



WELCOME CITY OF ALEXANDRIA RETIREMENT INCOME PLAN FOR FIREFIGHTERS AND POLICE OFFICERS!

IMPORTANT INFORMATION ABOUT UPCOMING CHANGES TO YOUR PLAN!

October 15, 2013

RE: City of Alexandria Retirement Income Plan for Firefighters and Police Officers Transition from Prudential to ICMA-RC

Dear Plan Participant:

Through a competitive bid process, the City of Alexandria Firefighters and Police Officers Pension Plan Board has selected ICMA-RC as the new record keeper for the City of Alexandria Retirement Income Plan for Firefighters and Police Officers (Plan), the old defined contribution plan. We are excited about this opportunity to serve you and are providing this information about the process that will be used to transition your account records and assets from Prudential Retirement (Prudential) to ICMA-RC.

What do I have to do for the transition to occur?

No action is required on your part for the transition to occur. Your account information and assets will transition to ICMA-RC automatically using data provided by Prudential and a fund mapping strategy. Using a fund mapping strategy, existing investments are compared to the new investment lineup at ICMA-RC by investment style and objective. Your existing assets will be invested in similar types of investment funds using the mapping strategy.

We encourage you to use this transition as an opportunity to review your investment funds. Included in this mailing is a "Participant Transition Checklist" to help guide you through the transition and to keep track of key dates.

Important: Blackout period for accounts transitioning to ICMA-RC.

There will be a blackout period during the process to allow for the timely transition of your account from Prudential. The blackout period is set to begin on November 6, 2013 and is expected to be completed at ICMA-RC on or around November 20, 2013. During the blackout period, no change to your account information or funds is permitted.

Please note that your assets remain invested in your Prudential funds during the blackout period until liquidation, when assets are converted to cash, on November 12, 2013. The assets are expected to be transferred to ICMA-RC on November 13, 2013. Once ICMA-RC receives both funds and final records, assets will be invested into a similar fund as detailed on the fund mapping strategy. On approximately November 20, 2013, you will have full access to your account at ICMA-RC. In addition, you will receive a confirmation letter reflecting the transition assets invested into your account.

How do I find out more about the transition?

- 1. Transition Information Sessions** — We encourage you to attend an onsite informational meeting prior to the transition. During October, the City of Alexandria's Pension Administration Division and ICMA-RC representatives will schedule meetings to discuss the transition, the new fund lineup and the retirement planning services available to you through your Plan.

A schedule of informational sessions is included with this mailing.

2. Investments and Fund Mapping Strategy — ICMA-RC has also prepared a transition web site to provide additional information and updates on the transition. You may access the web site at www.icmarc.org/alexandria to learn more about the transition including:

- Investment Lineup at ICMA-RC
- Mapping Strategy — Old funds replaced with new “similar” investments
- Frequently Asked Questions

Copies of the fund lineup and fund mapping strategy are included in this mailing.

3. You may also contact your local ICMA-RC Representative, Gloria Moody, at 866-328-4666, or by email at gmoody@icmarc.org with questions about the transition.

How do I know when the transition is complete?

You can check the transition web site for updates to the transition. Additionally, at the completion of the transition, you will receive two confirmation letters from ICMA-RC:

- **November 11, 2013 – Enrollment Welcome Letter** — Details your account and provides instructions for establishing your online account information at www.icmarc.org.
- **November 20, 2013 – Conversion Confirmation Letter** — Details the receipt and reinvestment of your assets at ICMA-RC. The opening balance in your account at ICMA-RC should match to the closing balance of your account at Prudential.

Once plan transition is completed on November 20, 2013, you have full access to your account online via www.icmarc.org. **Please take a moment to verify your account details and to designate beneficiary(ies) in your account.** The beneficiary information will not transfer from Prudential.

Participants with City 457 Deferred Compensation accounts

If you have a City of Alexandria 457 Deferred Compensation account you will receive a second letter from ICMA-RC. Please be sure to read this letter which describes the changes to the 457 Deferred Compensation Plan also scheduled for November.

On behalf of ICMA-RC, we look forward to a smooth transition and toward continuing our relationship with you to serve your retirement needs during the coming years.

Regards,

David Sharer
Vice President, Mid-Atlantic Region
ICMA-RC

About Us — Serving the Public Sector Since 1972

Founded in 1972, ICMA-RC is a non-profit independent financial services corporation focused on providing retirement plans and related services for more than a million public sector participant accounts and approximately 9,000 retirement plans. Our mission is to help build retirement security for public employees. We deliver on our mission by focusing on service, quality and value.

All of our retirement programs, administrative services and educational tools have been developed specifically for public sector retirement plan administrators and participants like you. Our retention rate is one of the highest of any public sector retirement plan provider.

Visit us online at www.icmarc.org to find out more about ICMA-RC.

CITY OF ALEXANDRIA RETIREMENT INCOME PLAN FOR FIREFIGHTERS AND POLICE OFFICERS INFORMATIONAL MEETING SCHEDULE

| DATE | TIME | LOCATION | ADDRESS |
|--------------------|-------------------|---|---|
| Wednesday 10/23/13 | 8:00 – 9:00 a.m. | Lee Center — Gold Rooms 1 and 2 | 1108 Jefferson Street, Alexandria, VA 22314 |
| Thursday 10/24/13 | 8:00 – 9:00 a.m. | Lee Center — Kauffman Auditorium | 1108 Jefferson Street, Alexandria, VA 22314 |
| Tuesday 10/29/13 | 8:00 – 9:00 a.m. | Lee Center — Gold Rooms 1 and 2 | 1108 Jefferson Street, Alexandria, VA 22314 |
| | 2:00 – 3:00 p.m. | Alexandria Police Department — Community Room | 3600 Wheeler Avenue, Alexandria, VA 22314 |
| Thursday, 10/31/13 | 9:30 – 10:30 a.m. | Alexandria Police Department — Community Room | 3600 Wheeler Avenue, Alexandria, VA 22314 |

CITY OF ALEXANDRIA RETIREMENT INCOME PLAN FOR FIREFIGHTERS AND POLICE OFFICERS PARTICIPANT TRANSITION CHECKLIST

We make the transition process simple for you. **No action is required for your City of Alexandria Retirement Income Plan for Firefighters and Police Officers account to transition to ICMA-RC.** However, to assist you through this process, ICMA-RC has prepared the following checklist of suggested items to guide you in getting the most out of the transition to ICMA-RC.

- October 15, 2013** — Check the transition website at www.icmarc.org/alexandria for details.
- October 23-31, 2013** — Attend an onsite informational meeting about the transition to ICMA-RC.
- November 6, 2013** — Blackout period begins. If you have changes to make to your account, you may do so at Prudential prior to this date. Any subsequent changes will need to be made at ICMA-RC after the blackout period is complete.

No distributions will be permitted during the blackout period, from November 6-20, 2013. If you require a distribution prior to December 1, 2013, you need to contact Prudential at 1-877-778-2100 or go to their website at www.retirement.prudential.com by October 30, 2013.

- November 11, 2013 (estimated mailing date)** — ICMA-RC mails *Welcome Enrollment Letter*. Please take a few minutes to confirm the following information is correct:
 - Name
 - Address
 - Date of Birth
- November 20, 2013 (estimated mailing date)** — Anticipated blackout completion date. ICMA-RC mails *Conversion Confirmation Letter*.
 - Please review to confirm your account balance is accurate.
 - The total opening balance at ICMA-RC should match to the ending balance from Prudential.

Create Online Access at ICMA-RC and Add Beneficiary Information.

Once the blackout period is lifted on or about **November 20, 2013**, you will have full access to your account online at www.icmarc.org. Logon instructions for new participants are as follows:

STEP 1 Click “Create Your Own Account”

STEP 2 Enter your Personal Information, read and accept the “Account Disclosures,” then click “Submit.”

STEP 3 Create your User ID and password, select a security image and answer 3 security questions, then click “Submit.”

If you have other accounts at ICMA-RC, please use your existing user ID and password. You will be able to access any of your accounts by plan number.

Note: City of Alexandria Retirement Income Plan for Firefighters and Police Officers plan number – **106773**

Please take a moment to update your beneficiary information online at ICMA-RC at www.icmarc.org at the completion of the transition.

CITY OF ALEXANDRIA RETIREMENT INCOME PLAN FOR FIREFIGHTERS AND POLICE OFFICERS FUND MAPPING STRATEGY

| <i>Current Fund at Prudential</i> | | <i>Replacement Fund at ICMA-RC</i> |
|--|---|--|
| Guaranteed Income Fund | ➔ | VantageTrust PLUS Fund |
| Core Plus Bond - PIMCO | ➔ | Vanguard Total Bond Market Index Signal |
| Lifetime Aggressive Growth Fund | ➔ | Vanguard LifeStrategy Growth Investor |
| Lifetime Balanced Fund | ➔ | Vanguard LifeStrategy Moderate Growth Investor |
| Lifetime Conservative Growth Fund | ➔ | Vanguard LifeStrategy Conservative Growth Investor |
| Lifetime Growth Fund | ➔ | Vanguard LifeStrategy Growth Investor |
| Lifetime Income & Equity Fund | ➔ | Vanguard LifeStrategy Income Investor |
| Janus Balanced Strategy | ➔ | Vanguard LifeStrategy Moderate Growth Investor |
| AJO Fund | ➔ | Vanguard 500 Index Signal |
| Barrow Hanley | ➔ | Vanguard 500 Index Signal |
| LSV Asset Management | ➔ | Vanguard 500 Index Signal |
| Dryden S&P 500 Index Fund | ➔ | Vanguard 500 Index Signal |
| RCM Fund | ➔ | Vanguard 500 Index Signal |
| Jennison Fund | ➔ | Vanguard 500 Index Signal |
| T. Rowe Price Growth Stock Strategy | ➔ | Vanguard 500 Index Signal |
| CRM Fund | ➔ | Vanguard Extended Market Index Signal |
| Mid Cap Growth/Times Square Fund | ➔ | Vanguard Extended Market Index Signal |
| Wells Fargo Small Cap Value Strategy | ➔ | Vanguard Extended Market Index Signal |
| Columbus Circle Fund | ➔ | Vanguard Extended Market Index Signal |
| Small Cap Growth/Times Square Fund | ➔ | Vanguard Extended Market Index Signal |
| Thornburg Fund | ➔ | Vanguard Developed Markets Index Admiral |
| Oppenheimer Developing Markets Fund A | ➔ | Vanguard Emerging Markets Stock Index Signal |

CITY OF ALEXANDRIA RETIREMENT INCOME PLAN FOR FIREFIGHTERS AND POLICE OFFICERS FUND LINEUP

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| Invesco Global Real Estate Income R5 (ASRIX) | Vanguard REIT Index Signal (VGRSX) |
| PIMCO All Asset Institutional (PAAIX) | Vanguard Target Retirement 2010 Investor (VTENX) |
| PIMCO Commodity Real Retirement Strategy Institutional (PCRIX) | Vanguard Target Retirement 2015 Investor (VTXVX) |
| PIMCO Foreign Bond (Unhedged) I (PFUIX) | Vanguard Target Retirement 2020 Investor (VTWNX) |
| PIMCO High Yield Institutional (PHIYX) | Vanguard Target Retirement 2025 Investor (VTTVX) |
| PIMCO Total Return Institutional (PTRRX) | Vanguard Target Retirement 2030 Investor (VTHRX) |
| Vanguard 500 Index Signal (VIFSX) | Vanguard Target Retirement 2035 Investor (VTTHX) |
| Vanguard Developed Markets Index Admiral (VDMAX) | Vanguard Target Retirement 2040 Investor (VFORX) |
| Vanguard Emerging Markets Stock Index Signal (VERSX) | Vanguard Target Retirement 2045 Investor (VTIVX) |
| Vanguard Extended Market Index Signal (VEMSX) | Vanguard Target Retirement 2050 Investor (VFIFX) |
| Vanguard Inflation-Protected Securities Admiral (VAIPX) | Vanguard Target Retirement 2055 Investor (VFFVX) |
| Vanguard LifeStrategy Conservative Growth Investor (VSCGX) | Vanguard Target Retirement 2060 Investor (VTTSX) |
| Vanguard LifeStrategy Growth Investor (VASGX) | Vanguard Target Retirement Income Investor (VTINX) |
| Vanguard LifeStrategy Income Investor (VASIX) | Vanguard Total Bond Market Index Signal (VBTSX) |
| Vanguard LifeStrategy Moderate Growth Investor (VSMGX) | VantageTrust PLUS Fund |

Disclosures:

Please read the current applicable prospectus and Making Sound Investment Decisions: A Retirement Investment Guide carefully for a complete summary of all fees, expenses, charges, financial highlights, investment objectives, risks and performance information. Investors should carefully consider the Fund's investment objectives, risks, charges and expenses before investing or sending money. The prospectus contains this and other information about the investment company. For a current prospectus, contact ICMA-RC by calling 800-669-7400 or by writing to 777 North Capitol Street, NE, Washington, DC 20002-4240, or by visiting www.icmarc.org.

Additional information about your Plan's fund lineup including fees and performance is available online at www.icmarc.org/alexandria. You may also request a copy of the fees and performance information at the information sessions or by contacting your local ICMA-RC Representative, Gloria Moody, at 866-328-4666, or by email at gmoody@icmarc.org.