KPMG 401(k) Plan

There are no secrets to preparing for the future. One of the most important things to do is plan—and get started sooner rather than later. You can begin by reviewing this brochure carefully.

Making the decision to enroll in the Plan is the first milestone in your journey toward a secure financial future. Why not enroll today?

You can enroll in the KPMG 401(k) Plan (the “Plan”) on Benefits OnLine® at www.benefits.ml.com. You can quickly create your User ID and Password for the site on your first visit. To enroll, just click the “Enroll Now” button after you sign on. You’ll then need to elect how much to contribute to the Plan and how to invest those contributions. Your investment choices are listed in this brochure. You can also call (888) 401-KPMG (5764) to speak with a participant service representative who can help you with enrollment.
The KPMG 401(k) Plan Can Help You Build Retirement Savings

The KPMG 401(k) Plan (the “Plan”) is one of the best methods available to you to invest for your retirement. The Plan offers a variety of attractive features, along with a broad range of investment choices that can help you build a retirement portfolio appropriate for your goals and tolerance for investment risk.

When you enroll in the Plan, you can take advantage of:

- **Automatic deductions** – Your contributions to the Plan are deducted from your paychecks automatically.

- **Matching contributions** – KPMG matches your pre-tax and/or Roth 401(k) contributions $0.50 for each dollar you contribute, up to 5% of compensation. That’s like getting paid to participate!

- **Current tax reduction** – With pre-tax contributions, you can defer current income taxes on those contributions. Any earnings on your pre-tax contributions are also tax-deferred. (Taxes are due upon withdrawal of pre-tax contributions and any earnings. You may also be subject to a 10% additional federal tax if you take a withdrawal of those contributions, and any earnings on them, before reaching age 59½.)

- **A Roth 401(k) option** – The Plan also allows for Roth 401(k) contributions. With the Roth 401(k) option, withdrawals of investment earnings are tax-free provided you meet the requirements for a qualified distribution. (Please see page 3.)

- **Advice Access** – Advice Access provides personalized recommendations for your Plan strategy.

Benfits OnLine Mobile: www.benefits.ml.com

This mobile-optimized website can keep you connected when you’re on the go. It lets you check your account balances and individual investments, see your account performance data, and receive important alerts and messages. The site is designed to work with most smartphones.

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Investment Products:

<table>
<thead>
<tr>
<th>Are Not FDIC Insured</th>
<th>Are Not Bank Guaranteed</th>
<th>May Lose Value</th>
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<tr>
<td>Are Not Deposits</td>
<td>Are Not Insured by Any Federal Government Agency</td>
<td>Are Not a Condition to Any Banking Service or Activity</td>
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</table>
Eligibility

All KPMG partners and eligible employees may enroll in the Plan following 60 days of service.

Employee Contributions

Under the Plan, you may elect any or all of the following contribution types:

- **Traditional pre-tax**: Contributions reduce your current taxable income, and any earnings are tax-deferred, but distributions are fully taxable as ordinary income at the time of distribution.

- **Traditional after-tax (Thrift)**: Contributions are made after taxes are withheld, but taxes are deferred on any investment earnings. Taxes on earnings are due upon withdrawal.

- **Roth 401(k)**: Contributions are made after taxes are withheld, but unlike traditional after-tax contributions, any potential earnings on Roth 401(k) contributions are tax-free if you take a qualified distribution.*

You may elect pre-tax, traditional after-tax, and/or Roth 401(k) contributions in any combination. However, your total contributions cannot exceed 50% of your eligible compensation. Your pre-tax and/or Roth contributions are subject to the IRS limit of $18,000 in 2016, unchanged from 2015. (The limit includes pre-tax and Roth 401(k) contributions combined.) Additional contribution limits imposed by the Plan and the IRS may apply in certain situations.

Contribution Limits

The total of your 401(k) pre-tax and/or Roth 401(k) contributions are limited to the Plan maximum OR the IRS annual limit, whichever is LOWER. The IRS limit is $18,000 for 2016. Total employer and employee contributions (which would include any after-tax (Thrift) contributions you make) to all qualified retirement plans are subject to an annual plan year dollar limit. The sum of the employer and employee contributions to a defined contribution plan, such as the KPMG 401(k) Plan, may not exceed the lesser of $53,000 or 100% of your pre-tax compensation in 2016 (unchanged from 2015).

Automatic Increase

With automatic increase, you can choose the rate at which you want to increase your pre-tax contributions (1%, 2%, 3%), the month for your contribution increase, and the maximum contribution rate at which your automatic increases will end (e.g., 8%, 10%, 15%), subject to Plan and IRS contribution limits. To elect automatic increases for your Plan account, log on to Benefits OnLine or call (888) 401-KPMG.

Catch-Up Contributions

If you are age 50 or older and make the maximum allowable pre-tax and/or Roth 401(k) contribution to the Plan, you may be eligible to make an additional “catch-up contribution.” The maximum allowable catch-up contribution is $6,000 in 2016, unchanged from 2015. This means that if you’re age 50 or older, you may be eligible to contribute up to $24,000 (the $18,000 IRS limit plus the $6,000 catch-up contribution) to the Plan on a pre-tax and/or Roth 401(k) basis in 2016.

*Note: If you elect to make a catch-up contribution, it will remain in effect in future plan years unless you specifically request that it be changed or eliminated.*

Matching Contributions

KPMG matches $0.50 for each dollar you contribute to the Plan, up to 5% of base compensation (subject to statutory limits). KPMG matches Roth 401(k) contributions in the same way as traditional 401(k) contributions. However, matching contributions are not made on after-tax (Thrift) or catch-up contributions. KPMG’s matching contributions on your pre-tax and Roth 401(k) contributions, and any earnings on those matching contributions, are taxed when withdrawn, including a potential 10% additional federal tax for withdrawals prior to age 59½.

* A qualified withdrawal or distribution is one that is taken at least five tax years after the year of your first Roth 401(k) contribution and after you have attained age 59½ (or upon disability or death).
402(g) Pre-Tax Contributions Limits
The IRS annually specifies a pre-tax contribution limit, which applies to all employer-sponsored retirement plans. If you contributed to a prior employer’s 401(k) plan and now choose to contribute to the KPMG 401(k) Plan, it’s important to remember that contributions made to all employer-sponsored plans, like 401(k) plans, within a calendar year need to abide by the IRS limits imposed under 402(g).

Rollovers into the Plan
The Plan accepts rollovers from a variety of retirement plans, including your former employer’s 401(k) plan; Simplified Employee Pension (SEP) plans; and plans sponsored by educational and charitable organizations, and governments and municipalities [otherwise known as 403(b) and governmental 457 plans]. Please consider the potential advantages and disadvantages of a rollover carefully.

Vesting
Your right to your account balance is called vesting. You are always 100% vested in any contributions you make to the Plan (adjusted for any earnings or losses in the Plan). The vested amount of the Firm’s contribution is based upon length of service. Please refer to the chart below for the vesting schedule of company matching contributions.

<table>
<thead>
<tr>
<th>Years of Service</th>
<th>Employer Match</th>
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<tbody>
<tr>
<td>1</td>
<td>0%</td>
</tr>
<tr>
<td>2</td>
<td>20%</td>
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<tr>
<td>3</td>
<td>40%</td>
</tr>
<tr>
<td>4</td>
<td>60%</td>
</tr>
<tr>
<td>5</td>
<td>100%</td>
</tr>
</tbody>
</table>

Investment Direction
You may make your own investment choices by logging on to Benefits OnLine at www.benefits.ml.com. (Refer to page 4 for a complete list of investment options available in the Plan.) If you do not make an investment selection at enrollment, your contributions will be invested according to the recommendations of the PersonalManager® feature of Advice Access (see page 5 for more information). You may change the way your future contributions are invested as frequently as once each business day.

Loans
The maximum amount you may borrow is the lesser of: (1) $50,000 minus your highest outstanding loan balance from the Plan during the past 12 months, or (2) 50% of your vested account balance, minus any outstanding loan balance you may have. (Other limitations may apply.) You may have two loans outstanding at any time. There is a one-time loan initiation fee of $75 for each loan you take. You can repay each loan by semi-monthly payroll deduction over a five-year period, or over a period of 20 years if it is for the purchase of your principal residence. In case of termination, repayment of existing loans must be completed within 90 days from your termination date. Please consider the advantages and disadvantages of taking a loan before you initiate one.

Hardship Withdrawals
Withdrawals from your 401(k) account during active employment and prior to age 59½ are limited to extreme financial hardship (as defined by the Plan and in accordance with IRS regulations). If you take a hardship withdrawal, you will be suspended from making contributions to the Plan for six months.

In-Service Withdrawals
You may withdraw funds (pre-tax or after-tax) for any reason, up to an amount equal to the balance of your account, at any time after reaching age 59½. Your entire vested account balance is available for these in-service withdrawals. In-service withdrawals will be made in a lump sum. If you withdraw your pre-tax contributions and any associated earnings, taxes will be due upon withdrawal. You may also be subject to a 10% additional federal tax if you take a withdrawal before age 59½. Taxes will not be due on traditional after-tax contributions, but taxes will be due on any earnings. You may also be subject to a 10% additional federal tax if you take a withdrawal of traditional after-tax earnings before age 59½.
Distributions
You have choices for what to do with your 401(k) account when you separate from service. You may be able to roll over to an IRA, roll over an old 401(k) to a 401(k) at a new employer, take a distribution, or leave the account where it is (depending upon your account balance). Each choice offers advantages and disadvantages, depending on desired investment options and services, fees and expenses, withdrawal options, required minimum distributions, tax treatment, protection from creditors and legal judgments, and your unique financial needs and retirement plans. These are complex choices and should be considered with care.

Accounts over $5,000 may remain in the Plan until age 70½, at which time government regulation requires annual minimum distributions. If you are eligible to leave your money in the Plan, you may make changes to your investment selections. However, you are no longer eligible to make additional contributions to the Plan or request any new Plan loans.

If no action is taken by the participant, 90 days after separation:
- Participants with an account balance below $1,000 will receive a cash distribution.
- Participants with an account balance between $1,000 and $5,000 will have that balance transferred automatically to a Merrill Lynch IRA.

How Withdrawals and Distributions are Taxed
Here is a general overview of how withdrawals and distributions are taxed.
- If you withdraw your pre-tax contributions and any associated earnings, taxes will be due upon withdrawal. You may also be subject to a 10% additional federal tax if you take a withdrawal before age 59½.
- Taxes will not be due on after-tax (Thrift) contributions, but taxes will be due on any earnings. You may also be subject to a 10% additional federal tax if you take a withdrawal of after-tax (Thrift) earnings before age 59½.
- Any earnings on Roth 401(k) contributions can generally be withdrawn tax-free if you meet the two requirements for a “qualified distribution”: 1) At least five years must have elapsed from the year of your initial contribution, and 2) you must have reached age 59½ or become disabled or deceased. If you take a non-qualified withdrawal of your Roth 401(k) contributions, any Roth 401(k) investment returns are subject to regular income taxes, plus a possible 10% additional federal tax if withdrawn before age 59½.
- Regardless of the contribution type you choose, taxes on company matching contributions and any earnings on these contributions are due upon withdrawal. You may also be subject to a 10% additional federal tax if you take a withdrawal prior to age 59½.
Your Investment Options

Here are the individual investments available through the Plan, along with their investment classification (from Lipper) and symbol. The funds are listed in risk order, from most conservative to most aggressive, according to their investment classification. This is a general assessment of risk and isn’t meant to predict future performance or the volatility of any investment noted. More information about these investments is available at www.benefits.ml.com.

<table>
<thead>
<tr>
<th>Investment Option</th>
<th>Investment Classification</th>
<th>Symbol</th>
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<tbody>
<tr>
<td>Retirement Bank Account(^1)</td>
<td>Bank Deposit(^2)</td>
<td>N/A</td>
</tr>
<tr>
<td>FFI Premier Institutional Fund(^3)</td>
<td>Institutional Money Market Funds</td>
<td>MLPXT</td>
</tr>
<tr>
<td>FFI Treasury Fund(^4)</td>
<td>Institutional U.S. Treasury Money Market Funds</td>
<td>MLTXX</td>
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<tr>
<td>MFS Emerging Markets Debt Fund (R5)</td>
<td>Emerging Markets Hard Currency Debt Funds</td>
<td>MEDHX</td>
</tr>
<tr>
<td>Vanguard Intermediate Term Treasury Fund (Admiral)</td>
<td>General U.S. Treasury Funds</td>
<td>VFIUX</td>
</tr>
<tr>
<td>Vanguard Short-Term Bond Index Fund (Institutional)(^4)</td>
<td>Short Investment Grade Debt Funds</td>
<td>VBITX</td>
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<tr>
<td>Vanguard Total Bond Market Index Fund (Institutional Plus)</td>
<td>Core Bond Funds</td>
<td>VBMPX</td>
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<tr>
<td>SSgA 1-10 Year U.S. Treasury Inflation Protected Securities (TIPS) Index(^5)</td>
<td>Inflation Protected Bond Funds</td>
<td>N/A</td>
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<tr>
<td>Goldman Sachs High Yield Fund (I)</td>
<td>High Yield Funds</td>
<td>GSHIX</td>
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<tr>
<td>MFS Value Fund (R5)</td>
<td>Large-Cap Core Funds</td>
<td>MEIKX</td>
</tr>
<tr>
<td>Vanguard Employee Benefit Index Fund(^6)</td>
<td>Large-Cap Core Funds</td>
<td>N/A</td>
</tr>
<tr>
<td>American Funds Growth Fund of America (R6)</td>
<td>Large-Cap Growth Funds</td>
<td>RGAGX</td>
</tr>
<tr>
<td>Artisan Mid Cap Value Fund (Institutional)</td>
<td>Mid-Cap Value Funds</td>
<td>ARTQX</td>
</tr>
<tr>
<td>BlackRock Extended Equity Market Fund (K)(^5)</td>
<td>Mid-Cap Core Funds</td>
<td>N/A</td>
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<tr>
<td>Hotchkis &amp; Wiley Small Cap Value Fund (I)</td>
<td>Small-Cap Value Funds</td>
<td>HWSIX</td>
</tr>
<tr>
<td>Vanguard Explorer Fund (Admiral)</td>
<td>Small-Cap Growth Funds</td>
<td>VEXRX</td>
</tr>
<tr>
<td>Artisan Mid Cap Fund (Institutional)</td>
<td>Multi-Cap Growth Funds</td>
<td>APHMX</td>
</tr>
<tr>
<td>Parametric Emerging Markets Fund (Institutional)</td>
<td>Emerging Markets Funds</td>
<td>EIEMX</td>
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<tr>
<td>Templeton Global Total Return Fund (R6)</td>
<td>International Income Funds</td>
<td>FTTRX</td>
</tr>
<tr>
<td>BlackRock MSCI ACWI ex-US Index Non-Lendable Fund (M)(^4)</td>
<td>International Large-Cap Core</td>
<td>N/A</td>
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<tr>
<td>American Funds EuroPacific Growth Fund (R6)</td>
<td>International Large-Cap Growth</td>
<td>RERGX</td>
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<tr>
<td>Dodge &amp; Cox International Stock Fund</td>
<td>International Large-Cap Growth</td>
<td>DODFX</td>
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<tr>
<td>Vanguard REIT Index Fund (Institutional)(^4)</td>
<td>Real Estate Funds</td>
<td>VGSNX</td>
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<tr>
<td>Morgan Stanley Institutional Global Real Estate Portfolio (I)</td>
<td>Global Real Estate Funds</td>
<td>MRLAX</td>
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</tbody>
</table>

\(^1\) Retirement Bank Account is a demand deposit account, not a mutual fund. The Retirement Bank Account is an interest-bearing bank account — insured by the Federal Deposit Insurance Corporation (FDIC) up to $250,000 per plan participant, per ownership category, per depository institution.

\(^2\) This is not a Lipper classification.

\(^3\) Although the Fund seeks to preserve the value of your investment at $1 per share, it is possible to lose money by investing in the Fund. The Fund is neither insured nor guaranteed by the Federal Deposit Insurance Corporation or any other government agency.

\(^4\) It is not possible to invest directly in an index.

\(^5\) This investment option is not a mutual fund, registered under the Investment Company Act of 1940. A prospectus is not available and shares are not publicly traded or listed on exchanges.
Advice Access

Would you like professional investment guidance to help you develop a retirement strategy? Do you want assistance in choosing investments and deciding how much to contribute?

As part of your Plan, KPMG offers Advice Access, a service that can help you make informed investment decisions — no matter how much investment experience you may have.

Personalized recommendations
When it comes to preparing for the future, you may have questions:
- How much do I need for retirement?
- How much should I contribute?
- How should I invest my money?
- How should I withdraw my retirement assets?
- Am I on track to reach my goals?

Advice Access has answers: specific answers, tailored to your personal financial situation.

Advice Access will suggest a targeted retirement savings goal, recommend which of the Plan’s investment options to choose and what percentage to invest in each one, and recommend a contribution rate.

Upon your approval, the service will invest your account balance, your future contributions, and any future company matching contributions according to the recommendations. Depending on how you choose to implement the service, it may then monitor your progress and make suggestions to help you stay on track.

How it works
Basic information, such as your salary and Plan account balance (if applicable), along with projections about your retirement age and the amount of income you will likely need in retirement, is used to start the process. If you want, you can provide more information about your financial goals, savings and investment accounts outside your plan, and family details. The more complete the information, the more personalized your Advice Access recommendations will be.

Three options for managing your account
Once you decide on a strategy that’s right for you, you can choose from three different methods to implement it:
- **PersonalManager**: Let Advice Access do it for you. With this comprehensive service, your investment decisions are made automatically by Advice Access. Your account is reviewed approximately every 90 days. Based on any updates to your personal or financial information, PersonalManager may implement a new investment allocation for your account to help you stay on track. Or, if no changes are necessary, your portfolio will be rebalanced to keep it at its current allocation.
- **Portfolio Rebalancing**: Let Advice Access help you. Your account is rebalanced approximately every 90 days to restore it to its initial allocation. However, unlike PersonalManager, this feature will not review your account on an ongoing basis, or suggest a new investment mix for you.
- **One-Time Implementation**: Let Advice Access get you started. The service will implement the recommended investment strategy on a one-time basis, but will not review or rebalance your portfolio going forward. Any further account changes are up to you.

Whichever implementation option you choose, keep in mind that you may opt out of the service at any time should you decide to manage your investments yourself.
More About Advice Access

The Advice Access service uses a probabilistic approach to determine the likelihood that you may be able to achieve your stated goal and/or to identify a potential wealth outcome that could be realized. Additionally, the recommendations provided by Advice Access may include a higher level of investment risk than you may be personally comfortable with. You are strongly advised to consider your personal goals, overall risk tolerance, and retirement horizon before accepting any recommendations made by Advice Access. You should carefully review the explanation of the methodology used, including key assumptions and limitations, which is provided in the Advice Access disclosure statement. It can be obtained through Benefits OnLine or through a participant service representative.

IMPORTANT: The projections or other information shown in the Advice Access service regarding the likelihood of various investment outcomes are hypothetical in nature, do not reflect actual investment results and are not guarantees of future results. Results may vary with each use and over time.

Important Fund Information

Investing involves risk, including the possible loss of principal. Investments in foreign securities or sector funds, including technology or real estate stocks, are subject to substantial volatility due to adverse political, economic or other developments and may carry additional risk resulting from lack of industry diversification. Funds that invest in small- or mid-capitalization companies experience a greater degree of market volatility than those of large-capitalization stocks and are riskier investments. Bond funds have the same interest rate, inflation, and credit risks associated with the underlying bonds owned by the fund. Generally, the value of bond funds rises when prevailing interest rates fall and falls when interest rates rise. Investing in lower-grade debt securities (“junk” bonds) may be subject to greater market fluctuations and risk of loss of income and principal than securities in higher rated categories. There are ongoing fees and expenses associated with investing. Bear in mind that higher return potential is accompanied by higher risk.

For more complete information on the investment options, including their management fees and other charges and expenses, please consult the prospectuses and, if available, the summary prospectuses and other comparable documents. Investors should carefully consider the investment objectives, risks, charges and expenses before investing. This, and additional information about the investment options, can be found in the prospectuses and, if available, the summary prospectuses, which can be obtained by visiting Benefits OnLine at www.benefits.ml.com or by calling Merrill Lynch at (888) 401-5764. Please read the prospectuses and, if available, the summary prospectuses carefully before investing.