account. Your retirement plan purchases units of a Separate Account established and made available as an investment option under group variable annuity contracts issued by Prudential Retirement Insurance and Annuity Company ("PRIAC"), Hartford CT. The Separate Account holds the investment securities, and associated voting rights belong to the Separate Account. Pursuant to CFTC Rule 4.5, PRIAC has **claimed an exclusion from registration** as a commodity pool operator with respect to the Fund. The Funds are not part of the Manager of Managers program. The selection or termination of the Fund on a retirement plan's investment line-up is the sole responsibility of each retirement plan fiduciary. As defined by ERISA Section 3(38), PRIAC is the "investment manager" with respect to the Separate Account.

Possibility of Contract Charges Your retirement plan may have agreed to contract charges. If so, these would reduce the performance (and possibly the Morningstar ratings) shown above. Any contract charges are included in the expense ratio shown in your statement and in the performance shown in your statement. The Fund fees and contract charges compensate us for the distribution and servicing associated with your plan. Other plan investment options may generate more or less revenue for us than the fees associated with this Fund. If the aggregate revenue from your plan exceeds our associated costs, we earn a profit. Otherwise, we incur a loss. Other plans investing in the Fund may have lower fees, but these are not available to your plan in order to compensate us for distribution and plan servicing.

Miscellaneous. Frequent exchanging of investment options may harm long-term investors. Your plan and/or the Fund may have policies to detect and deter potentially abusive exchanges. The policies may require us to modify or terminate investment exchange privileges. Benchmarks are unmanaged and cannot be invested in directly. See User Guide for benchmark definitions.

Prudential Retirement Separate Account Fund of Funds Products These Fund of funds are not part of the Manager-of-Managers program, and therefore, PRIAC does not assume any responsibility with respect to the selection, monitoring, or replacement of the underlying investment options. Selection or termination of the Fund on a retirement plan's investment line-up is the sole responsibility of each retirement plan's fiduciary.

Primary Benchmark: The custom benchmark for the Fund is a pro rata combination of the benchmarks for the Fund's underlying asset classes, based on the normal asset allocation for each Fund. The benchmark reflects the weighted average of the Fund's U.S. stock/international stock/bond/cash allocation, as represented by the Russell 3000 Index, the MSCI EAFE Index, the Barclays U.S. Aggregate Bond Index and the Citigroup 3-Month T-Bill Index, respectively. Because the asset allocation of each Fund changes over time, the custom benchmark allocations also change over time.

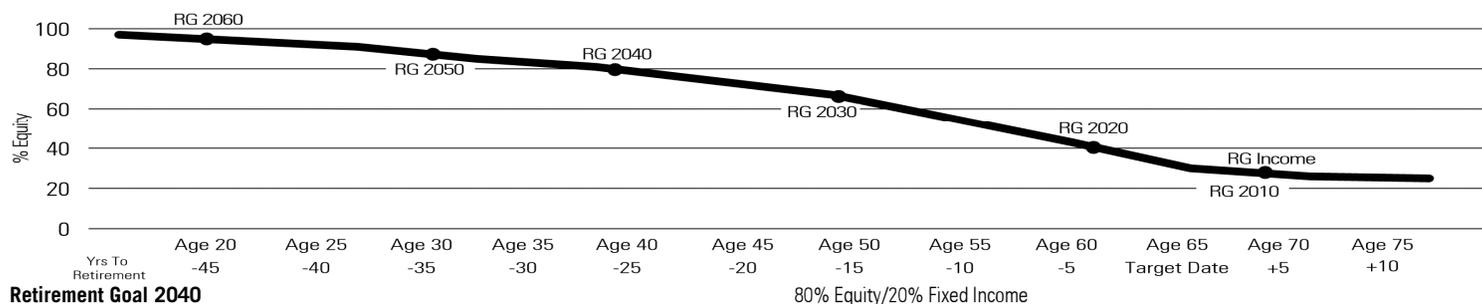
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Asset Class Mix

As of 12/31/2015

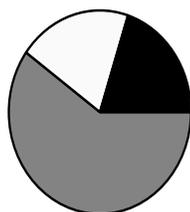
Glidepath and asset allocations are as of the calendar quarter referenced above and based on a retirement age of 65. The asset allocation changes over time. PRIAC may change the Glidepath, asset allocations and Underlying Funds.

GLIDEPATH



Retirement Goal 2040

80% Equity/20% Fixed Income



- DOMESTIC EQUITY 60%
 - Large Cap Blend / AJO Fund 9%
 - Large Cap Growth / American Century Fund 11%
 - Large Cap Value Fund (sub-advised by Wellington Management) 15%
 - Mid Cap Growth / Artisan Partners Fund 7%
 - Mid Cap Value / Cooke & Bieler Fund 4%
 - Small Cap Growth / RBC Fund 7%
 - Small Cap Value / Ceredex Fund 7%
- FIXED INCOME 20%
 - Core Bond Enhanced Index / PIM Fund 4%
 - High Grade Bond / GSAM Fund 16%
- INTERNATIONAL EQUITY 20%
 - International Blend / AQR Fund 10%
 - International Growth / Artisan Partners Fund 3%
 - International Value / LSV Asset Management Fund 7%

Target Retirement Dates: 2036 - 2045

There is no assurance the objectives of the underlying separate accounts shown above will be met.

All investing involves risk and there is no guarantee the Fund's objective will be achieved. An investment in a Retirement Goal Fund is subject to the risks of the investments of each underlying fund, which include: With respect to investment in equities, stock prices are more volatile than bond prices over the long term, and the value of such investment will fluctuate with changes in market conditions. Small- and mid-cap investments may be more volatile than large-cap investments, and investments in non-U.S. markets may be more volatile than domestic investments due to currency fluctuation and political uncertainty. Investments in emerging markets are subject to greater volatility and price declines. Fixed-income investments may fluctuate based on interest rate changes and are subject to the risk that the company may not be able to make timely payments of principal and interest.

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Key Facts - Fund

MANAGER: Prudential Retirement Insurance and Annuity Company (PRIAC)

FUND CATEGORY: Balanced-Target Date

PRIMARY BENCHMARK: Retirement Goal 2050 Primary Benchmark

SECONDARY BENCHMARK: Retirement Goal 2050 Secondary Benchmark

NET ASSETS: \$127.6 Million

INCEPTION DATE: 06/24/2005

NET EXPENSE RATIO (Before Contract Charges): 1.16%

OVERALL MORNINGSTAR RATINGTM: ★★★★★

OVERALL # OF FUNDS IN MORNINGSTAR CATEGORY: 176

Overall Morningstar Rating as of quarter ending 12/31/2015. The Morningstar Rating shown is for this expense ratio only and assumes no contract charges are imposed. Other expense ratios may have different performance characteristics. ©2015 Morningstar, Inc. All Rights Reserved.

Morningstar Volatility Rank As of 12/31/2015



In the past, this investment has shown a relatively moderate range of price fluctuations relative to other investments. This investment may experience larger or smaller price declines or price increases depending on market conditions. Some of this risk may be offset by owning other investments with different portfolio make-ups or investment strategies.

Annual Performance

	Fund	Primary Benchmark	Secondary Benchmark
2015	-0.37%	0.35%	2.15%
2014	5.02%	7.77%	12.04%
2013	27.55%	28.00%	29.98%
2012	16.09%	16.01%	15.32%
2011	-3.08%	-1.72%	2.58%

DESCRIPTION/OBJECTIVE

The Retirement Goal Funds (the "Funds") are a family of seven multi-asset class, multi-manager investment portfolios offering a range of distinct risk/return characteristics. This family is based on the "life-cycle" approach to investing - that different bond/stock mixes are appropriate for individuals at different stages of their lives.

The Funds are "Fund of funds" that invest in Underlying Funds that are actively managed insurance company separate accounts. Six of the funds are managed to specific target dates, 2010, 2020, 2030, 2040, 2050, and 2060. The target date of a fund is the approximate year in which investors plan to retire or begin to withdraw funds. The asset allocations of each target date fund change annually as the fund progresses along a predetermined glidepath. The asset allocation of each target date fund will become more conservative as the target date approaches by lessening equity exposure and increasing fixed income exposure until each fund's asset allocation stabilizes approximately five years after the target date with an asset allocation equal to approximately 75% fixed income, 25% equity.

The Funds' asset allocation strategy allows investors to remain in a single Retirement Goal Fund through every life stage. The target date Funds are designed for participants planning to retire in or near the target year. In addition to anticipated retirement date, however, relevant factors for target date Fund selection may include age, risk tolerance, other investments owned, and planned withdrawals.

Each Retirement Goal Fund's investment objective is to consistently outperform its custom benchmark over full market cycles. The custom benchmark is designed to evolve over time, in accordance with the changes in the Fund's asset allocations as dictated by the Funds' glidepath. There is no assurance the objectives of the Fund will be met.

Multiple assumptions were used in the modeling of the glidepath, applying a disciplined and strategically focused process to construct long-term asset allocations.

The principal value of an investment in any Fund is not guaranteed at any time, including at or after the target date. It is possible to lose money investing in securities, including losses near and following retirement. There is also no guarantee that the Funds will provide adequate retirement income.

A target date fund should not be selected based solely on age or retirement date, is not a guaranteed investment, and the stated asset allocation may be subject to change.

There is no assurance the objectives will be met.

Performance(%)

As of 12/31/2015

	Cumulative Returns		Average Annual Total Returns				
	QTD	YTD	1 Year	3 Year	5 Year	10 Year	Since Inception
Fund	4.10	-0.37	-0.37	10.10	8.47	5.10	NA
Primary Benchmark	5.26	0.35	0.35	11.45	9.56	6.19	---
Secondary Benchmark	6.29	2.15	2.15	14.16	11.97	7.12	---
Morningstar Rating TM				★★★★★	★★★★★	---	
# of Funds in Category				176	131	16	

Fund Fees Reflected in Performance. All performance results are net of the highest management for this Fund (currently 1.14%). Fund performance is also net of other Fund operating expenses 0.02% for the prior calendar year. Such Fund operating expenses may reflect the benefit of a commission recapture program. Fee waivers of 0.00% are in place for this Fund. Actual performance shown reflects the imposition of the foregoing expenses and the benefit of any fee waivers or commission recaptures.

Performance Risks. Before investing, investors should carefully consider the investment objectives, risks, charges and expenses of this Fund and other plan investment options. The performance quoted represents past performance. The investment value and return will fluctuate so that an investment, when redeemed, may be worth more or less than original cost. Past performance does not guarantee future results. Current performance may be lower or higher than the performance data quoted. For performance data current to the most recent month end, please call 1-877-778-2100. It is possible to lose money investing in securities.

The Separate Account. Your retirement plan purchases units of a Separate Account established and made available as an investment option under group variable annuity contracts issued by Prudential Retirement Insurance and Annuity Company ("PRIAC"), Hartford CT. The Separate Account holds the investment securities, and associated voting rights belong to the Separate Account. Pursuant to CFTC Rule 4.5, PRIAC has claimed an exclusion from registration as a commodity pool operator with respect to the Fund. The Funds are not part of the Manager of Managers program. The selection or termination of the Fund on a retirement plan's investment line-up is the sole responsibility of each retirement plan fiduciary. As defined by ERISA Section 3(38), PRIAC is the "investment manager" with respect to the Separate Account.

Possibility of Contract Charges Your retirement plan may have agreed to contract charges. If so, these would reduce the performance (and possibly the Morningstar ratings) shown above. Any contract charges are included in the expense ratio shown in your statement and in the performance shown in your statement. The Fund fees and contract charges compensate us for the distribution and servicing associated with your plan. Other plan investment options may generate more or less revenue for us than the fees associated with this Fund. If the aggregate revenue from your plan exceeds our associated costs, we earn a profit. Otherwise, we incur a loss. Other plans investing in the Fund may have lower fees, but these are not available to your plan in order to compensate us for distribution and plan servicing.

Miscellaneous. Frequent exchanging of investment options may harm long-term investors. Your plan and/or the Fund may have policies to detect and deter potentially abusive exchanges. The policies may require us to modify or terminate investment exchange privileges. Benchmarks are unmanaged and cannot be invested in directly. See User Guide for benchmark definitions.

Prudential Retirement Separate Account Fund of Funds Products These Fund of funds are not part of the Manager-of-Managers program, and therefore, PRIAC does not assume any responsibility with respect to the selection, monitoring, or replacement of the underlying investment options. Selection or termination of the Fund on a retirement plan's investment line-up is the sole responsibility of each retirement plan's fiduciary.

Primary Benchmark: The custom benchmark for the Fund is a pro rata combination of the benchmarks for the Fund's underlying asset classes, based on the normal asset allocation for each Fund. The benchmark reflects the weighted average of the Fund's U.S. stock/international stock/bond/cash allocation, as represented by the Russell 3000 Index, the MSCI EAFE Index, the Barclays U.S. Aggregate Bond Index and the Citigroup 3-Month T-Bill Index, respectively. Because the asset allocation of each Fund changes over time, the custom benchmark allocations also change over time.

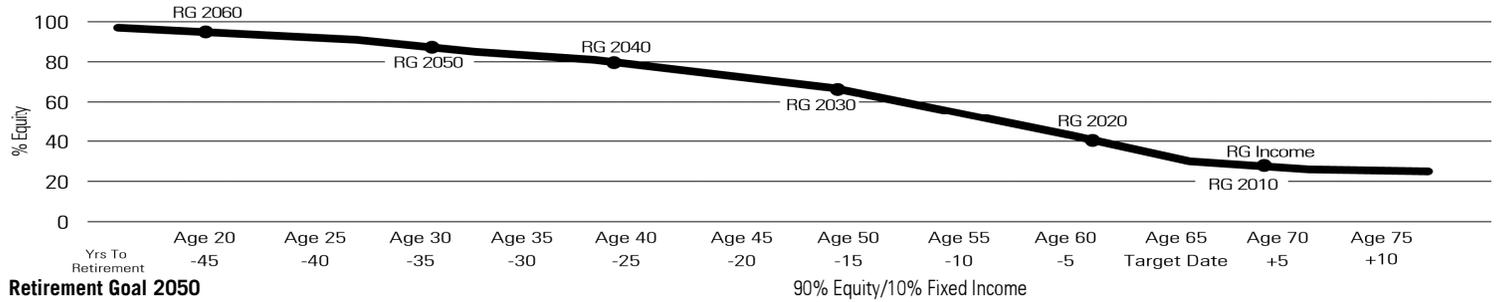
Secondary Benchmark: The custom benchmark for the Fund is a pro rata combination of the benchmarks for the Fund's underlying asset classes, based on the normal asset allocation for each Fund. The benchmark reflects the weighted average of the Fund's U.S. stock/international stock/bond/cash allocation, as represented by the S&P 500 Index, the Barclays U.S. Aggregate Bond Index and the Citigroup 3-Month T-Bill Index, respectively. Because the asset allocation of each Fund changes over time, the custom benchmark allocations also change over time.

Asset Class Mix

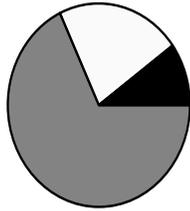
As of 12/31/2015

Glidepath and asset allocations are as of the calendar quarter referenced above and based on a retirement age of 65. The asset allocation changes over time. PRIAC may change the Glidepath, asset allocations and Underlying Funds.

GLIDEPATH



Retirement Goal 2050



- DOMESTIC EQUITY 68%
 - Large Cap Blend / AJO Fund 10%
 - Large Cap Growth / American Century Fund 14%
 - Large Cap Value Fund (sub-advised by Wellington Management) 16%
 - Mid Cap Growth / Artisan Partners Fund 8%
 - Mid Cap Value / Cooke & Bieler Fund 4%
 - Small Cap Growth / RBC Fund 7%
 - Small Cap Value / Ceredex Fund 9%
- FIXED INCOME 10%
 - Core Bond Enhanced Index / PIM Fund 2%
 - High Grade Bond / GSAM Fund 8%
- INTERNATIONAL EQUITY 22%
 - International Blend / AQR Fund 11%
 - International Growth / Artisan Partners Fund 4%
 - International Value / LSV Asset Management Fund 7%

Target Retirement Dates: 2046 - 2055

There is no assurance the objectives of the underlying separate accounts shown above will be met.

All investing involves risk and there is no guarantee the Fund's objective will be achieved. An investment in a Retirement Goal Fund is subject to the risks of the investments of each underlying fund, which include: With respect to investment in equities, stock prices are more volatile than bond prices over the long term, and the value of such investment will fluctuate with changes in market conditions. Small- and mid-cap investments may be more volatile than large-cap investments, and investments in non-U.S. markets may be more volatile than domestic investments due to currency fluctuation and political uncertainty. Investments in emerging markets are subject to greater volatility and price declines. Fixed-income investments may fluctuate based on interest rate changes and are subject to the risk that the company may not be able to make timely payments of principal and interest.

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Retirement Goal 2060 Fund
A Prudential Retirement Separate Account - Target Date Funds

Fourth Quarter 2015
Fund Fact Sheet

Key Facts - Fund

MANAGER: Prudential Retirement Insurance and Annuity Company (PRIAC)
FUND CATEGORY: Balanced-Target Date
PRIMARY BENCHMARK: Retirement Goal 2060 Primary Benchmark
NET ASSETS: \$2.5 Million
INCEPTION DATE: 02/27/2015
NET EXPENSE RATIO (Before Contract Charges): 1.37%

Annual Performance

Data Not Available

DESCRIPTION/OBJECTIVE

The Retirement Goal Funds (the "Funds") are a family of seven multi-asset class, multi-manager investment portfolios offering a range of distinct risk/return characteristics. This family is based on the "life-cycle" approach to investing - that different bond/stock mixes are appropriate for individuals at different stages of their lives.

The Funds are "Fund of funds" that invest in Underlying Funds that are actively managed insurance company separate accounts. Six of the funds are managed to specific target dates, 2010, 2020, 2030, 2040, 2050, and 2060. The target date of a fund is the approximate year in which investors plan to retire or begin to withdraw funds. The asset allocations of each target date fund change annually as the fund progresses along a predetermined glidepath. The asset allocation of each target date fund will become more conservative as the target date approaches by lessening equity exposure and increasing fixed income exposure until each fund's asset allocation stabilizes approximately five years after the target date with an asset allocation equal to approximately 75% fixed income, 25% equity.

The Funds' asset allocation strategy allows investors to remain in a single Retirement Goal Fund through every life stage. The target date Funds are designed for participants planning to retire in or near the target year. In addition to anticipated retirement date, however, relevant factors for target date Fund selection may include age, risk tolerance, other investments owned, and planned withdrawals.

Each Retirement Goal Fund's investment objective is to consistently outperform its custom benchmark over full market cycles. The custom benchmark is designed to evolve over time, in accordance with the changes in the Fund's asset allocations as dictated by the Funds' glidepath. There is no assurance the objectives of the Fund will be met.

Multiple assumptions were used in the modeling of the glidepath, applying a disciplined and strategically focused process to construct long-term asset allocations.

The principal value of an investment in any Fund is not guaranteed at any time, including at or after the target date. It is possible to lose money investing in securities, including losses near and following retirement. There is also no guarantee that the Funds will provide adequate retirement income.

A target date fund should not be selected based solely on age or retirement date, is not a guaranteed investment, and the stated asset allocation may be subject to change.

There is no assurance the objectives will be met.

Performance(%)

As of 12/31/2015

	Cumulative Returns		Average Annual Total Returns				
	QTD	YTD	1 Year	3 Year	5 Year	10 Year	Since Inception
Fund	4.40	---	---	---	---	---	-4.05
Primary Benchmark	5.70	---	---	---	---	---	---

Fund Fees Reflected in Performance. All performance results are net of the highest management for this Fund (currently 1.37%). Fund performance is also net of other Fund operating expenses 0.00% for the prior calendar year. Such Fund operating expenses may reflect the benefit of a commission recapture program. Fee waivers of 0.00% are in place for this Fund. Actual performance shown reflects the imposition of the foregoing expenses and the benefit of any fee waivers or commission recaptures.

Performance Risks. Before investing, investors should carefully consider the investment objectives, risks, charges and expenses of this Fund and other plan investment options. The performance quoted represents past performance. The investment value and return will fluctuate so that an investment, when redeemed, may be worth more or less than original cost. Past performance does not guarantee future results. Current performance may be lower or higher than the performance data quoted. For performance data current to the most recent month end, please call 1-877-778-2100. It is possible to lose money investing in securities.

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Possibility of Contract Charges Your retirement plan may have agreed to contract charges. If so, these would reduce the performance shown above. Any contract charges are included in the expense ratio shown in your statement and in the performance shown in your statement. The Fund fees and contract charges compensate us for the distribution and servicing associated with your plan. Other plan investment options may generate more or less revenue for us than the fees associated with this Fund. If the aggregate revenue from your plan exceeds our associated costs, we earn a profit. Otherwise, we incur a loss. Other plans investing in the Fund may have lower fees, but these are not available to your plan in order to compensate us for distribution and plan servicing.

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Prudential Retirement Separate Account Fund of Funds Products These Fund of funds are not part of the Manager-of-Managers program, and therefore, PRIAC does not assume any responsibility with respect to the selection, monitoring, or replacement of the underlying investment options. Selection or termination of the Fund on a retirement plan's investment line-up is the sole responsibility of each retirement plan's fiduciary.

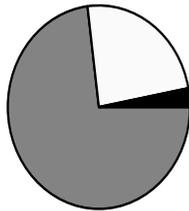
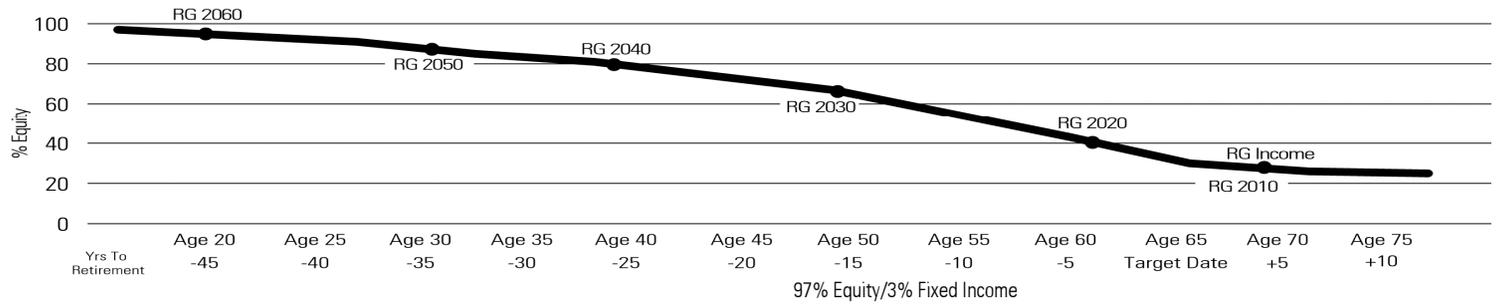
Primary Benchmark: The custom benchmark for the Fund is a pro rata combination of the benchmarks for the Fund's underlying asset classes, based on the normal asset allocation for each Fund. The benchmark reflects the weighted average of the Fund's U.S. stock/international stock/bond/cash allocation, as represented by the Russell 3000 Index, the MSCI EAFE Index, the Barclays U.S. Aggregate Bond Index and the Citigroup 3-Month T-Bill Index, respectively. Because the asset allocation of each Fund changes over time, the custom benchmark allocations also change over time.

Asset Class Mix

As of 12/31/2015

Glidepath and asset allocations are as of the calendar quarter referenced above and based on a retirement age of 65. The asset allocation changes over time. PRIAC may change the Glidepath, asset allocations and Underlying Funds.

GLIDEPATH



- DOMESTIC EQUITY 73%
 - Large Cap Blend / AJO Fund 10%
 - Large Cap Growth / American Century Fund 15%
 - Large Cap Value Fund (sub-advised by Wellington Management) 17%
 - Mid Cap Growth / Artisan Partners Fund 9%
 - Mid Cap Value / Cooke & Bieler Fund 5%
 - Small Cap Growth / RBC Fund 8%
 - Small Cap Value / Ceredex Fund 9%
- FIXED INCOME 3%
 - Core Bond Enhanced Index / PIM Fund 1%
 - High Grade Bond / GSAM Fund 2%
- INTERNATIONAL EQUITY 24%
 - International Blend / AQR Fund 12%
 - International Growth / Artisan Partners Fund 4%
 - International Value / LSV Asset Management Fund 8%

Target Retirement Dates: 2056 - 2065

There is no assurance the objectives of the underlying separate accounts shown above will be met.

All investing involves risk and there is no guarantee the Fund's objective will be achieved. An investment in a Retirement Goal Fund is subject to the risks of the investments of each underlying fund, which include: With respect to investment in equities, stock prices are more volatile than bond prices over the long term, and the value of such investment will fluctuate with changes in market conditions. Small- and mid-cap investments may be more volatile than large-cap investments, and investments in non-U.S. markets may be more volatile than domestic investments due to currency fluctuation and political uncertainty. Investments in emerging markets are subject to greater volatility and price declines. Fixed-income investments may fluctuate based on interest rate changes and are subject to the risk that the company may not be able to make timely payments of principal and interest.

For more information, go to www.prudential.com or call toll-free 1-877-778-2100.

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7040000222620

Retirement GoalSM Income Fund

A Prudential Retirement Separate Account - Target Date Funds

Fourth Quarter 2015
Fund Fact Sheet

Key Facts - Fund

MANAGER: Prudential Retirement Insurance and Annuity Company (PRIAC)

FUND CATEGORY: Balanced-Target Date

PRIMARY BENCHMARK: Retirement Goal Income Primary Benchmark

SECONDARY BENCHMARK: Retirement Goal Income Secondary Benchmark

NET ASSETS: \$33.9 Million

INCEPTION DATE: 11/30/2002

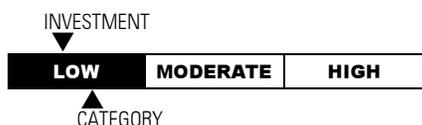
NET EXPENSE RATIO (Before Contract Charges): 0.83%

OVERALL MORNINGSTAR RATINGTM: ★★★★★

OVERALL # OF FUNDS IN MORNINGSTAR CATEGORY: 146

Overall Morningstar Rating as of quarter ending 12/31/2015. The Morningstar Rating shown is for this expense ratio only and assumes no contract charges are imposed. Other expense ratios may have different performance characteristics. ©2015 Morningstar, Inc. All Rights Reserved.

Morningstar Volatility Rank As of 12/31/2015



In the past, this investment has shown a relatively small range of price fluctuations relative to other investments. Based on this measure, currently more than two thirds of all investments have shown higher levels of risk. Consequently, this investment may appeal to investors looking for a conservative investment strategy.

Annual Performance

	Fund	Primary Benchmark	Secondary Benchmark
2015	0.08%	0.54%	0.84%
2014	4.24%	5.35%	6.68%
2013	5.92%	5.93%	6.22%
2012	7.07%	6.51%	6.31%
2011	3.41%	3.96%	5.05%

DESCRIPTION/OBJECTIVE

The Retirement Goal Funds (the "Funds") are a family of seven multi-asset class, multi-manager investment portfolios offering a range of distinct risk/return characteristics. This family is based on the "life-cycle" approach to investing - that different bond/stock mixes are appropriate for individuals at different stages of their lives.

The Funds are "Fund of funds" that invest in underlying funds that are actively managed insurance company separate accounts, "Underlying Funds". Six of the funds are managed to specific target dates, 2010, 2020, 2030, 2040, 2050, and 2060. The target date of a fund is the approximate year in which investors plan to retire or begin to withdraw funds. The asset allocations of each target date fund change annually as the fund progresses along a predetermined glidepath. The asset allocation of each target date fund will become more conservative as the target date approaches by lessening equity exposure and increasing fixed income exposure until each fund's asset allocation stabilizes approximately five years after the target date with an asset allocation equal to approximately 75% fixed income, 25% equity.

The Funds' asset allocation strategy allows investors to remain in a single Retirement Goal Fund through every life stage. The target date Funds are designed for participants planning to retire in or near the target year. In addition to anticipated retirement date, however, relevant factors for target date Fund selection may include age, risk tolerance, other investments owned, and planned withdrawals.

Each Retirement Goal Fund's investment objective is to consistently outperform its custom benchmark over full market cycles. The custom benchmark is designed to evolve over time, in accordance with the changes in the Fund's asset allocations as dictated by the Funds' glidepath. There is no assurance the objectives of the Fund will be met.

Multiple assumptions were used in the modeling of the glidepath, applying a disciplined and strategically focused process to construct long-term asset allocations.

The principal value of an investment in any Fund is not guaranteed at any time, including at or after the target date. It is possible to lose money investing in securities, including losses near and following retirement. There is also no guarantee that the Funds will provide adequate retirement income.

A target date fund should not be selected based solely on age or retirement date, is not a guaranteed investment, and the stated asset allocation may be subject to change.

There is no assurance the objectives will be met.

Performance(%)

As of 12/31/2015

	Cumulative Returns		Average Annual Total Returns				
	QTD	YTD	1 Year	3 Year	5 Year	10 Year	Since Inception
Fund	0.94	0.08	0.08	3.38	4.12	4.07	NA
Primary Benchmark	1.19	0.54	0.54	3.91	4.44	4.56	---
Secondary Benchmark	1.47	0.84	0.84	4.54	5.00	5.01	---
Morningstar Rating TM				★★★	★★★★	★★★★	
# of Funds in Category				146	132	64	

Fund Fees Reflected in Performance. All performance results are net of the highest management for this Fund (currently 0.81%). Fund performance is also net of other Fund operating expenses 0.02% for the prior calendar year. Such Fund operating expenses may reflect the benefit of a commission recapture program. Fee waivers of 0.00% are in place for this Fund. Actual performance shown reflects the imposition of the foregoing expenses and the benefit of any fee waivers or commission recaptures.

Performance Risks. Before investing, investors should carefully consider the investment objectives, risks, charges and expenses of this Fund and other plan investment options. The performance quoted represents past performance. The investment value and return will fluctuate so that an investment, when redeemed, may be worth more or less than original cost. Past performance does not guarantee future results. Current performance may be lower or higher than the performance data quoted. For performance data current to the most recent month end, please call 1-877-778-2100. It is possible to lose money investing in securities.

The Separate Account. Your retirement plan purchases units of a Separate Account established and made available as an investment option under group variable annuity contracts issued by Prudential Retirement Insurance and Annuity Company ("PRIAC"), Hartford CT. The Separate Account holds the investment securities, and associated voting rights belong to the Separate Account. Pursuant to CFTC Rule 4.5, PRIAC has claimed an exclusion from registration as a commodity pool operator with respect to the Fund. The Funds are not part of the Manager of Managers program. The selection or termination of the Fund on a retirement plan's investment line-up is the sole responsibility of each retirement plan fiduciary. As defined by ERISA Section 3(38), PRIAC is the "investment manager" with respect to the Separate Account.

Possibility of Contract Charges Your retirement plan may have agreed to contract charges. If so, these would reduce the performance (and possibly the Morningstar ratings) shown above. Any contract charges are included in the expense ratio shown in your statement and in the performance shown in your statement. The Fund fees and contract charges compensate us for the distribution and servicing associated with your plan. Other plan investment options may generate more or less revenue for us than the fees associated with this Fund. If the aggregate revenue from your plan exceeds our associated costs, we earn a profit. Otherwise, we incur a loss. Other plans investing in the Fund may have lower fees, but these are not available to your plan in order to compensate us for distribution and plan servicing.

Miscellaneous. Frequent exchanging of investment options may harm long-term investors. Your plan and/or the Fund may have policies to detect and deter potentially abusive exchanges. The policies may require us to modify or terminate investment exchange privileges. Benchmarks are unmanaged and cannot be invested in directly. See User Guide for benchmark definitions.

Prudential Retirement Separate Account Fund of Funds Products These Fund of funds are not part of the Manager-of-Managers program, and therefore, PRIAC does not assume any responsibility with respect to the selection, monitoring, or replacement of the underlying investment options. Selection or termination of the Fund on a retirement plan's investment line-up is the sole responsibility of each retirement plan's fiduciary.

Primary Benchmark: The custom benchmark for the Fund is a pro rata combination of the benchmarks for the Fund's underlying asset classes, based on the normal asset allocation for each Fund. The benchmark reflects the weighted average of the Fund's U.S. stock/international stock/bond/cash allocation, as represented by the Russell 3000 Index, the MSCI EAFE Index, the Barclays U.S. Aggregate Bond Index and the Citigroup 3-Month T-Bill Index, respectively. Because the asset allocation of each Fund changes over time, the custom benchmark allocations also change over time.

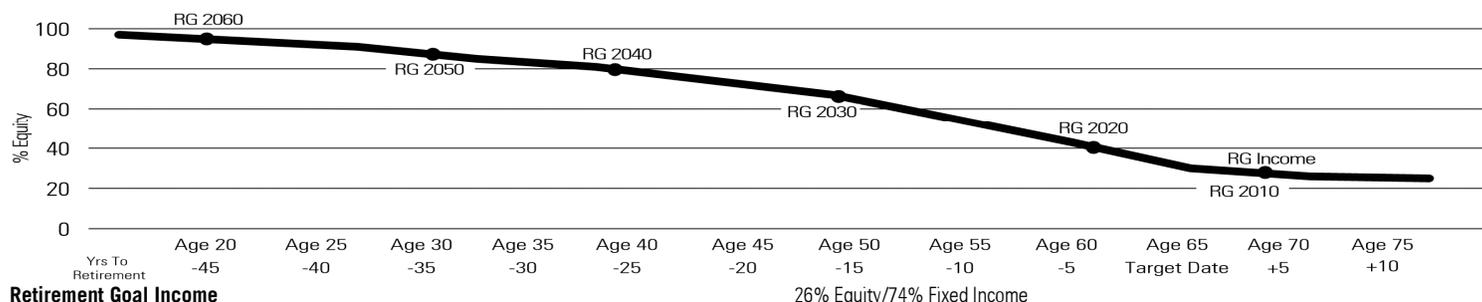
Secondary Benchmark: The custom benchmark for the Fund is a pro rata combination of the benchmarks for the respective sFund's underlying asset classes, based on the normal asset allocation for each Fund. The benchmark reflects the weighted average of the Fund's U.S. stock/international stock/bond/cash allocation, as represented by the S&P 500 Index, the Barclays U.S. Aggregate Bond Index and the Citigroup 3-Month T-Bill Index, respectively. Because the asset allocation of each Fund changes over time, the custom benchmark allocations also change over time.

Asset Class Mix

As of 12/31/2015

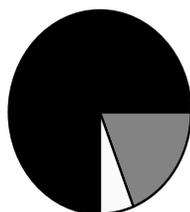
Glidepath and asset allocations are as of the calendar quarter referenced above and based on a retirement age of 65. The asset allocation changes over time. PRIAC may change the Glidepath, asset allocations and Underlying Funds.

GLIDEPATH



Retirement Goal Income

26% Equity/74% Fixed Income



- DOMESTIC EQUITY 19%
 - Large Cap Blend / AJO Fund 2%
 - Large Cap Growth / American Century Fund 4%
 - Large Cap Value Fund (sub-advised by Wellington Management) 5%
 - Mid Cap Growth / Artisan Partners Fund 2%
 - Mid Cap Value / Cooke & Bieler Fund 2%
 - Small Cap Growth / RBC Fund 2%
 - Small Cap Value / Ceredex Fund 2%
- FIXED INCOME 75%
 - Core Bond Enhanced Index / PIM Fund 11%
 - High Grade Bond / GSAM Fund 44%
 - Prudential Short-Term Fund 20%
- INTERNATIONAL EQUITY 6%
 - International Blend / AQR Fund 2%
 - International Growth / Artisan Partners Fund 2%
 - International Value / LSV Asset Management Fund 2%

Target Retirement Dates: Pre-2006

There is no assurance the objectives of the underlying separate accounts shown above will be met.

All investing involves risk and there is no guarantee the Fund's objective will be achieved. An investment in a Retirement Goal Fund is subject to the risks of the investments of each underlying fund, which include: With respect to investment in equities, stock prices are more volatile than bond prices over the long term, and the value of such investment will fluctuate with changes in market conditions. Small- and mid-cap investments may be more volatile than large-cap investments, and investments in non-U.S. markets may be more volatile than domestic investments due to currency fluctuation and political uncertainty. Investments in emerging markets are subject to greater volatility and price declines. Fixed-income investments may fluctuate based on interest rate changes and are subject to the risk that the company may not be able to make timely payments of principal and interest.

For more information, go to www.prudential.com or call toll-free 1-877-778-2100.

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Dryden S&P 500® Index Fund

A Proprietary Separate Account

Fourth Quarter 2015
Fund Fact Sheet

Key Facts

INVESTMENT ADVISOR: Quantitative Management Associates LLC
FUND CATEGORY: Large Cap Stock-Blend
MANDATE BENCHMARK: S&P 500® Index
NET ASSETS: \$2,784.0 Million
INCEPTION DATE: 12/31/1987
NET EXPENSE RATIO (Before Contract Charges): 0.32%
OVERALL MORNINGSTAR RATING™: ★★★★★
OVERALL # OF FUNDS IN MORNINGSTAR CATEGORY: 1407
PORTFOLIO MANAGER(S): John W. Moschberger; Daniel Carlucci

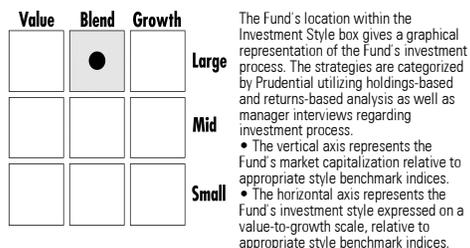
Overall Morningstar Rating as of quarter ending 12/31/2015. The Morningstar Rating shown is for this expense ratio only and assumes no contract charges are imposed. Other expense ratios may have different performance characteristics. ©2015 Morningstar, Inc. All Rights Reserved. Additional Morningstar information is available in the User Guide.

Morningstar Volatility Rank As of 12/31/2015



In the past, this investment has shown a relatively moderate range of price fluctuations relative to other investments. This investment may experience larger or smaller price declines or price increases depending on market conditions. Some of this risk may be offset by owning other investments with different portfolio make-ups or investment strategies.

Investment Style As of 09/30/2015



Annual Performance

	Fund	Mandate Benchmark
2015	1.10%	1.38%
2014	13.29%	13.69%
2013	31.93%	32.39%
2012	15.66%	16.00%
2011	1.83%	2.11%

DESCRIPTION/OBJECTIVE

This Separate Account (the "Fund") is advised by Quantitative Management Associates LLC. The Fund's investment objective is to provide investment results that approximate the performance of the Standard & Poor's Composite 500® Index (S&P 500® Index).

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There is no assurance the objectives will be met.

Top Five Holdings

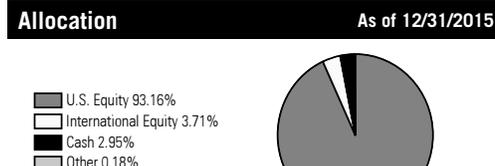
	As of 12/31/2015
APPLE INC	3.27%
ALPHABET INC	2.52%
MICROSOFT CORP	2.47%
EXXON MOBILE CORP	1.81%
GENERAL ELECTRIC COMPANY	1.64%

Holdings and Sector allocations are unaudited, ranked as a percentage of equity assets and subject to change without notice.

Top Five Sectors

	As of 12/31/2015
Information Technology	19.99%
Financials	15.91%
Health Care	14.66%
Consumer Discretionary	12.45%
Industrials	9.72%

Allocation



Characteristics

	Fund	Mandate Benchmark
Weighted Median Market Cap (\$Bil)	79.82	79.82
Price/Earnings Ratio (Forward)	17.14x	17.14x
Price/Book Ratio	2.55x	2.55x
5-Year Earning Growth Rate (%)	10.76	10.76
Number of Holdings-Long	507	504

Performance(%)

	Cumulative Returns		Average Annual Total Returns				
	QTD	YTD	1 Year	3 Year	5 Year	10 Year	Since Inception
Fund	6.97	1.10	1.10	14.75	12.22	7.03	NA
Mandate Benchmark	7.04	1.38	1.38	15.13	12.57	7.31	---
Morningstar Rating™				★★★★	★★★★	★★★★	
# of Funds in Category				1407	1238	889	

Fund Fees Reflected in Performance. The Separate Account was established 12/31/1987. All performance results are net of the highest management fee for this Fund of 0.30%. Actual Fund performance is also net of other Fund operating expenses of 0.02% for the prior calendar year. Such Fund operating expenses may reflect the benefit of a commission recapture program. Fee waivers of 0.00% are in place for this Fund. Actual performance shown reflects the imposition of the foregoing expenses and the benefit of any fee waivers and commission recaptures.

The Separate Account Your retirement plan purchases units of a Separate Account established and made available as an investment option under group variable annuity contracts issued by Prudential Retirement Insurance and Annuity Company ("PRIAC"), Hartford CT. The Separate Account holds the investment securities, and associated voting rights belong to the Separate Account. Pursuant to CFTC Rule 4.5, PRIAC has **claimed an exclusion from registration** as a commodity pool operator with respect to the Fund.

Possibility of Contract Charges. Your retirement plan may have agreed to contract charges. If so, these would reduce the performance (and possibly the Morningstar ratings) shown above. Any contract charges are included in the expense ratio shown in your statement and in the performance shown in your statement. The Fund fees and contract charges compensate us for the distribution and servicing associated with your plan. Other plan investment options may generate more or less revenue for us than the fees associated with this Fund. If the aggregate revenue from your plan exceeds our associated costs, we earn a profit. Otherwise, we incur a loss. Other plans investing in the Fund may have lower fees, but these are not available to your plan in order to compensate us for distribution and plan servicing.

Performance Risks. Before investing, investors should carefully consider the investment objectives, risks, charges and expenses of this Fund and other plan investment options. The performance quoted represents past performance. The investment value and return will fluctuate so that an investment, when redeemed, may be worth more or less than original cost. Past performance does not guarantee future results. Current performance may be lower or higher than the performance data quoted. For performance data current to the most recent month end, please call 1-877-778-2100. Actual performance may be affected by the manager not being able to invest directly in a country prior to satisfaction of that country's legal requirements. It is possible to lose money investing in securities.

Miscellaneous. Frequent exchanging of investment options may harm long-term investors. Your plan and/or the Fund may have policies to detect and deter potentially abusive exchanges. The policies may require us to modify or terminate investment exchange privileges. Benchmarks are unmanaged and cannot be invested in directly. See User Guide for benchmark definitions, a description of the Separate Account category and PRIAC's role with respect to the Separate Account or Custom Plan Investment Options (Recordkeeping Constructs).

For more information, go to www.prudential.com. All Plan Sponsors (or authorized representatives of Plan Sponsors) participating in the commingled accounts are generally provided with uniform written reports regarding these products. To the extent a plan sponsor requests additional information or perspective from the portfolio manager, we will make such information available to any plan sponsor who makes a similar request.

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QMA Mid Cap Quantitative Core Equity Fund

A Proprietary Separate Account

Fourth Quarter 2015
Fund Fact Sheet

Key Facts

INVESTMENT ADVISOR: Quantitative Management Associates LLC
FUND CATEGORY: Mid Cap Stock-Blend
MANDATE BENCHMARK: S&P Mid Cap 400® Index
SECONDARY BENCHMARK: Lipper Mid Cap Core Funds Index
NET ASSETS: \$169.9 Million
INCEPTION DATE: 12/21/2005
NET EXPENSE RATIO (Before Contract Charges): 0.87%
OVERALL MORNINGSTAR RATING™: ★★★★★
OVERALL # OF FUNDS IN MORNINGSTAR CATEGORY: 389
PORTFOLIO MANAGER(S): Devang Gambhirwala

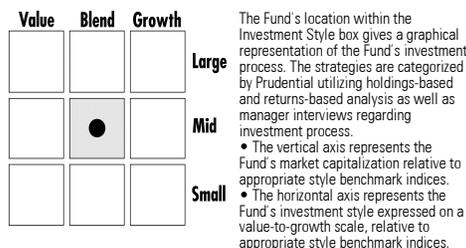
Overall Morningstar Rating as of quarter ending 12/31/2015. The Morningstar Rating shown is for this expense ratio only and assumes no contract charges are imposed. Other expense ratios may have different performance characteristics. ©2015 Morningstar, Inc. All Rights Reserved. Additional Morningstar information is available in the User Guide.

Morningstar Volatility Rank As of 12/31/2015



In the past, this investment has shown a wide range of price fluctuations relative to other investments. This investment may experience significant price increases in favorable markets or undergo large price declines in adverse markets. Some of this risk may be offset by owning other investments that follow different investment strategies.

Investment Style As of 09/30/2015



Annual Performance

	Fund	Mandate Benchmark	Secondary Benchmark
2015	1.56%	-2.18%	-3.60%
2014	11.66%	9.76%	8.88%
2013	34.72%	33.50%	35.04%
2012	19.90%	17.88%	16.30%
2011	-0.92%	-1.73%	-5.85%

DESCRIPTION/OBJECTIVE

This Separate Account (the "Fund") is advised by Quantitative Management Associates LLC. The Fund's objective is long-term growth of capital. QMA seeks to outperform the Standard & Poor's (S&P) 400 Index on a before-tax basis by investing in mid-cap companies. It seeks to provide returns in excess of the S&P 400 Index and comparable equity funds over full market cycles.

"Standard & Poor's®", "S&P®", "S&P 500®", "Standard & Poor's 500" and "500" are registered trademarks of The McGraw-Hill Companies, Inc. and have been licensed for use by Prudential. The Fund is not sponsored, endorsed, sold, or promoted by Standard & Poor's and Standard & Poor's makes no representation regarding the advisability of investing in the Fund. QMA is the primary business name of Quantitative Management Associates LLC.

There is no assurance the objectives will be met.

Small and mid sized companies may present greater opportunities for capital appreciation, but may also involve greater risks than larger companies. As a result, the value of stocks issued by these companies may fluctuate more than stocks of larger issuers.

Top Five Holdings

As of 12/31/2015

EXTRA SPACE STORAGE INC	1.45%
ACUITY BRANDS INC	1.44%
HOLOGIC INC	1.35%
ALASKA AIR GROUP	1.24%
UNITED THERAPEUTICS CORP	1.24%

Holdings and Sector allocations are unaudited, ranked as a percentage of equity assets and subject to change without notice.

Top Five Sectors

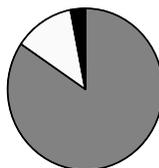
As of 12/31/2015

Financials	23.03%
Information Technology	14.42%
Industrials	13.54%
Cash	12.48%
Consumer Discretionary	10.57%

Allocation

As of 12/31/2015

U.S. Equity	84.47%
Cash	12.48%
International Equity	2.85%
Other	0.20%



Characteristics

As of 12/31/2015

	Fund	Mandate Benchmark
Weighted Median Market Cap (\$Bil)	4.51	4.53
Price/Earnings Ratio (Forward)	14.79x	17.62x
Price/Book Ratio	1.88x	2.12x
5-Year Earning Growth Rate (%)	10.36	10.81
Number of Holdings-Long	210	400

Performance(%)

As of 12/31/2015

	Cumulative Returns		Average Annual Total Returns				
	QTD	YTD	1 Year	3 Year	5 Year	10 Year	Since Inception
Fund	4.22	1.56	1.56	15.18	12.66	9.07	NA
Mandate Benchmark	2.59	-2.18	-2.18	12.75	10.67	8.18	---
Secondary Benchmark	2.77	-3.60	-3.60	12.33	9.19	7.12	---

Morningstar Rating™

★★★★★ ★★★★★ ★★★★★

of Funds in Category

389 323 211

Fund Fees Reflected in Performance. The Separate Account was established 12/21/2005. All performance results are net of the highest management fee for this Fund of 0.85%. Actual Fund performance is also net of other Fund operating expenses of 0.02% for the prior calendar year. Such Fund operating expenses may reflect the benefit of a commission recapture program. Fee waivers of 0.00% are in place for this Fund. Actual performance shown reflects the imposition of the foregoing expenses and the benefit of any fee waivers and commission recaptures.

The Separate Account. Your retirement plan purchases units of a Separate Account established and made available as an investment option under group variable annuity contracts issued by Prudential Retirement Insurance and Annuity Company ("PRIAC"), Hartford CT. The Separate Account holds the investment securities, and associated voting rights belong to the Separate Account. Pursuant to CFTC Rule 4.5, PRIAC has **claimed an exclusion from registration** as a commodity pool operator with respect to the Fund.

Possibility of Contract Charges. Your retirement plan may have agreed to contract charges. If so, these would reduce the performance (and possibly the Morningstar ratings) shown above. Any contract charges are included in the expense ratio shown in your statement and in the performance shown in your statement. The Fund fees and contract charges compensate us for the distribution and servicing associated with your plan. Other plan investment options may generate more or less revenue for us than the fees associated with this Fund. If the aggregate revenue from your plan exceeds our associated costs, we earn a profit. Otherwise, we incur a loss. Other plans investing in the Fund may have lower fees, but these are not available to your plan in order to compensate us for distribution and plan servicing.

Performance Risks. Before investing, investors should carefully consider the investment objectives, risks, charges and expenses of this Fund and other plan investment options. The performance quoted represents past performance. The investment value and return will fluctuate so that an investment, when redeemed, may be worth more or less than original cost. Past performance does not guarantee future results. Current performance may be lower or higher than the performance data quoted. For performance data current to the most recent month end, please call 1-877-778-2100. Actual performance may be affected by the manager not being able to invest directly in a country prior to satisfaction of that country's legal requirements. It is possible to lose money investing in securities.

Miscellaneous. Frequent exchanging of investment options may harm long-term investors. Your plan and/or the Fund may have policies to detect and deter potentially abusive exchanges. The policies may require us to modify or terminate investment exchange privileges. Benchmarks are unmanaged and cannot be invested in directly. See User Guide for benchmark definitions, a description of the Separate Account category and PRIAC's role with respect to the Separate Account or Custom Plan Investment Options (Recordkeeping Constructs).

For more information, go to www.prudential.com. All Plan Sponsors (or authorized representatives of Plan Sponsors) participating in the commingled accounts are generally provided with uniform written reports regarding these products. To the extent a plan sponsor requests additional information or perspective from the portfolio manager, we will make such information available to a plan sponsor who makes a similar request.

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SA/OFI Global Strategy
A Manager of Managers Retail Branded Sub-Advised Separate Account

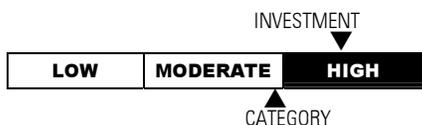
Fourth Quarter 2015
Fund Fact Sheet

Key Facts

INVESTMENT ADVISOR: OFI Institutional Asset Management, Inc.
FUND CATEGORY: Global Stock-Growth
MANDATE BENCHMARK: MSCI All Country World™ Index
SECONDARY BENCHMARK: Lipper Global Funds Index
NET ASSETS: \$155.9 Million
INCEPTION DATE: 07/09/2002
NET EXPENSE RATIO (Before Contract Charges): 1.06%
OVERALL MORNINGSTAR RATING™: ★★★
OVERALL # OF FUNDS IN MORNINGSTAR CATEGORY: 984
PORTFOLIO MANAGER(S): Rajeew Bhaman

Overall Morningstar Rating as of quarter ending 12/31/2015. The Morningstar Rating shown is for this expense ratio only and assumes no contract charges are imposed. Other expense ratios may have different performance characteristics. ©2015 Morningstar, Inc. All Rights Reserved. Additional Morningstar information is available in the User Guide.

Morningstar Volatility Rank As of 12/31/2015



In the past, this investment has shown a wide range of price fluctuations relative to other investments. This investment may experience significant price increases in favorable markets or undergo large price declines in adverse markets. Some of this risk may be offset by owning other investments that follow different investment strategies.

Regional Allocation As of 12/31/2015

Europe	34.10%
Asia and Pacific Rim	17.46%
North America	45.24%
Africa and Middle East	0.00%
Other	3.20%

Annual Performance

	Fund	Mandate Benchmark	Secondary Benchmark
2015	3.57%	-1.84%	-1.13%
2014	1.68%	4.71%	3.87%
2013	26.80%	23.44%	25.72%
2012	20.74%	16.80%	16.19%
2011	-8.76%	-6.92%	-10.47%

DESCRIPTION/OBJECTIVE

The Separate Account (the "Fund") is advised by OFI Institutional Asset Management, Inc. and is managed by the investment manager in a manner substantially similar to the Oppenheimer Global Fund. It seeks capital appreciation by investing primarily in common stocks of U.S. and foreign companies.

There is no assurance the objectives will be met.

Investing in foreign securities presents certain unique risks not associated with domestic investments, such as currency fluctuation and political and economic changes. This may result in greater share price volatility.

Top Five Holdings As of 12/31/2015

ALPHABET INC	4.56%
MCGRAW HILL COMPANIES	2.66%
AETNA INC	2.45%
MURATA MANUFACTURING CO LTD	2.32%
EUROPEAN AERONAUTIC DEFENCE	2.30%

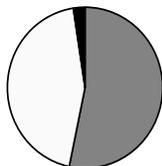
Top Five Countries As of 12/31/2015

United States	44.71%
Japan	12.50%
Germany	9.18%
France	6.81%
United Kingdom	5.05%

Holdings, Region and Top Five Countries are unaudited, ranked as a percentage of equity assets and subject to change without notice.

Allocation As of 12/31/2015

International Equity	53.28%
U.S. Equity	44.29%
Cash	2.43%



Characteristics As of 12/31/2015

	Fund	Mandate Benchmark
Weighted Median Market Cap (\$Bil)	37.70	44.92
Price/Earnings Ratio (Forward)	16.63x	15.87x
Price/Book Ratio	2.17x	1.88x
5-Year Earning Growth Rate (%)	15.03	10.46
Number of Holdings-Long	91	2490

Performance(%) As of 12/31/2015

	Cumulative Returns		Average Annual Total Returns				
	QTD	YTD	1 Year	3 Year	5 Year	10 Year	Since Inception
Fund	5.48	3.57	3.57	10.12	8.02	5.66	NA
Mandate Benchmark	5.15	-1.84	-1.84	8.26	6.65	5.30	---
Secondary Benchmark	4.88	-1.13	-1.13	8.89	6.08	4.78	---
Morningstar Rating™				★★★★	★★★	★★★	
# of Funds in Category				984	781	417	

Fund Fees Reflected in Performance. The Separate Account was established 07/09/2002. All performance results are net of the highest management fee for this Fund of 1.03%. Actual Fund performance is also net of other Fund operating expenses of 0.03% for the prior calendar year. Such Fund operating expenses may reflect the benefit of a commission recapture program. Fee waivers of 0.00% are in place for this Fund. Actual performance shown reflects the imposition of the foregoing expenses and the benefit of any fee waivers and commission recaptures. Effective April 2009 this Separate Account was converted from an Alliance Fund, that invested in shares of a mutual fund, to a retail-branded, sub-advised fund, that invests in a portfolio of securities managed by the mutual Fund's investment manager in a manner substantially similar to the mutual fund this Separate Account was invested in.

The Separate Account. Your retirement plan purchases units of a Separate Account established and made available as an investment option under group variable annuity contracts issued by Prudential Retirement Insurance and Annuity Company ("PRIAC"), Hartford CT. The Separate Account holds the investment securities, and associated voting rights belong to the Separate Account. As defined by ERISA, PRIAC is the "investment manager" of the Separate Account. Pursuant to CFTC Rule 4.5, PRIAC has claimed an exclusion from registration as a commodity pool operator with respect to the Fund.

Possibility of Contract Charges. Your retirement plan may have agreed to contract charges. If so, these would reduce the performance (and possibly the Morningstar ratings) shown above. Any contract charges are included in the expense ratio shown in your statement and in the performance shown in your statement. The Fund fees and contract charges compensate us for the distribution and servicing associated with your plan. Other plan investment options may generate more or less revenue for us than the fees associated with this Fund. If the aggregate revenue from your plan exceeds our associated costs, we earn a profit. Otherwise, we incur a loss. Other plans investing in the Fund may have lower fees, but these are not available to your plan in order to compensate us for distribution and plan servicing.

Performance Risks. Before investing, investors should carefully consider the investment objectives, risks, charges and expenses of this Fund and other plan investment options. The performance quoted represents past performance. The investment value and return will fluctuate so that an investment, when redeemed, may be worth more or less than original cost. Past performance does not guarantee future results. Current performance may be lower or higher than the performance data quoted. For performance data current to the most recent month end, please call 1-877-778-2100. Actual performance may be affected by the manager not being able to invest directly in a country prior to satisfaction of that country's legal requirements. It is possible to lose money investing in securities.

Miscellaneous. Frequent exchanging of investment options may harm long-term investors. Your plan and/or the Fund may have policies to detect and deter potentially abusive exchanges. The policies may require us to modify or terminate investment exchange privileges. Benchmarks are unmanaged and cannot be invested in directly. See User Guide for benchmark definitions, a description of the Separate Account category and PRIAC's role with respect to the Separate Account or Custom Plan Investment Options (Recordkeeping Constructs).

For more information, go to www.prudential.com. All Plan Sponsors (or authorized representatives of Plan Sponsors) participating in the commingled accounts are generally provided with uniform written reports regarding these products. To the extent a plan sponsor requests additional information or perspective from the portfolio manager, we will make such information available to any plan sponsor who makes a similar request.

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Risk Tolerance Quiz

Still not sure what your risk tolerance is? Answer the following questions to help get a clearer picture.

Please indicate how concerned you are about the following by circling the score next to your answer:

- 1) The possibility that I won't earn enough in my account over the long term:
 - I am very concerned 10
 - I am somewhat concerned 7
 - I am not concerned 3

- 2) The possible loss of "buying power" or "quality of life" from the effects of inflation:
 - I am very concerned 6
 - I am somewhat concerned 4
 - I am not concerned 1

- 3) The possibility of wide swings in the value of my account over 1–3 months:
 - I am very concerned 0
 - I am somewhat concerned 4
 - I am not concerned 12

- 4) The possibility of wide swings in the value of my account over 1–2 years:
 - I am very concerned 2
 - I am somewhat concerned 6
 - I am not concerned 12

- 5) Which of the following causes you the most concern about the investments in your account?
 - My future ability to get back at least the same amount of money that I put in 2
 - That my money is not earning enough 6
 - How much I have gained or lost this month 0

Your experience with various investments can affect how you feel about the investments in your account. Please answer the following relative to your investment experience or your comfort level regarding investments

- 6) One of the investments in your program has performed very well for a few years. If it suddenly dropped 15 percent in 3 months, what would you do?
 - Sell immediately 0
 - Hold it 6
 - Buy more 8

- 7) You would describe your experience with stocks or stock funds as:
 - A great deal of experience 6
 - A fair amount of experience 4
 - Very little experience 2
 - None 1

- 8) You would describe your experience with bonds or bond funds as:
 - A great deal of experience 5
 - A fair amount of experience 3
 - Very little experience 2
 - None 1

- 9) You would describe your comfort level with stocks or stock funds as:
 - A great deal 12
 - A fair amount 10
 - Very little 4
 - None 0

- 10) You would describe your comfort level with bonds or bond funds as:
 - A great deal 7
 - A fair amount 4
 - Very little 3
 - None 0

To determine your score: Add up the points assigned to all ten of your answers.

Total Score: _____

What Your Score Indicates:

If you scored 0 – 40 points, you may be a Conservative investor.

If you scored 41 – 60 points, you may be a Moderate investor.

If you scored 61 or more points, you may be an Aggressive investor.

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Prior Retirement Plan Provider and Plan Information

To ensure proper and timely processing, please complete all fields below. You must include a copy of a statement from your prior retirement plan provider.

Prior retirement plan provider name

Prior plan account number _____

Prior retirement plan provider address

City

State

ZIP code

_____ - _____ - _____

Prior retirement plan provider daytime telephone number

_____-_____-_____

area code

Previous retirement plan name _____

What type of plan are you rolling/transferring **FROM**? 401(k) 401(a) 403(a) Cash Balance
 403(b) IRA Governmental 457(b)
 Simplified Employee Pension (SEP) Plan

Please liquidate and rollover/transfer:

Total Account Value **OR** \$ _____, _____ .00

Rollover Allocation Information

If you have *not* made a rollover investment election by the time your rollover is processed, your rollover contribution will be invested in the default investment option selected by your plan, **otherwise** it will be invested according to your current rollover investment allocation.

Any Roth dollars will be invested in the same allocation as your Roth contributions (if applicable).

If you wish to change your investment elections or transfer funds (if allowed under your plan), you can do so by calling Prudential toll-free at the number on the first page or go online at www.prudential.com/online/retirement.

Required Information

In order for your rollover to be approved, please be sure to submit proof to ensure the assets are acceptable and the plan satisfies the Code Sections indicated.

You will be required to provide the following documentation from the distributing retirement plan or IRA.

- A copy of a statement from the distributing plan or carrier that includes the plan name and identifies the type of plan (i.e., 401(a), 401(k) etc.),

OR

- A letter from the distributing plan or plan representative stating the plan is qualified under the applicable section of the Internal Revenue Code, or a copy of the plan's most recent determination letter or opinion letter.

Important information continued and signature required on the following page

Social Security Number _____

Minimum Distribution Information

I understand that if I am age 70 1/2 or older, the distributing provider is required to process the Required Minimum Distribution before these funds are rolled over to Prudential. I further understand that I need to direct the prior provider to distribute my Required Minimum Distribution prior to processing this rollover.

Disclosures

If your transaction includes **after-tax dollars and/or Roth contributions**, your current provider or custodian needs to provide the amount of the **after-tax dollars and/or Roth contributions** along with the check, otherwise the entire amount will be applied as before-tax. Not all plans accept rollovers/transfers of **after-tax and/or Roth**. *For Roth rollover contributions, a letter from the prior plan's administrator that provides (1) the amount of Roth contributions (basis) being rolled over, and (2) your "Roth Start Date."

The law requires that any withdrawals made of after tax monies from a retirement plan must have a proportionate amount of earnings attached to them. This means that if you happen to have after tax contributions that were made to your account in 1986 or before, you can take a withdrawal at a future date of just the principal amount and you will not be required to include earnings. Any after tax contributions made after that date you will be required to take a proportionate amount of earnings. Your prior record keeper should have been tracking your pre-1987 and post-1986 after tax contributions.

Please note: If Prudential does not receive the breakdown of your pre-1987 and post 1986 after tax contributions, the monies will be deposited as post 1986 after tax monies and will have a proportionate amount of earnings attached to them for any future withdrawals until such time as you provide documentation to prove otherwise. If Prudential does not receive your Roth start date or year, we will default it to current day.

Your Authorization

I, the Plan participant, certify that all information on this form is accurate. I also certify that transaction was distributed from a plan intended to satisfy the requirements of I.R.C. § 401(a), 403(a), 403(b), 457 (governmental only), or an IRA established pursuant to IRC § 408 and, which to the best of my knowledge, does satisfy them.

I additionally certify that this distribution can be rolled over into my account with Prudential because it:

- 1) is not one of a series of substantially equal periodic payments (not less frequently than annually) distributed over my life or life expectancy (or the joint lives [or joint life expectancies] of me and my beneficiary) or over a period equal to or greater than 10 years,
- 2) was received by me not more than 60 days before the date of the rollover to the Plan,
- 3) would be includible in gross income if not rolled over in its entirety, unless after-tax or Roth contributions, which have been previously taxed.
- 4) does not represent a Required Minimum Distribution, a hardship distribution, or a corrective distribution (for example: corrections of elective deferrals or elective contributions, etc.), and
- 5) was distributed to me as an employee (not as a beneficiary) or as a surviving spouse.

 X _____ Date _____
Participant's/Account Owner's signature

Social Security Number _____

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