State of Rhode Island 457(b) Voya Plan Changes





State of Rhode Island 457 Plan

It is the plan sponsor's responsibility to select and monitor the investments offered under the plan. Voya Financial (Voya) cannot provide the plan sponsor or the plan with investment advice or make recommendations regarding the funds to be made available under the plan. However, we are committed to providing the plan sponsor and their financial professional with information and resources that will help the plan sponsor fulfill their fiduciary duty to select investments for their plan.

Expenses as of 05/31/2017

	SAMPLE Voya FUND LINEUP								
	CURRENT FUI								Revenue
Fund/Investment Option Name	Ticker	Asset Class		Assets	% of Assets	Expense Ratio	Fund/Investment Option Name Ticker	Total Expense	Sharing (%)⁵
Global / International	HOREI	Asset Class		ASSELS	Assets	Ratio	Tunumvestment Option Name Ticker	LAPETISE	(70)
Foreign Stock									
Voya International Index Portfolio - Class I	IIIIX	Foreign Large Blend	\$	359,633	0.22%	0.48%	Vanguard® Total International Stock Index Fund - Admiral Sh VTIAX	0.11%	0.00%
American Funds EuroPacific Growth Fund - Class R-4	REREX	Foreign Large Growth	\$	5,256,811	3.16%	0.45%	MFS® International Value Fund - Class R4 MINHX	0.76%	0.15%
World Stock	KEKEK	1 oreign Large Orowin	Ψ	3,230,011	3.1070	0.0370	IVII 30 IIITEITIALIONAI VAIGET GIG - Class 144 IVIII IX	0.7070	0.1370
VY® Oppenheimer Global Portfolio - Initial Class	IGMIX	World Stock	\$	3,001,940	1.81%	0.75%	Vanguard® Institutional Index Fund - Institutional Shares VINIX	0.04%	0.00%
VY® Oppenheimer Global Portfolio - Initial Class	IGMIX	World Stock	\$	3,669,038	2.21%	0.75%	Vanguard® Total International Stock Index Fund - Admiral Sh VTIAX	0.04%	0.00%
	IGIVIIA	World Stock	Ψ	3,009,030	2.21/0	0.7376	vanguarde Total International Stock Index Fund - Admiral Sir V HAX	0.1176	0.0076
Large Cap Equity									
Large Value									
BlackRock Equity Dividend Fund - Institutional Shares	MADVX	Large Value	\$	3,507,526	2.11%	0.72%	American Funds Washington Mutual Investors FundSM - R-5 RWMF	0.35%	0.05%
Large Blend									
Voya Growth and Income Portfolio - Class I	IIVGX	Large Blend	\$	25,151,240	15.14%	0.58%	JPMorgan U.S. Equity Fund - Class R5 Shares JUSRX	0.56%	0.10%
Voya U.S. Stock Index Portfolio - Institutional Class	INGIX	Large Blend	\$	7,813,444	4.70%	0.26%	Vanguard® Institutional Index Fund - Institutional Shares VINIX	0.04%	0.00%
No Current Option			\$	-			Vanguard® FTSE Social Index Fund - Investor Shares VFTSX	0.22%	0.00%
Large Growth									
Voya Large Cap Growth Portfolio - Institutional Class	IEOHX	Large Growth	\$	8,430,618	5.07%	0.67%	T. Rowe Price Blue Chip Growth Fund, Inc. TRBCX	0.71%	0.15%
Small/Mid/Specialty									
Mid-Cap Value									
No Current Option			\$	-			No Current Option		
Mid-Cap Blend									
Voya Russell Mid Cap Index Portfolio - Class I	IIRMX	Mid-Cap Blend	\$	975,982	0.59%	0.43%	Vanguard® Mid-Cap Index Fund - Admiral Shares VIMAX	0.06%	0.00%
Mid-Cap Growth									
Principal MidCap Fund - Class R-5	PMBPX	Mid-Cap Growth	\$	8,873,417	5.34%	0.85%	Principal MidCap Fund - Class R-5 PMBPX	0.85%	0.25%
Small Value									
No Current Option			\$	-			No Current Option		
Small Blend									
Voya Russell Small Cap Index Portfolio - Class I	IIRSX	Small Blend	\$	831,611	0.50%	0.45%	Vanguard® Small-Cap Index Fund - Admiral Shares VSMAX	0.06%	0.00%
Voya Small Company Portfolio - Class I	IVCSX	Small Blend	\$	7,447,768	4.48%	0.85%	Voya Small Company Portfolio - Class I IVCSX	0.85%	0.30%
Small Growth									
No Current Option			\$	_			No Current Option		



State of Rhode Island 457 Plan

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Expenses as of 05/31/2017 **CURRENT FUND LINEUP SAMPLE Voya FUND LINEUP** Revenue % of Expense **Sharing** Total (%)⁵ **Fund/Investment Option Name Ticker Asset Class Assets** Ratio **Fund/Investment Option Name Ticker** Expense Balanced VY® T. Rowe Price Capital Appreciation Portfolio - Inst 0.64% ITRIX Allocation--50% to 70% Equity \$ 7.509.810 4.52% 0.64% VY® T. Rowe Price Capital Appreciation Portfolio - Inst ITRIX 0.28% Bonds **High Yield Bond** Prudential High Yield Fund - Class Z PHYZX High Yield Bond 691.384 0.42% 0.57% Voya Intermediate Bond Fund - Class I **IICIX** 0.33% 0.17% Inflation-Protected Bond PIMCO VIT Real Return Portfolio - Administrative Class Inflation-Protected Bond \$ 407,944 0.25% 0.65% Voya Intermediate Bond Fund - Class I **IICIX** 0.33% 0.17% Intermediate-Term Bond Voya Intermediate Bond Portfolio - Class I IPIIX 0.33% Intermediate-Term Bond \$ 6,001,260 3.61% 0.49% Voya Intermediate Bond Fund - Class I IICIX 0.17% Voya U.S. Bond Index Portfolio - Class I **ILBAX** Intermediate-Term Bond \$ 570,373 0.34% 0.40% Vanguard® Total Bond Market Index Fund - Admiral Shares **VBTLX** 0.05% 0.00% Asset Allocation Lifecycle Funds Voya Solution Income Portfolio - Initial Class **ISWIX** Target-Date Retirement \$ 326,612 0.20% 0.68% T. Rowe Price Retirement 2015 Fund **TRRGX** 0.62% 0.15% \$ **TRRBX** 0.66% 0.15% No Current Option T. Rowe Price Retirement 2020 Fund Voya Solution 2025 Portfolio - Initial Class **ISZIX** Target-Date 2025 \$ 493,974 0.30% 0.80% T. Rowe Price Retirement 2025 Fund **TRRHX** 0.69% 0.15% No Current Option \$ T. Rowe Price Retirement 2030 Fund **TRRCX** 0.72% 0.15% Voya Solution 2035 Portfolio - Initial Class ISQIX Target-Date 2035 \$ 544.478 0.33% 0.87% T. Rowe Price Retirement 2035 Fund **TRRJX** 0.74% 0.15% \$ T. Rowe Price Retirement 2040 Fund **TRRDX** No Current Option 0.76% 0.15% Voya Solution 2045 Portfolio - Initial Class **ISRIX** Target-Date 2045 \$ 509.079 0.31% 0.89% T. Rowe Price Retirement 2045 Fund **TRRKX** 0.76% 0.15% \$ **TRRMX** 0.76% 0.15% No Current Option T. Rowe Price Retirement 2050 Fund Voya Solution 2055 Portfolio - Initial Class **IISPX** Target-Date 2055 \$ 229.424 0.14% 0.89% T. Rowe Price Retirement 2055 Fund **TRRNX** 0.76% 0.15% 0.15% \$ **TRRLX** 0.76% No Current Option T. Rowe Price Retirement 2060 Fund Stability of Principal Voya Fixed Account - 457/401 73.534.191 44.26% Voya Fixed Account - 457/401 II Self Directed Brokerage No Current Option TD Ameritrade Self-Directed Brokerage Account **\$ 166,137,558** 100.00% Average Expense Ratio²: 0.66% Average Expense Ratio²: 0.49% Average Weighted Expense Ratio³: Average Weighted Expense Ratio³: 0.53% *Average Expense Ratio and Weighted Expense Ratio do not include the 0.15% daily asset charge(DAC) assessed to all variable fund assets. If Average Weighted Revenue to Voya4: 0.14% included, the average expense ratio would equal 0.81% and the average weighted expense ratio would equal 0.79%. ** There are no product level charges on the new plan.

Please Read Important Disclosure on Page 3 of This Document



Important Information:

- This presentation is merely a proposal and, as such, represents one possible combination of proprietary and non-proprietary funds available under the Voya program.
- The Plan's investment fiduciaries are free to select from among any of the funds available under the program and are under no obligation or requirement to select all or any of the proposed funds.
- The selection of alternative funds from those proposed may impact the pricing of our services, depending on the levels of fund revenues available to Voya from such alternatives.
- The proposal represents Voya's assessment of a variety of factors, including fund expenses, fund performance and Voya's own revenue targets.
- The proposal is not intended to constitute and should not be relied upon as investment advice.
- This proposal may be made in the context of a competitive process that will consider the competing proposals of other providers.
- 1. Estimated dollar expenses shown are estimates based on asset allocations as of 05/31/2017 and assume that the fund revenue percentages were constant throughout the year. Actual results will vary and may vary significantly. Please refer to the current prospectus, contract, and/or disclosure materials (if applicable) for a full explanation of fees and expenses.
- 2. The Average Expense Ratio is the sum of the expense ratios for all investment options presented divided by the total amount of investment options. This gives the mathematical average.
- 3. The Average Weighted Expense Ratio is meant to show the average expense ratio on a weighted basis. It takes the total dollar expense and divides it by the total amount of assets. This gives more weight to the expense ratios of investment options in which larger dollar amounts are invested.
- 4. Average Weighted fund Revenue % is meant to show the average revenue per investment option that is paid to Voya on a weighted basis. It takes the dollar amount of each investment option in percentage terms (investment option amount divided by the total assets in the plan) and multiplies that figure by the revenue sharing percentage received by Voya. The average weighted revenue % is as of 05/31/2017 and will vary over time.
- 5. Fund Revenue numbers are as of 05/31/2017. For non-Voya variable investment options, the figures shown are derived from 12b-1 fees (where applicable), service fees (where applicable) and administrative and/or sub-transfer agent fees. Funds that have Voya in their name are proprietary to Voya. The fund revenue payments reported on this page for these funds consist entirely of compensation that one or more Voya affiliates receive from the management of these funds. These sources of compensation include an administrative fee for various services including transfer agent, accounting, legal and custody services. Please refer to the fund prospectus for additional detail. Proprietary funds are generally more profitable to the Voya companies than non-proprietary funds. For purposes of pricing your Voya product we have taken these additional forms of compensation into account in the form of pricing credits. Pricing credit amounts are internally generated and are subject to various assumptions as to the internal costs of rendering management services

Clients should consider the investment objectives, risks and charges and expenses of the mutual funds offered through a retirement program carefully before investing. The disclosure booklet contains this and other information. Clients can obtain a free copy of the fund prospectuses by calling their Vova representative or 800 584,6001. Please remind clients to read the disclosure material carefully before investing.

This presentation includes funds that generate various ranges of revenue to the Vova family of companies. Specifically, Vova receives higher revenue for any Vova fund that may be listed. For complete fee expense disclosure, see your ERISA 408(b)(2) disclosure.

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CN0614-35227-0719D

Plan Summary

Morningstar Star Ratings and Voya Fund Evaluation Scorecard[™] Ratings

Data as of June 30, 2017

Fundamental Profile	Ticker(1)	Morningstar Category	Star Rating(2)	3 Yr Star Rating	5 Yr Star Rating	10 Yr Star Rating	Overall Score(3)	Overall Grade	Expense Ratio(4)
American Funds Washington Mutual Investors FundSM - R-5	RWMFX	Large Value	4	4	4	4	8.60	Excellent	0.35
JPMorgan U.S. Equity Fund - Class R5 Shares	JUSRX	Large Blend	5	4	5	5	8.00	Excellent	0.56
MFS® International Value Fund - Class R4	MINHX	Foreign Large Blend	5	5	5	5	8.35	Excellent	0.76
Principal MidCap Fund - Class R-5	PMBPX	Mid-Cap Growth	5	5	5	5	9.10	Excellent	0.85
T. Rowe Price Blue Chip Growth Fund	TRBCX	Large Growth	5	5	5	4	7.70	Very Good	0.71
T. Rowe Price Retirement 2015 Fund	TRRGX	Target-Date 2015	5	4	5	5	N/R	N/R	0.62
T. Rowe Price Retirement 2020 Fund	TRRBX	Target-Date 2020	5	5	5	4	N/R	N/R	0.66
T. Rowe Price Retirement 2025 Fund	TRRHX	Target-Date 2025	5	5	5	4	N/R	N/R	0.69
T. Rowe Price Retirement 2030 Fund	TRRCX	Target-Date 2030	5	5	5	4	N/R	N/R	0.72
T. Rowe Price Retirement 2035 Fund	TRRJX	Target-Date 2035	5	5	5	4	N/R	N/R	0.74
T. Rowe Price Retirement 2040 Fund	TRRDX	Target-Date 2040	5	5	5	4	N/R	N/R	0.76
T. Rowe Price Retirement 2045 Fund	TRRKX	Target-Date 2045	5	5	5	5	N/R	N/R	0.76
T. Rowe Price Retirement 2050 Fund	TRRMX	Target-Date 2050	5	5	5	5	N/R	N/R	0.76
T. Rowe Price Retirement 2055 Fund	TRRNX	Target-Date 2055	5	5	5	N/R	N/R	N/R	0.76
T. Rowe Price Retirement 2060 Fund	TRRLX	Target-Date 2060+	5	5	N/R	N/R	N/R	N/R	0.76
Vanguard® FTSE Social Index Fund - Investor Shares	VFTSX	Large Blend	4	5	5	3	8.10	Excellent	0.22
Vanguard® Institutional Index Fund - Institutional Shares	VINIX	Large Blend	4	4	4	4	8.85	Excellent	0.04
Vanguard® Mid-Cap Index Fund - Institutional Shares	VMCIX	Mid-Cap Blend	4	4	4	4	8.80	Excellent	0.05
Vanguard® Small-Cap Index Fund - Institutional Shares	VSCIX	Small Blend	4	3	4	4	8.60	Excellent	0.05
Vanguard® Total Bond Market Index Fund - Admiral™ Shares	VBTLX	Intermediate-term Bond	3	3	3	3	5.90	Peer Average	0.05
Vanguard® Total International Stock Index Fund - Admiral™	VTIAX	Foreign Large Blend	3	3	3	3	5.90	Peer Average	0.11
Voya Intermediate Bond Fund - Class I	IICIX	Intermediate-term Bond	4	5	5	3	7.65	Very Good	0.33
Voya Small Company Portfolio - Class I	IVCSX	Small Blend	5	5	4	5	7.85	Very Good	0.85
VY® T. Rowe Price Capital Appreciation Portfolio - Inst	ITRIX	Allocation50% to 70% Equity	5	5	5	5	8.40	Excellent	0.64

(2) Morningstar Rating

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. Morningstar rates investments from one to five stars based on how well they've performed (after adjusting for risk and accounting for all relevant sales charges) in comparison to similar investments. Within each Morningstar Category, the top 10% of investments receive five stars, the next 22.5% four stars, the middle 35% three stars, the next 22.5% two stars, and the bottom 10% receive one star. Investments are rated for up to three time periods - 3, 5, and 10 years, and these ratings are combined to produce an overall rating. Investments with less than three years of history are not rated. Morningstar rating is based on performance of net asset value of the fund in question.

(3) Voya Fund Evaluation Scorecard SM

Voya's Due Diligence team produces the Voya Fund Evaluation Scorecard" ("Scorecard") reports quarterly using data as of March 31, June 30, September 30, and December 31 of each year. The Scorecard is a purely objective, quantitative tool measuring multiple factors of a fund's historical performance. The Due Diligence team researched and selected these factors because of the belief that they are strong indicators of the quality of an investment firm's process. The returns used in evaluating the investment products. Due to the number of Voya products and the difference between sets of fees and expenses, no single set of SEC standardized returns would be applicable to all products. The returns are net of "fund level" expenses only and are provided with the understanding that this is for due diligence purposes of reviewing investment management results. Past performance is not a guarantee of future results. Each fund is evaluated against a group of similarly managed mutual funds across five broad parameters - Performance, Risk, Risk-Adjusted Performance, Consistency of Style and Expenses. (See Voya's Due Diligence Process for more detailed definitions of the five parameters) The Fund earns points towards its overall grade based on what relative ranking it achieves within each of the five parameters and the designated peer group. The points that are excluded from the scorecard analysis. These funds may fall into the following categories: No appropriate peer group, low utilization across customer base, lack of three-year performance history, new investment firm and/or is closed to new business.

(4) Expense ratio is the fund-level fees and expenses applicable under this product/program. Fees and expenses are subject to change and may vary based on fund size, reimbursements, etc. Net fund operating expenses shown above include investment management/advisory fees, 12b-1 fees (if applicable) and other operating expenses. For certain funds, the investment adviser or other service provider to the fund may waive a portion of its fees or reimburse certain fund expenses, which will reduce the expense ratio of the fund for the period of the waiver or adjustment. The amount of such waivers and adjustments as stated in the fund's most current prospectus. These waivers and adjustments may not necessarily continue in the future. If the fund imposes 12b-1 fees, such payments are made out of fund assets. Some funds may charge a fund redemption fee when shareholders redeem their shares please refer to the prospectus for more information on redemption fees if applicable. These fees and expenses do not include any separate account charges that may be assessed.

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⁽¹⁾ Ticker symbols and ticker-related information should not form the sole basis for reaching an investment decision. Ticker symbols may represent funds contained in a funding agreement or group variable annuity product. Accordingly, product performance will differ from fund performance. This performance difference is attributable to additional, product-level charges and accounting methods associated with the group annuity contract/funding agreement.

Plan Summary

Performance and Category Rankings

Average Annual Total Returns as of June 30, 2017

The performance data quoted is past performance. Past performance is no guarantee of future results. Investment return and principal value of an investment will fluctuate so that an investor's shares, when redeemed, may be worth more or less that their original cost. Current performance may be higher or lower than performance data quoted. You may obtain performance data current to the most recent month-end by calling Voya at 1.888.410.9482. The performance data above assumes the reinvestment of all dividends and capital gains and is net of management fees and other fund operating expenses. The performance data shown does not reflect any fees or expenses associated with recordkeeping expenses. If those fees had been reflected the performance data would have been lower.

Fundamental	Morningstar	1 Yr	1 Yr Cat	1 Yr#	3 Yr	3 Yr Cat	3 Yr #	5 Yr	5 Yr Cat	5 Yr #	10 Yr	10 Yr Cat	10 Yr#
Profile	Category	Return	% Rank*	Funds	Return	% Rank*	Funds	Return	% Rank*	Funds	Return	% Rank*	Funds
American Funds Washington Mutual Investors FundSM - R-5	Large Value	15.37	62	1251	8.37	11	1091	13.55	26	936	6.69	13	681
JPMorgan U.S. Equity Fund - Class R5 Shares	Large Blend	20.33	16	1392	9.20	18	1223	15.26	7	1080	8.20	5	802
MFS® International Value Fund - Class R4	Foreign Large Blend	15.58	85	740	7.55	1	595	12.88	1	533	5.85	2	342
Principal MidCap Fund - Class R-5	Mid-Cap Growth	19.21	41	626	10.03	10	576	15.69	11	502	9.83	3	370
T. Rowe Price Blue Chip Growth Fund	Large Growth	27.86	6	1424	12.42	6	1277	16.93	5	1152	9.43	9	803
T. Rowe Price Retirement 2015 Fund	Target-Date 2015	10.50	12	126	4.53	6	91	8.23	1	69	5.08	1	31
T. Rowe Price Retirement 2020 Fund	Target-Date 2020	12.67	3	232	5.10	2	184	9.27	1	148	5.29	1	84
T. Rowe Price Retirement 2025 Fund	Target-Date 2025	14.59	1	200	5.57	1	158	10.21	2	118	5.46	1	48
T. Rowe Price Retirement 2030 Fund	Target-Date 2030	16.29	4	232	6.01	3	184	11.01	3	148	5.65	2	84
T. Rowe Price Retirement 2035 Fund	Target-Date 2035	17.70	5	200	6.29	4	158	11.57	2	118	5.78	3	48
T. Rowe Price Retirement 2040 Fund	Target-Date 2040	18.85	2	232	6.51	3	184	11.93	2	148	5.95	2	84
T. Rowe Price Retirement 2045 Fund	Target-Date 2045	19.14	1	200	6.60	3	158	11.99	2	117	5.99	3	46
T. Rowe Price Retirement 2050 Fund	Target-Date 2050	19.15	1	225	6.60	3	176	12.00	2	137	5.98	3	41
T. Rowe Price Retirement 2055 Fund	Target-Date 2055	19.14	4	198	6.60	3	145	11.97	3	89	5.97	1	3
T. Rowe Price Retirement 2060 Fund	Target-Date 2060+	19.10	4	134	6.59	1	15	N/R	N/R	N/R	N/R	N/R	N/R
Vanguard® FTSE Social Index Fund - Investor Shares	Large Blend	21.37	12	1392	10.21	3	1223	16.39	2	1080	6.66	39	802
Vanguard® Institutional Index Fund - Institutional Shares	Large Blend	17.86	42	1392	9.59	9	1223	14.60	18	1080	7.18	18	802
Vanguard® Mid-Cap Index Fund - Institutional Shares	Mid-Cap Blend	17.25	48	435	8.09	13	368	14.79	11	328	7.51	29	220
Vanguard® Small-Cap Index Fund - Institutional Shares	Small Blend	19.13	74	776	6.78	40	646	14.14	27	545	7.86	13	389
Vanguard® Total Bond Market Index Fund - Admiral™ Shares	Intermediate-term Bond	-0.44	83	980	2.43	37	856	2.13	65	767	4.45	49	540
Vanguard® Total International Stock Index Fund - Admiral™	Foreign Large Blend	20.05	37	740	1.35	44	595	7.68	53	533	1.17	38	342
Voya Intermediate Bond Fund - Class I	Intermediate-term Bond	1.94	21	980	3.25	6	856	3.83	5	767	4.80	31	540
Voya Small Company Portfolio - Class I	Small Blend	21.47	46	776	9.40	5	646	14.61	19	545	8.14	9	389
VY® T. Rowe Price Capital Appreciation Portfolio - Inst	Allocation50% to 70% Equity	12.32	23	824	9.41	1	727	13.01	1	653	8.19	1	429

For more specific performance of the options available within your plan, please see the attached plan level performance summary

Voya Fund Data Disclosures

You should consider the investment objectives, risks, charges and expenses of the variable product and its underlying fund options; or mutual funds offered through a retirement plan, carefully before investing. The prospectuses/information booklets contain this and other information, which can be obtained by contacting your local representative. This information should be read carefully before investing.

As Plan Sponsor, it is your responsibility to select and monitor the investment options to be made available under your plan and this presentation does not constitute such investment advice or recommendations. However, we are committed to providing you and your financial professional with information that will help you fulfill your fiduciary duty to select investments for your plan.

The performance data above assumes the reinvestment of all dividends and capital gains and is net of management fees and other fund operating expenses. The performance data shown does not reflect any fees or expenses associated with recordkeeping expenses. If those fees had been reflected the performance data would have been lower.

Strategies listed in the Target Date yyyy – yyyy or the Retirement Income Morningstar Category are considered Target Date funds. Generally speaking, Target Date funds target a certain date range for retirement, or the date the investor plans to start withdrawing money. Investors can select the fund that corresponds to their target date. They are designed to rebalance to a more conservative approach as the date nears. An investment in the Target Date fund is not guaranteed at any time, including on or after the target date.

Past performance does not guarantee future results.

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^{*} Cat % Rank is the total return percentile rank within each Morningstar Category. The highest (or most favorable) percentile rank is 1 and the lowest (or least favorable) percentile rank is 100. Historical percentile ranks are based on a snapshot of the funds as they where at the time of the calculation. Percentile ranks within categories are most useful in those groups that have a large number of funds. For small universes, funds will be ranked at the highest percentage possible. For instance, if there are only two specialty-utility funds with 10-year average total returns. Morningstar will assign a percentile rank of 1 to the top-performing fund, and the second fund will earn a percentile rank of 51 (indicating the fund underperformed 50% of the sample).

Voya Fixed Account – 457/401 II

The Voya Fixed Account – 457/401 II is available through a group annuity or other type of contract issued by Voya Retirement Insurance and Annuity Company (VRIAC). The Voya Fixed Account – 457/401 II is an obligation of VRIAC's general account which supports all of the company's insurance and annuity commitments. The interest rate guarantees under the contact are subject to VRIAC's claims-paying ability.

Asset Class: Stability of Principal

Important Information

This information should be read in conjunction with the disclosure document. Read carefully before investing.

Voya Retirement Insurance and Annuity Company One Orange Way Windsor, CT 06095-4774 www.voyaretirementplans.com

Objective

Stability of principal is the primary objective of this investment option. The Voya Fixed Account – 457/401 II guarantees minimum rates of interest and may credit interest that exceeds the minimum guaranteed rate. Daily credited interest becomes part of the principal and the investment increases through compound interest. All funds invested by your plan in the Voya Fixed Account – 457/401 II receive the same credited rate. This is known as a portfolio method of interest rate crediting.

Key Features

Because the Voya Fixed Account – 457/401 II is meant for long-term investing, VRIAC reserves the right to impose restrictions on transfers and withdrawals involving the Voya Fixed Account – 457/401 II if competing investment options are offered, or if you have a choice between multiple service providers. Your local representative can confirm whether or not your plan includes competing investment options and/or multiple service providers.

If the contract is surrendered completely, a Market Value Adjustment (MVA) may be applied to the Voya Fixed Account – 457/401 II portion of your account (or the contract holder may elect to have the surrendered amount paid out over a period of 60 months, with interest paid). This MVA would not apply to any distribution made to you as a benefit payment. Please refer to your disclosure booklet for more information.

Interest Rate Structure

The Voya Fixed Account – 457/401 II guarantees principal and a guaranteed minimum interest rate ("GMIR") for the life of the contract as well as featuring two declared interest rates: a current rate, determined at least monthly, and a guaranteed minimum floor rate declared for a defined period – currently one calendar year. The guaranteed minimum floor rate may change after a defined period, but it will never be lower than the GMIR that applies for the life of the contract. The current rate, the guaranteed minimum floor rate and the GMIR are expressed as annual effective yields. Taking the effect of compounding into account, the interest credited to your account daily yields the then current credited rate.

VRIAC's determination of credited interest rates reflects a number of factors including expense risks (mortality risks for group annuity contracts), interest rate guarantees, the investment income earned on invested assets, and the amortization of any capital gains and/or losses realized on the sale of invested assets. Under this option, VRIAC assumes the risk of investment gain or loss by guaranteeing the principal amount you allocate to this option and promising a minimum interest rate during the accumulation period; and, for annuity contracts, throughout the annuity payout period, if applicable.

Currently, the guaranteed minimum floor rate equals the GMIR. The current rate to be credited under a contract may be higher than the GMIR/guaranteed minimum floor rate and may be changed at any time, except that we will not apply a decrease to the current rate following a rate change initiated solely by us prior to the last day of the three-month period measured from the first day of the month in which such change was effective. The current rate for a plan's initial investment in the Voya Fixed Account–457/401 II may be in effect for less than a full three-month period.



Voya Fixed Account - 457/401II

Crediting Rate:

- 2.90% through December 31, 2018
- 2.15% through December 31, 2019
- Prevailing credited interest rate thereafter (1.65% as of August 1, 2017)
- GMIR 1.00%







The State of Rhode Island 457(b) Comparison Chart

Important Information

Mutual funds and annuities offered through a retirement plan are long-term investments designed for retirement purposes. Mutual fund account values fluctuate with market conditions, and when surrendered, the principal may be worth more or less than the original amount invested. Money distributed will be taxed as ordinary income in the year the money is distributed.

A group fixed annuity is a long-term insurance contract designed for investing for retirement purposes. The guarantee of the fixed account is based on the claims-paying ability of the issuing insurance company. Although it is possible to have guaranteed income for life with a fixed annuity, there is no assurance that this income will keep up with inflation. An annuity does not provide any additional tax benefit, as tax deferral is provided by the Plan. Annuities may be subject to additional fees and expenses, to which other tax-deferred funding vehicles may not be subject. However, an annuity does offer other features and benefits, such as lifetime income payments and death benefits, which may be valuable to you.

You should consider the investment objectives, risks, charges and expenses of the mutual funds offered through a retirement plan carefully before investing. Fund prospectuses containing this and other information are available through your local representative or by calling (800) 584-6001. Fund fact sheets and an Information Booklet are also included in this mailing. Please read all information carefully before investing.

	Existing Voya Custom Choice Classic 457(b) Contract	New Voya RetireFlex - MF Program 457(b) Custodial Account and Group Fixed Annuity Contract
Investment	Variable and fixed investment options	Mutual funds offered under a Custodial Account.
Options and Structure	offered under a group variable annuity contract.	The Voya Fixed Account - 457/401 II, a credited interest option which offers stability of principal through a group fixed annuity contract. Guarantees are based on the claims-paying ability of Voya Retirement Insurance and Annuity Company and do not apply to the investment return or principal value of the mutual funds under a retirement plan.
Contract/ Asset	On an annual basis, a 0.15% Daily	There will be no DAC charged because you no longer
Based Fees	Asset Charge (DAC) is applied to the variable investment options under the annuity contract.	have a variable annuity contract.
Variable Fund Revenue	The variable fund revenue is approximately 0.29%.	The mutual fund requirement is 0.12%, which is derived from the underlying mutual fund investment options.
Fund Fees and Expenses	Fund management fees and other fund operating expenses will apply	Fund management fees and other fund operating expenses will apply.
Credited	Voya Fixed Account - 457/401 - 3.00%	Voya Fixed Account - 457/401 II - 2.90% through 2018;
Interest Rate -		2.15% in 2019; the prevailing credited interest rate
August, 2017*		thereafter (currently 1.65% as of August 1, 2017)
	*Rate subjec	l t to review on a monthly basis
Contractually Guaranteed Minimum Interest Rate	Voya Fixed Account - 457/401 - 3.00%	Voya Fixed Account - 457/401 II – 1.00%
	Guarantee based on the claims-paying all	pility of Voya Retirement Insurance and Annuity Company.

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

Insurance products, annuities and retirement plan funding issued by (third party administrative services may also be provided by) Voya Retirement Insurance and Annuity Company, One Orange Way, Windsor, CT 06095-4774.

Securities are distributed by Voya Financial Partners LLC (member SIPC). Custodial account agreements or trust agreements are provided by Voya Institutional Trust Company. All companies are members of the Voya ® family of companies. Securities may also be distributed through other broker-dealers with which Voya has selling agreements. Insurance obligations are the responsibility of each individual company. Products and services may not be available in all states. CN0809-36394-0918D



State of Rhode Island Deferred Compensation Plan



Important news about your Deferred Compensation Plan account

The State of Rhode Island is committed to helping you save toward a financially independent retirement. As part of that effort, the State is making changes to the investments in the Deferred Compensation Plan (Plan).

What to expect

Plan changes are being offered to help you prepare for your future financial and retirement goals. Be sure to read this newsletter and accompanying materials carefully. Consider how these changes may affect your retirement planning as well as your overall financial strategy.



Important information - what's changing?

2

Investment options – what's changing?

3

Tools and resources

Questions?

Please contact your local representative. We will be happy to discuss these changes to your Plan account.

Registered Representatives of and securities offered through Voya Financial Advisors, Inc. (member SIPC)

Important dates

To initiate these enhancements, there will be a quiet period when your account balance will transfer. Although you won't have access to your Plan account during this time, rest assured your investments are still working for you.

During the quiet period you will be restricted from accessing your account or making account changes including transfers, withdrawals or distributions.

Restricted account (quiet period) access begins at the close of the New York Stock Exchange (generally 4 p.m. ET).

October 4, 2017

Account access restored at the opening of the New York Stock Exchange (generally 9 a.m. ET).

October 11, 2017



What is changing?

Beginning in early October 2017, you will have access to the following through our new product offering, Voya RetireFlex - MF:

- A new account under the same Plan
- Revised menu of investment options
- Overall reduction in fees and expenses

If you currently have a Plan account with VALIC, you can transfer your VALIC assets to your Deferred Compensation Plan account with Voya

Your local Voya representative is always available to assist or answer questions regarding the transfer of your current plan account balance. Please carefully consider the benefits of existing and potentially new retirement accounts and any differences in features. Consult your own legal and tax advisors regarding your situation.



Investment options

A revised menu of mutual funds

will be available through a custodial agreement. This revised menu includes mutual funds with reduced overall fund expenses. Fees depend on the investment option chosen. Please refer to the individual Fund prospectuses for fund fee information. These mutual fund investment options are available from a variety of well known fund families and span various risk levels.

This revised menu will offer target date retirement mutual funds from T. Rowe Price, which provide a pre-determined mix of investment options based on a specific target date for retirement, or the date the investor plans to start withdrawing money. Investors can select the fund that corresponds to their target date. These funds are designed to rebalance to a more conservative approach as the target date nears. An investment in a target date retirement fund is not guaranteed at any time, including on or after the target date.

You can also access additional investment choices offered through a self-directed brokerage account offered through TD Ameritrade¹, as well as independent advice and a managed account option offered through Morningstar® Retirement ManagerSM.

1 Brokerage services provided by TD Ameritrade, Inc., member FINRA/SIPC/NFA. TD Ameritrade is a trademark jointly owned by TD Ameritrade IP Company, Inc. and The Toronto-Dominion Bank. Used with permission. TD Ameritrade is an independent entity and not a corporate affiliate of Voya Financial Partners, LLC (Member SIPC).

Additional information included with this mailing:

- Fee Disclosure
- Performance Report
- RetireFlex MF
 Information Booklet

A new credited fixed interest account, the Voya Fixed Account 457/401 II, will be offered through a group fixed annuity contract. Guarantees are based on the claims-paying ability of Voya Retirement Insurance and Annuity Company and do not apply to the investment return or principal value of the mutual funds under a custodial agreement.

All transfers also remain subject to Voya's Excessive Trading Policy. For more information regarding these provisions, please refer to the Information Booklet included with this brochure.

Important note: The Voya Fixed Account 457/401 II will offer a new crediting rate of 2.90% beginning early October through the end of 2018. Beginning January 1, 2019, the rate will go to 2.15%. Thereafter, assets invested in the Voya Fixed Account 457/401 II will receive Voya's then prevailing "current" crediting rate. The "current" crediting rate applied after 2018 will be subject to change at any time. The current credited rate will never be lower than the Guaranteed Minimum Interest Rate of 1.00% as set forth in the contract.

You should consider the investment objectives, risks, and charges and expenses of the mutual funds offered through a retirement plan carefully before investing. The fund prospectuses and fund fact sheets containing this and other information can be obtained by contacting your local representative. A Voya RetireFlex - MF Booklet and investment performance are included with this mailing. Please read all information carefully before investing.

Important information: Mutual funds under a custodial or trust account agreement are intended as long-term investments designed for retirement purposes. Account values fluctuate with market conditions, and when surrendered, the principal may be worth more or less than the original amount invested. A group fixed annuity is an insurance contract designed for investing for retirement purposes. The guarantee of the fixed account is based on the claims-paying ability of the issuing insurance company. Although it is possible to have guaranteed income for life with a fixed annuity, there is no assurance that this income will keep up with inflation. Money taken from the plan will be taxed as ordinary income in the year the money is distributed. An annuity does not

provide any additional tax benefit, as tax deferral is provided by the Plan. Annuities may be subject to additional fees and expenses, to which other tax-deferred funding vehicles may not be subject. However, an annuity does offer other features and benefits, such as lifetime income payments and death benefits, which may be valuable to you.

Services & support

my.voya.com

All transactional and technological capabilities will continue to be available online at **my.voya.com**. Account access is also available by Voya's mobile account app for iPhone® and Android™ devices.

iPhone trademark of Apple Inc., registered in the U.S. and other countries. App Store is a service mark of Apple Inc. Android is a trademark of Google Inc.

Experience myOrangeMoney®

See how your retirement savings today translates to future income tomorrow.

Orange Money is the money you save today – for tomorrow. This interactive, educational online experience can help you visualize the money you can spend now and the money you need to save for your future. It helps make planning for retirement a whole lot easier as it helps you understand your financial needs during retirement in real, every day terms. It estimates what you'll need each and every month during retirement and the adjustments you can make now to help you be ready for a better tomorrow.

Retirement Readiness Service Center Representatives and an automated voice response line will be available through a new toll-free telephone number: **(800) 584-6001**.

Contact your local representatives

Continued local, individual support and investment education is provided by your local representative.

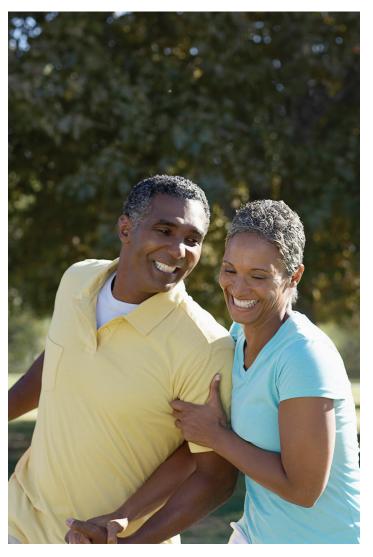


How and when will these changes occur?

These changes will take place automatically. You are not required to do anything. Beginning in early October 2017, your existing balance and on-going contributions will be directed to a new plan account and the new investment options through a process called "fund mapping." Fund mapping matches the current funds to similar funds in the new menu based on fund strategy and objectives, underlying investments, and long-term performance potential.

This mapping will be based on your allocations on record with Voya as of the close of the New York Stock Exchange (NYSE), generally 4 p.m. ET on **October 4, 2017**. Please refer to the Fund Mapping Chart on the following pages for details of this process. Should you wish to make changes to any of current investment before the mapping, you may do so prior to the close of the NYSE on **October 4, 2017**.

Changes can be made by contacting Voya at **(800) 584-6001** or logging onto your account at **my.voya.com**.



What else do I need to know?

Will I receive a confirmation statement?

Shortly after the transition, Voya will mail a confirmation statement notifying you that the transition process to your new Plan account is complete. This statement will confirm the amounts transferred to each of the new investments for your entire account balance.

You will also receive a separate statement from Voya detailing the transfer activity out of your current account and reflecting a \$0.00 balance. Please be assured that while the investments displayed differ on each, the total of the transferred amounts confirmed on these statements will match.

Quarterly Statements:

As the transfer occurs in early October, this activity will not be included on your 3rd Quarter 2017 account statement scheduled to arrive about the same time as the other confirmations noted above. Your 4th Quarter 2017 statement for your current account will include the transition activity and reflect a \$0.00 balance indicating this account is now closed. This is the last statement you will receive from Voya for this account.

Beneficiary information

Beneficiary designations will not transfer to your new plan account. Following the confirmation of your new account enrollment (see above), please contact Voya's Retirement Readiness Service Center at (800) 584-6001, or access your account online at my.voya.com to designate your beneficiaries

For additional assistance with your beneficiary designation, you can also contact your local representative.

Personal Identification Number (PIN) If you already access your account online through **my.voya.com**, the Username and Password you currently use will not change. If you have never accessed your account online, use these instructions to access your account at **my.voya.com**.

- Select to register for a Retirement account using the drop down menu on the right.
- Next, click on "Register Now" and use your Social Security Number and the default Personal Identification Number (PIN) which is your 4 digit month and year of birth (MMYY).
 You will then be asked to set up a unique Username and Password. If you do not recall your default PIN, you can still register by using your Social Security Number and date of birth, and following the instructions including the security questions to confirm your identity.

We strongly encourage you to change the default PIN to one of your own preference as soon as possible.

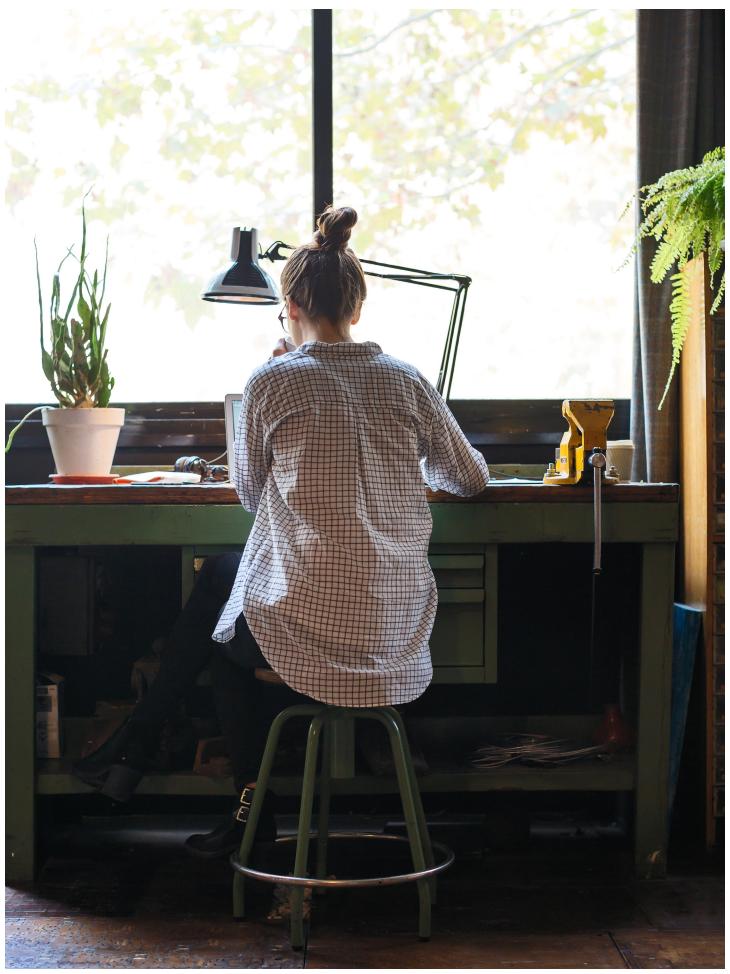
We appreciate the trust and confidence you have placed in Voya, and look forward to continuing to work with you to help you plan for your financial future.

Fund mapping chart

The following chart shows how your balance and future contributions, will automatically transfer to the new investment options through the automatic process of "fund mapping." The options listed in the "Current investment options" column on the left will transfer ("map") to the options listed in the "New investment options" column on the right. The chart also includes the fund number for each new option. Unless otherwise noted in the chart below, the mapping process matches current and new options based on fund strategy and objectives, risk profile, holdings, and long-term performance potential.

Fund #	Fund/Investment Option Name	Ticker	Expense Ratio	Maps to	Fund Number	Fund/Investment Option Name	Ticker	Total Expense
Stability	of Principal							
043	Voya Fixed Account - 457/401			>	4301	Voya Fixed Account - 457/401 II		
Bonds								
High Yie	eld Bond							
2482	Prudential High Yield Fund - Class Z	PHYZX	0.57%	>	238	Voya Intermediate Bond Fund - Class I	IICIX	0.33%
Inflation	-Protected Bond							
833	PIMCO VIT Real Return Portfolio - Administrative Class		0.65%	>	238	Voya Intermediate Bond Fund - Class I	IICIX	0.33%
Interme	diate-Term Bond							
004	Voya Intermediate Bond Portfolio - Class I	IPIIX	0.49%	→	238	Voya Intermediate Bond Fund - Class I	IICIX	0.33%
1554	Voya U.S. Bond Index Portfolio - Class I	ILBAX	0.40%	>	898	Vanguard® Total Bond Market Index Fund - Admiral Shares	VBTLX	0.05%
Asset Al	location							
Lifecycle	e Funds							
767	Voya Solution Income Portfolio - Initial Class	ISWIX	0.68%	→	1685	T. Rowe Price Retirement 2015 Fund	TRRGX	0.62%
No Curre	ent Option			>	1686	T. Rowe Price Retirement 2020 Fund	TRRBX	0.66%
790	Voya Solution 2025 Portfolio - Initial Class	ISZIX	0.80%	>	1687	T. Rowe Price Retirement 2025 Fund	TRRHX	0.69%
No Curre	ent Option			>	1688	T. Rowe Price Retirement 2030 Fund	TRRCX	0.72%
761	Voya Solution 2035 Portfolio - Initial Class	ISQIX	0.87%	→	1689	T. Rowe Price Retirement 2035 Fund	TRRJX	0.74%
No Curre	ent Option			>	1690	T. Rowe Price Retirement 2040 Fund	TRRDX	0.76%
764	Voya Solution 2045 Portfolio - Initial Class	ISRIX	0.89%	>	1691	T. Rowe Price Retirement 2045 Fund	TRRKX	0.76%
No Curre	ent Option			>	1692	T. Rowe Price Retirement 2050 Fund	TRRMX	0.76%
1166	Voya Solution 2055 Portfolio - Initial Class	IISPX	0.89%	>	1693	T. Rowe Price Retirement 2055 Fund	TRRNX	0.76%
No Curre	ent Option			>	6980	T. Rowe Price Retirement 2060 Fund	TRRLX	0.76%
Balance	d							
1257	VY® T. Rowe Price Capital Appreciation Portfolio - Inst	ITRIX	0.64%	→	1257	VY® T. Rowe Price Capital Appreciation Portfolio - Inst	ITRIX	0.64%

Fund #	Fund/Investment Option Name	Ticker	Expense Ratio	Maps to	Fund Number	Fund/Investment Option Name	Ticker	Total Expense
Large-C	ap Equity							
Large Va	lue							
8518	BlackRock Equity Dividend Fund - Institutional Shares	MADVX	0.72%	>	300	American Funds Washington Mutual Investors Fund SM - R-5	RWMFX	0.35%
Large Blend								
001	Voya Growth and Income Portfolio - Class I	IIVGX	0.58%	→	3586	JPMorgan U.S. Equity Fund - Class R5 Shares	JUSRX	0.56%
829	Voya U.S. Stock Index Portfolio - Institutional Class	INGIX	0.26%	→	566	Vanguard® Institutional Index Fund - Institutional Shares	VINIX	0.04%
No Curre	nt Option			→	406	Vanguard® FTSE Social Index Fund - Investor Shares	VFTSX	0.22%
Large G	owth							
742	Voya Large Cap Growth Portfolio - Institutional Class	IEOHX	0.67%	→	8248	T. Rowe Price Blue Chip Growth Fund, Inc.	TRBCX	0.71%
Small/M	id/Specialty							
Mid-Cap	Blend							
1560	Voya Russell Mid Cap Index Portfolio - Class I	IIRMX	0.43%	→	756	Vanguard® Mid-Cap Index Fund - Admiral Shares	VIMAX	0.06%
Mid-Cap	Growth							
3412	Principal MidCap Fund - Class R-5	PMBPX	0.85%	>	3412	Principal MidCap Fund - Class R-5	PMBPX	0.85%
Small Bl	end							
1563	Voya Russell Small Cap Index Portfolio - Class I	IIRSX	0.45%	>	757	Vanguard® Small-Cap Index Fund - Admiral Shares	VSMAX	0.06%
042	Voya Small Company Portfolio - Class I	IVCSX	0.85%	→	042	Voya Small Company Portfolio - Class I	IVCSX	0.85%
Global/l	nternational							
Foreign	Stock							
1551	Voya International Index Portfolio - Class I	IIIIX	0.48%	→	9889	Vanguard® Total International Stock Index Fund - Admiral Sh	VTIAX	0.11%
573	American Funds EuroPacific Growth Fund - Class R-4	REREX	0.85%	→	1784	MFS® International Value Fund - Class R4	MINHX	0.76%
World St	ock							
432	VY® Oppenheimer Global Portfolio - Initial Class	IGMIX	0.75%	→	566	Vanguard® Institutional Index Fund - Institutional Shares Note: 45% of VY® Oppenheimer Global Portfolio maps to this fund.	VINIX	0.04%
					9889	Vanguard® Total International Stock Index Fund - Admiral Sh Note: 55% of VY® Oppenheimer Global Portfolio maps to this fund.	VTIAX	0.11%



For more information please contact: your local representatives.

To log into your account, please go to my.voya.com or call (800) 584-6001.







Not FDIC/NCUA/NCUSIF Insured | Not a Deposit of a Bank/Credit Union | May Lose Value | Not Bank/Credit Union Guaranteed | Not Insured by Any Federal Government Agency Insurance products, annuities and retirement plan funding issued by (third party administrative services may also be provided by) Voya Retirement Insurance and Annuity Company, One Orange Way, Windsor, CT 06095-4774. Securities are distributed by Voya Financial Partners LLC (member SIPC). Custodial account agreements or trust agreements are provided by Voya Institutional Trust Company. All companies are members of the Voya® family of companies. Securities may also be distributed through other broker-dealers with which Voya has selling agreements. Insurance obligations are the responsibility of each individual company. Product and services may not be available in all states.

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