



# HBC 401(k) Retirement Savings Plan

## MAKE THE MOST OF YOUR 401(K) PLAN

Congratulations! As a new hire, you'll be automatically enrolled in the HBC 401(k) Retirement Savings Plan at a pre-tax contribution rate of 3%. If you do not want to be enrolled in the Plan, contact Merrill to opt out of automatic enrollment before you become eligible.

### YOU DON'T NEED MUCH TO START

Even a small amount of money each week — what you might pay for a few cups of coffee or some movie tickets — could add up:

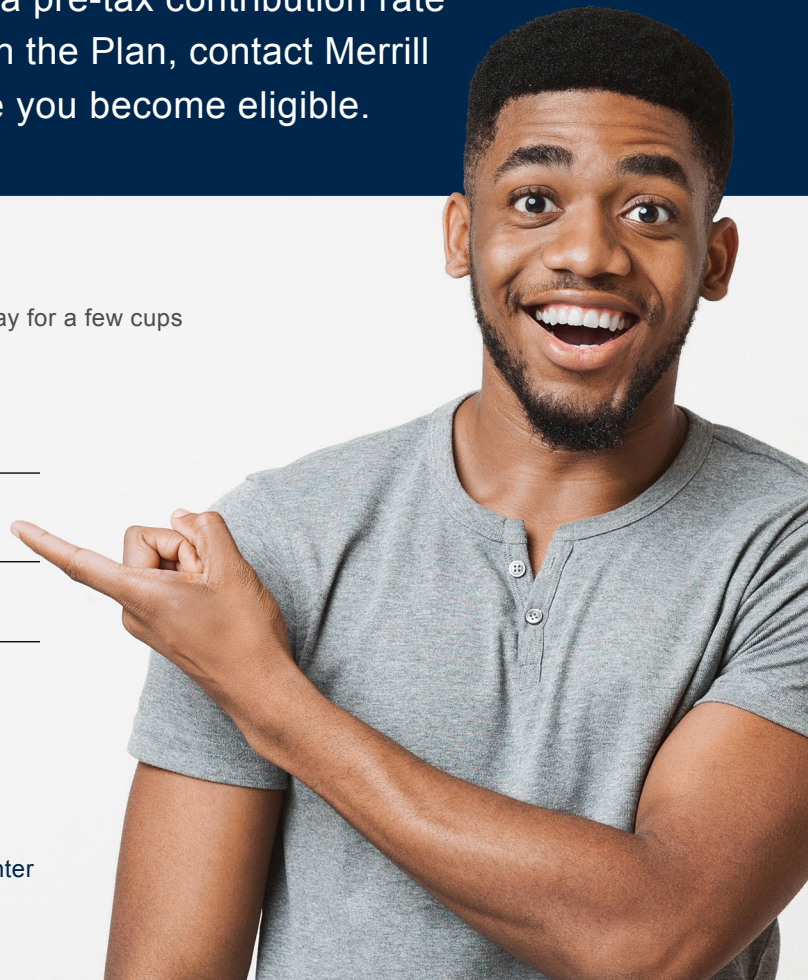
| YOU CONTRIBUTE EACH WEEK | TOTAL CONTRIBUTIONS AFTER... |                |
|--------------------------|------------------------------|----------------|
|                          | ...1 YEAR                    | ...5 YEARS     |
| <b>\$10</b>              | <b>\$520</b>                 | <b>\$2,600</b> |
| <b>\$20</b>              | <b>\$1,040</b>               | <b>\$5,200</b> |

### CONTRIBUTE MORE TODAY ... OR WHENEVER YOU CAN

The more you contribute, the better prepared you could be. You can raise your contribution rate — or enroll now — online or by phone.

Benefits OnLine®  
[www.benefits.ml.com](http://www.benefits.ml.com)

Retirement & Benefits Contact Center  
**888.335.8218**



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Investment products:

|                             |                                |                       |
|-----------------------------|--------------------------------|-----------------------|
| <b>Are Not FDIC Insured</b> | <b>Are Not Bank Guaranteed</b> | <b>May Lose Value</b> |
|-----------------------------|--------------------------------|-----------------------|

## TAKE A CLOSER LOOK AT YOUR 401(K) PLAN

### COMPANY MATCH

The company offers a match that's discretionary and determined on an annual basis.

### IT'S EASY

Automatic Enrollment gets you started and Automatic Increases give your contribution rate a boost each year.

### IT'S FLEXIBLE

Choose the type(s) of contributions to make, contribute more than 3% or change your investment elections at any time.

### POTENTIAL TAX BENEFITS

There are potential tax advantages from contributing on a pre-tax or Roth 401(k) after-tax basis.



## WHY SHOULD I PARTICIPATE IN THE 401(K) PLAN?

The HBC 401(k) Retirement Savings Plan offers a variety of great features.

### IT'S EASY

You become eligible for the 401(k) Plan upon the first of the month following or coincident with attaining age 21 and completing three months of service. If you don't enroll on your own, you'll be enrolled automatically.

With Automatic Enrollment, 3% of your base pay earned will be deducted from your paycheck on a pre-tax basis and invested in a target date fund based on your age (see page 8). In addition, your pre-tax contribution rate will be increased automatically each year by 1%, up to a maximum of 6%.

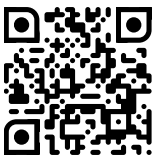
If you don't want to participate in the 401(k) Plan, contact Merrill at 888.335.8218 before you become eligible. You can also opt out of Automatic Increase, or adjust the rate/schedule for your automatic increases.

To increase your contribution rate, change your investments, or take other actions, visit Benefits OnLine.

### BENEFITS ONLINE

Benefits OnLine is your resource for managing and monitoring your 401(k) account online. You can access the site directly at [www.benefits.ml.com](http://www.benefits.ml.com).

View the online account access guide at [go.ml.com/accessguide](http://go.ml.com/accessguide).



### ACCEDA A ESTE FOLLETO EN ESPAÑOL

Escanee el código para ver este folleto en español y descubra lo fácil que es inscribirse en su Plan 401(k).

*This material is only a general outline of the Plan. You are encouraged to read the Summary Plan Description to obtain more detailed information regarding the Plan's operation. This document gives you information you need to make educated decisions about joining the Plan and maintaining a Plan account. If a provision described in this outline differs from the applicable provision of the Plan documents, the Plan documents prevail.*



### IT'S FLEXIBLE

You can choose pre-tax contributions, Roth 401(k) contributions, or a combination of both. You can also make catch-up contributions if you're age 50 or older. (HBC's match applies to pre-tax, Roth 401(k) and catch-up contributions.) Your contributions are subject to certain Plan and tax law limits.

You can choose how to invest your account—through a target date fund,\* single-style funds, or Advice Access. And you can make changes to your account, including your contribution rate, type of contribution and investment elections at any time.

### POTENTIAL TAX BENEFITS

With pre-tax (and employer) contributions, you can defer current income taxes on those contributions and any potential earnings they generate. You'll pay income taxes on pre-tax and employer contributions (and any earnings) at withdrawal.\*\*

You can also make Roth 401(k) contributions. Roth 401(k) contributions are made after taxes are withheld, but any earnings on your contributions can be federal income tax-free if you take a qualified withdrawal (see next page for more information).

### HOW VESTING WORKS

Vesting is your right to your account balance.

Your contributions are always 100% vested, adjusted for any market gains or losses. You become 100% vested in your employer matching contributions after you complete three years of service. (You're credited with one year of service every calendar year you work 1,000 or more hours.)

\* The target date for these funds is the approximate date when investors plan to start withdrawing their money. The principal value of these funds is not guaranteed at any time, including at the target date. These funds are designed to become more conservative over time as the target date approaches.

\*\* You may also be subject to an additional 10% federal tax if you take a withdrawal before age 59½, unless an exception applies.

## LEARN MORE ABOUT YOUR 401(K)

If you have questions about the 401(k), you can call Merrill at 888.335.8218. A representative can assist you Monday through Friday, from 8 a.m. to 11 p.m. Eastern on any day the New York Stock Exchange is open. You can also visit [Benefits OnLine](#) to learn more about the 401(k).

### ELIGIBILITY

You are eligible to begin making contributions the first of the month following or coincident with attaining age 21 and completing three months of service.

Eligible associates will be automatically enrolled at a 3% pre-tax contribution rate. The 3% rate will be increased by 1% each year up to 6%.

### MATCHING CONTRIBUTIONS

You become eligible to receive employer matching contributions the first of the month after you reach age 21 and have completed one year of service during which you work 1,000 or more hours.

While you may be eligible for matching contributions, the match is discretionary and the Company reserves the right to determine the match on an annual basis.

### CONTRIBUTIONS

You can contribute up to 85% of your eligible compensation on a pre-tax and/or Roth 401(k) basis, subject to Plan and tax law limits. If you are age 50 or older you may be eligible to make catch-up contributions up to the tax law limit. Total contributions (excluding catch-up contributions and rollovers) are also subject to annual tax law limits. Current limits are available at [go.ml.com/401klimits](http://go.ml.com/401klimits).

### ROTH 401(K) CONTRIBUTIONS

Roth 401(k) contributions offer a different potential tax advantage than pre-tax contributions. They are made after taxes are withheld, but any earnings on your contributions are federal income tax-free if you take a qualified distribution.

A qualified distribution is one that is taken 1) at least five years from the first day of the year of your initial contribution or conversion, if earlier, and you have reached age 59½ (or become disabled or deceased). If you take a non-qualified distribution, federal income taxes will be due on your investment earnings and you may be subject to an additional 10% federal tax if withdrawn before age 59½, unless an exception applies. State income tax laws vary; consult a tax professional to determine how your state treats Roth 401(k) distributions.

### PRE-TAX CONTRIBUTIONS

Pre-tax contributions reduce your current taxable income and any earnings on your contributions are tax-deferred until you take a withdrawal. Income taxes are due upon withdrawal, and you may be subject to a 10% additional federal tax if you take a withdrawal before age 59½, unless an exception applies.

### AUTO INCREASE FEATURE

With the automatic increase feature, you can choose to have your pre-tax and/or Roth 401(k) contributions increased automatically by the percentage you select up to the maximum you select (subject to Plan and tax law limits).

### INVESTMENT DIRECTION

You direct how to invest your contributions by choosing from the investment choices provided under the Plan. If you fail to provide an investment direction at enrollment, your contributions will be invested in the target date fund (see page 8) that corresponds most closely with your estimated retirement date, assuming retirement at age 65.

You may change the way your future contributions are invested as frequently as once each business day. In addition, you may transfer your accumulated balances from one investment option to another once each business day as well (subject to certain restrictions that may exist). Fund transfers requested before 4 p.m. (ET) on any business day will be executed at the closing Net Asset Value (NAV) for that day. Fund transfers requested after 4 p.m. (ET) will be executed at the closing NAV for the following business day. These transactions can be made by logging on to Benefits OnLine at [www.benefits.ml.com](http://www.benefits.ml.com) to access your account or by calling Merrill at 888.335.8218.

## NON-ELECTIVE EMPLOYER CONTRIBUTIONS

Each year, HBC may make a discretionary non-elective contribution to the Plan. To receive this contribution, you must be employed on the last day of the Plan year, regardless of the amount of service you complete during the Plan year.

## ROLLOVERS

The 401(k) may accept rollovers from another eligible retirement plan. You can access a rollover form on Benefits OnLine or by calling 888.335.8218.

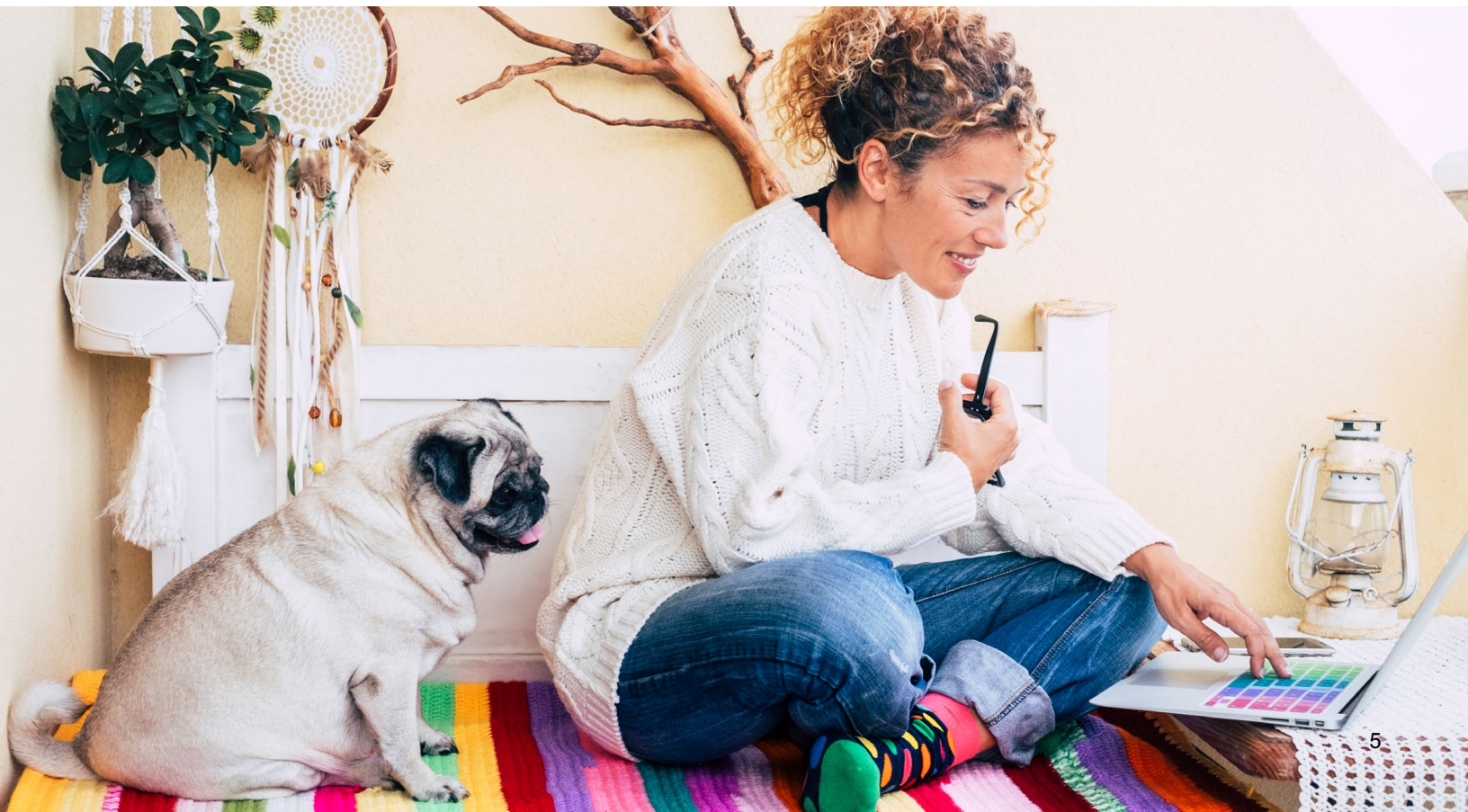
You have choices for what to do with your 401(k) account or other type of employer-sponsored retirement plan accounts. Depending on your financial circumstances, needs and goals, you may choose to roll over to an IRA or convert to a Roth IRA, roll over a 401(k) account from a prior employer to a 401(k) account at your new employer, take a distribution, or leave the account where it is. Each choice may offer different investments and services, fees and expenses, withdrawal options, required minimum distributions, and tax treatment (particularly with reference to employer stock), and provide different protection from creditors and legal judgments. These are complex choices and should be considered with care.

## LOANS

You may borrow against your vested account balance in the HBC 401(k) Retirement Savings Plan. The minimum amount you can borrow is \$1,000. The maximum amount you may borrow is the lesser of:

- \$50,000 minus your highest outstanding balance from any previous loans from the Plan during the past 12 months, or
- 50% of your account balance

You may have one loan outstanding at any time. A nonrefundable one-time loan application fee of \$50.00 will apply to each loan you take. Loan repayments must be made through after-tax payroll deductions with interest over a period not to exceed five (5) years, or over a period of fifteen (15) years if it is for the purchase of your principal residence. You must repay the loan in substantially equal installments. You may repay your loan in full at any time. Please consider the advantages and disadvantages of taking a loan before doing so.



## WITHDRAWALS

While the Plan is intended as a means for you to invest for retirement, you can withdraw assets from your vested account balance prior to separation from service if you experience an extreme financial hardship.

Authorized hardships include:

- Personal casualty loss, including damage, destruction, or loss of property resulting from a sudden, unexpected, or unusual event, such as an earthquake, hurricane, tornado, flood, storm or fire
- Down payment on a primary residence
- Payment to prevent foreclosure on or eviction from a primary residence
- Payment of college tuition and related educational expenses for you, your spouse or your dependents
- Unreimbursable medical expenses
- Funeral expenses

Once you reach age 59½ you may request a withdrawal from your vested account balance. At any time, you may withdraw from your after-tax contribution account as well as your rollover account.

Income taxes are due upon withdrawal of pre-tax contributions, employer contributions, rollover balances (excluding after-tax contributions), and any earnings on those assets. You may also be subject to a 10% additional federal tax if you take a withdrawal before age 59½, unless an exception applies.

## DISTRIBUTIONS

You or your beneficiary may receive a distribution of your account balance following your separation from service due to retirement, termination of employment, total and permanent disability, or death (distribution will be made to your designated beneficiary).

You can request a distribution at any time by calling Merrill at **888.335.8218**. Following your termination of employment, if your account balance is valued at \$5,000 or less, your balance will be rolled over automatically to a Merrill IRA, unless you elect to receive your distribution directly or roll it over to another IRA or eligible retirement plan. If your balance is more than \$5,000, you have the option to leave this balance in the Plan.

You have choices for what to do with your employer-sponsored retirement account. Depending on your financial circumstances, needs and goals, you may choose to roll over to an IRA or convert to a Roth IRA, roll over your balance to a 401(k) account at your new employer, take a distribution, or leave the account where it is. Each choice may offer different investments and services, fees and expenses, withdrawal options, required minimum distributions, and tax treatment (particularly with reference to employer stock), and provide different protection from creditors and legal judgments. These are complex choices and should be considered with care.

Income taxes are due upon withdrawal of pre-tax contributions, employer contributions, rollover balances (excluding after-tax contributions), and any earnings on those assets. You may also be subject to a 10% additional federal tax if you take a withdrawal before age 59½, unless an exception applies.

## MANAGING YOUR ACCOUNT

You will receive an account statement every quarter. The statement shows your account balance, as well as any contributions and earnings credited to your account during the reporting period.

For your convenience, account statements and confirmations of your account transactions are available online. You may select Online Delivery if you wish to eliminate hardcopy mailings of statements and confirmations. With Online Delivery, you will receive an e-mail notification when your statements and confirmations are available online. You can select Online Delivery through Benefits OnLine at [www.benefits.ml.com](http://www.benefits.ml.com).



# CHOOSE YOUR INVESTING APPROACH

The 401(k) Plan offers three investment approaches to help make it easy to choose how to invest your account.

**1** **SHOW ME A PATH**  
**Target date funds** offer an “age-based” approach to investing.

**2** **I’LL CHOOSE MY ROUTE**  
Select your own mix of individual investments with **single-style funds**.

**3** **GIVE ME DIRECTIONS**  
Get personalized recommendations for how to invest your account from **Advice Access**.

## 1. TARGET DATE FUNDS

Target date funds can help simplify investing by offering an “age-based” approach to investing. Each of these funds is managed to a specific target year, which is the approximate year when an investor plans to start withdrawing their money.

Each fund is adjusted over time to become more conservative—less in stocks and more in bonds and cash equivalents—as its target date approaches. Because the fund itself is adjusted gradually over time, investors do not have to adjust their portfolio on their own.

These funds are intended as “single choice” investments—as they offer a diversified investment that might be appropriate for participants investing toward a specific target date—or when they’ll need to start withdrawing money from their account. While diversification can’t ensure a profit or protect against loss, it can be a good way to manage investment risk.

The principal value of these funds is not guaranteed at any time, including at the target date.

## 2. SINGLE STYLE FUNDS

The 401(k) Plan offers a series of single style investment options. These choices include both Passively Managed funds and Actively Managed funds.

A Passively Managed (or “index”) fund seeks to match the performance of a particular index, such as the S&P 500 index. It seeks to do so by holding all the securities in an index, or a representative sample of those securities. Note that it is not possible to invest directly in an index.

An Actively Managed fund seeks to outperform (after expenses) its benchmark index. It seeks to do so by actively buying and selling securities.

Because passively managed funds do not incur the costs of actively buying and selling securities, they are generally available to the investor at a lower cost than actively managed funds.





### 3. ADVICE ACCESS

Advice Access can help make your investment decisions easier and guide you in developing your personal retirement plan.

Advice Access can help provide answers to several key questions:

- How much do I need for retirement?
- How much should I contribute to my HBC Plan?
- How should I invest my money?
- How should I withdraw my retirement assets?
- Am I on track with my goals?

Advice Access has answers: specific answers, tailored to your personal financial situation. It's easy to use, it's personalized, and it can automate your retirement plan strategy.

#### How Advice Access works

The process starts with basic information such as your age, gender, salary and, if applicable, your Plan account balance and contribution rate, along with projections about your retirement age and the amount of income you may need in retirement.

In fact, you'll see your projected retirement income on Benefits OnLine in an easy-to-read dashboard, where you can check your progress toward your retirement income goal.

If you want, you can provide more information—on a confidential basis—about your financial goals, savings and investment accounts outside your 401(k) Plan, and family details. The more information you provide, the more personalized your Advice Access recommendations will be.

#### WHAT ADVICE ACCESS CAN DO FOR YOU

- Recommend a contribution rate
- Recommend specific investments
- Consider your personal financial situation
- Consider changes in your financial situation
- Consider your savings and other investments outside the Plan
- Review and reallocate your account on a regular basis
- Rebalance your account on a regular basis

#### PersonalManager®

With PersonalManager, your contributions are invested according to Advice Access recommendations and your account is reviewed approximately every 90 days.

Depending on updates to your personal financial situation, the program may reallocate your portfolio into a new mix of the Plan's investment choices. If no changes are necessary, your portfolio will be rebalanced to keep it at its current allocation.

Advice Access offers two other implementation options. With Portfolio Rebalancing, your portfolio will be rebalanced approximately every 90 days, but will not be reallocated into a new investment mix. And with One-Time Implementation, you receive the initial recommendations, but manage your own strategy going forward.

To learn more about Advice Access, visit [Benefits OnLine](#).

*Advice Access is an online investment advisory program sponsored by Merrill Lynch, Pierce, Fenner & Smith Inc. ("MLPF&S" or "Merrill") that uses a probabilistic approach to determine the likelihood that participants in the program may be able to achieve their specified annual retirement income goal and/or to identify a potential wealth outcome that could be realized. The recommendations provided by Advice Access may include a higher level of investment risk than a participant may be personally comfortable with. Participants are strongly advised to consider their personal goals, overall risk tolerance, and retirement horizon before accepting any recommendations made by Advice Access. Participants should carefully review the explanation of the methodology used, including key assumptions and limitations as well as a description of services and related fees, which is provided in the Advice Access disclosure document (ADV Part 2A). It can be obtained through Benefits OnLine or the Retirement & Benefits Contact Center.*

*Merrill offers a broad range of brokerage, investment advisory and other services. There are important differences between brokerage and investment advisory services, including the type of advice and assistance provided, the fees charged, and the rights and obligations of the parties. It is important to understand the differences, particularly when determining which service or services to select.*

*IMPORTANT: The projections or other information shown in the Advice Access program 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*



## THE 401(K)'S INVESTMENT CHOICES

Additional information about the 401(k)'s investment choices is available on Benefits OnLine.

### Target date funds (passively managed)

|  |
|--|
| Vanguard Target Retirement Income Trust (I) <sup>1,2</sup> |
| Vanguard Target Retirement 2020 Trust (I) <sup>1,2,3</sup> |
| Vanguard Target Retirement 2025 Trust (I) <sup>1,2,3</sup> |
| Vanguard Target Retirement 2030 Trust (I) <sup>1,2,3</sup> |
| Vanguard Target Retirement 2035 Trust (I) <sup>1,2,3</sup> |
| Vanguard Target Retirement 2040 Trust (I) <sup>1,2,3</sup> |
| Vanguard Target Retirement 2045 Trust (I) <sup>1,2,3</sup> |
| Vanguard Target Retirement 2050 Trust (I) <sup>1,2,3</sup> |
| Vanguard Target Retirement 2055 Trust (I) <sup>1,2,3</sup> |
| Vanguard Target Retirement 2060 Trust (I) <sup>1,2,3</sup> |
| Vanguard Target Retirement 2065 Trust (I) <sup>1,2,3</sup> |
| Vanguard Target Retirement 2070 Trust (I) <sup>1,2,3</sup> |

### Single style funds (passively managed)

|  |
|--|
| Vanguard Balanced Index Fund (Institutional) <sup>4</sup>            |
| Vanguard Total Bond Market Index Fund (Institutional) <sup>4</sup>   |
| Vanguard Total International Stock Index Fund (Admiral) <sup>4</sup> |
| Vanguard Total Stock Market Index Fund (Institutional) <sup>4</sup>  |

### Single style funds (actively managed)

|   |
|---|
| Galliard Stable Return Fund (E) <sup>*,2</sup>        |
| Metropolitan West Total Return Bond Fund (Plan Class) |
| MFS International Equity Fund (3A)                    |
| Neuberger Berman Multi-Cap Opportunities Fund (I)     |
| Principal Diversified Real Asset Fund <sup>2</sup>    |

**\* Although this fund seeks to maintain a stable value, this investment option may experience fluctuations in its net asset value.**

<sup>1</sup> As “funds of funds,” these funds, as shareholders of underlying funds, will indirectly bear their pro rata share of the expenses incurred by the underlying funds.

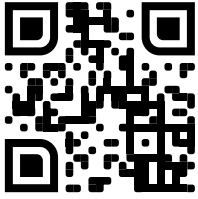
<sup>2</sup> Although called funds, these investment options are not mutual funds registered under the Investment Company Act of 1940, but custom investment funds. A prospectus is not available and shares are not publicly traded or listed on exchanges. Only plan participants can purchase units of these “funds.”

<sup>3</sup> The target date for these funds is the approximate date when an investor plans to start withdrawing their money. The principal value of these funds is not guaranteed at any time, including at the target date. These funds are designed to become more conservative over time as the target date approaches.

<sup>4</sup> It is not possible to invest directly in an index.

**Please see page 11 for additional fund information.**

## IT'S EASY TO GET STARTED



SCAN THIS CODE  
TO VISIT BENEFITS ONLINE  
OR DOWNLOAD THE APP\*  
[www.benefits.ml.com](http://www.benefits.ml.com)

Stay on top of your HBC 401(k) Plan with the free Benefits OnLine app. Scan the code above, or visit Benefits OnLine on your mobile device, and select your mobile platform when prompted.

To create your User ID and password, just click the "Create your User ID now" link and follow the prompts.

You'll need your Social Security number and will be prompted to answer several security questions.

When you log in, you'll see your account balance on the Home Page; click the HBC plan name for more information about your account.

### YOUR ENROLLMENT CHOICES

When you visit Benefits OnLine to enroll on your own or to review your automatic enrollment, you can:

- Choose whether to make pre-tax contributions, Roth 401(k) contributions or a combination of both types
- Choose the funds into which you want to invest your contributions, or select the Advice Access program
- Adjust the rate and/or schedule for your automatic increases

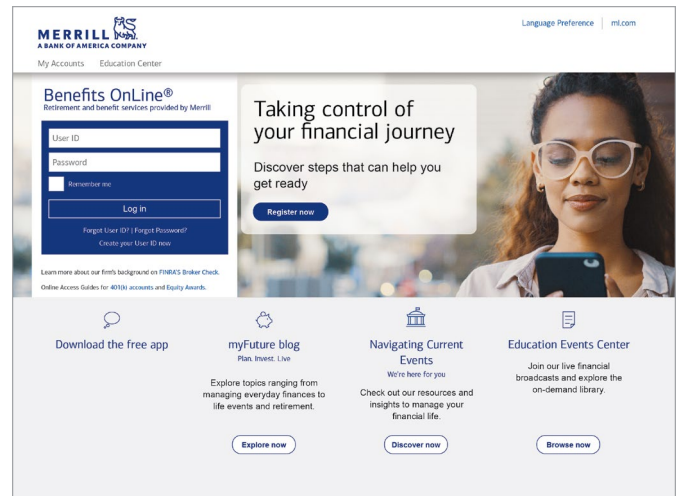
\* The app is designed to work with most mobile devices in most countries. Carrier fees may apply.

### Additional 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.*

**Investors should consider the investment objectives, risks, charges and expenses of investment options carefully 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 on Benefits OnLine at [www.benefits.ml.com](http://www.benefits.ml.com) or by calling Merrill at 888.335.8218. Investors should read the prospectuses and, if available, the summary prospectuses carefully before investing.**

**For more complete information about the investment options that are not mutual funds (non-registered investments), refer to the fund description or fact sheet. These fact sheets are available on Benefits OnLine at [www.benefits.ml.com](http://www.benefits.ml.com) or by calling Merrill at 888.335.8218.**



### NAME A BENEFICIARY

It's important to name a beneficiary (or update your designations) to receive the money in your 401(k) account in the event of your death. You can do so on Benefits OnLine at [www.benefits.ml.com](http://www.benefits.ml.com). You can also call 888.335.8218.

## MORE ONLINE RESOURCES FOR YOUR FINANCIAL WELLNESS

### **Financial Wellness Tracker**

[benefits.ml.com](https://benefits.ml.com)

Answer a brief series of questions on this interactive tool and receive a personalized, suggested action plan to help you improve your financial health.

### **Education Center**

[education.ml.com](https://education.ml.com)

The Education Center offers a variety of resources that can help you build a firmer foundation for your financial life.

### **Better Money Habits®**

[bettermoneyhabits.com](https://bettermoneyhabits.com)

When it comes to your money, a little knowledge can go a long way. Choose a topic on Better Money Habits and start exploring.

When you use the QRC feature, certain information is collected from your mobile device for business purposes.

***Merrill, its affiliates, and financial advisors do not provide legal, tax, or accounting advice. You should consult your legal and/or tax advisors before making any financial decisions.***

Merrill provides products and services to various employers, their employees and other individuals. In connection with providing these products and services, and at the request of the employer, Merrill makes available websites on the internet, mobile device applications, and written brochures in order to provide you with information regarding the 401(k) Plan. Under no circumstances should these websites, applications, and brochures, or any information included in these websites, applications, and brochures, be considered an offer to sell or a solicitation to buy any securities, products, or services from Merrill or any other person or entity.

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