State of Tennessee
Achieving a Better Life Experience Program
(“ABLE TN”)

A program of the
Tennessee Treasury Department
David H. Lillard, Jr., State Treasurer

<u>DISCLOSURE BROCHURE</u>

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OFFERED BY: STATE OF TENNESSEE DEPARTMENT OF TREASURY
ON BEHALF OF ABLE TN

MANAGED BY: STATE OF TENNESSEE DEPARTMENT OF TREASURY

The information and opinions in this Disclosure Brochure are subject to change without notice, and neither delivery of this Disclosure Brochure nor any sale made hereunder shall create, under any circumstances, any implication that no change has occurred in the affairs of the State of Tennessee Achieving a Better Life Experience Program since the date of this Disclosure Brochure.

<u>Important Note to Authorized Agents, Authorized Individuals and Legal Representatives</u>: Unless expressly stated otherwise, any reference to “you” and “Account Owner” may be read as applying to an Account Owner’s Authorized Agent, Authorized Individual or Legal Representative, if any. Any individual or entity should consider seeking legal, tax, financial or special needs counsel prior to accepting appointment as an Authorized Agent, Authorized Individual or Legal Representative.

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This Disclosure Brochure contains information about the State of Tennessee Achieving a Better Life Experience Plan ("ABLE TN" or "Program") and constitutes the full and complete offering materials of the Program. The Participation Agreement, which is included in the Program's enrollment application and executed by the Account Owner or the Legal Representative, incorporates the Program's terms and requirements described in this Disclosure Brochure, as revised or replaced from time to time, and the terms and requirements of the Code, Statute, Rules, Program's operating procedures and all other applicable laws and regulations. This Disclosure Brochure supersedes all previously distributed Disclosure Brochures, including any supplements. A**ny future changes to this Disclosure Brochure or Participation Agreement or amendments to the Code, Statute, Rules or Program operating procedures are automatically incorporated into and deemed to amend the Participation Agreement.**

The information presented in this Disclosure Brochure is believed by the Program to be accurate as of the date printed on the cover page, but is subject to change without notice. In the event of any conflicts between this Disclosure Brochure and any Rules, Statutes, or laws, the legal requirement shall prevail. Applicable Rule, Statute or law shall govern any matter pertaining to the Program that is not discussed herein.

No individual or entity has been authorized to give any information or to make any representation concerning the Program other than the information contained in this Disclosure Brochure and, if given or made, such information or representation must not be relied upon as having been authorized by the Program or Trustees. This Disclosure Brochure does not constitute an offer to sell, or a solicitation of an offer to buy, any securities in any state or other jurisdiction where, or to or from any individual to or from whom, such offer or solicitation is unlawful or unauthorized.

As of February 23, 2018, Non–Tennessee residents cannot open a new ABLE TN account. **Qualified ABLE Programs offered by other states may offer tax or other state benefits to taxpayers or residents of those states that are not available with regard to ABLE TN. Taxpayers or residents of other states should consider such state tax treatment and other state benefits, if any, before making an investment decision.**

Qualified ABLE Programs, such as ABLE TN, are intended to be used only to save for Qualified Disability Expenses. This Program is not intended to be used, nor should it be used, for evading federal or state taxes or tax penalties. Taxpayers should seek tax advice from an independent tax professional based on their own particular circumstances.

Notice: Accounts and their earnings, if any, established under ABLE TN are neither insured nor guaranteed (full faith and credit or otherwise) by, and do not have recourse to, the state of Tennessee, the Tennessee State Treasurer, the Program, other state agencies, federal government agencies or any employees or directors of any such entities, unless otherwise expressly stated herein.

Charts, graphs and examples contained in this Disclosure Brochure are provided for illustrative purposes only.

You may contact the Program to receive additional copies of this Disclosure Brochure and to ask any questions that you may have about the Program:

- Online: www.AbleTN.gov
- Email: ABLE.TN@tn.gov
- Phone: (855) 922–5386
- Fax: 615–401–6816
- Write: ABLE TN, P.O. Box 55599, Boston, MA 02205–5599
- Visit: ABLE TN, Department of Treasury, 15th Floor, Andrew Jackson Building, 502 Deaderick Street, Nashville, TN 37243

ABLE TN, the Trustees and the Department of Treasury and its employees are not authorized to provide legal, financial or tax advice. Prospective and existing Account Owners should consult their personal legal, tax or other advisors for inquiries specific to their circumstances.

Material Changes

The material changes discussed below are only those changes that have been made to this Disclosure Brochure since the Program's last published update. The publish date of the last Disclosure Brochure was June 25, 2019.

The transition overview provided in the Material Changes section, pages 6 – 7, was removed, as the program-initiated transition was completed on August 19, 2019.

Clarifying and correctional edits were made to the Expenses and Fees Table located on pages 35 - 36.

Section 1: Introduction and Summary

The following offers a general summary of the Program, including key risks, features and considerations for investing in an ABLE TN Account, that are discussed in greater detail elsewhere in this Disclosure Brochure. ***Before investing, review the full Disclosure Brochure and carefully consider the Program's investment objectives, risks, fees and expenses.***

General Information about ABLE TN

The primary purpose of the Program, ABLE TN, is to establish a way for individuals to save and invest private funds for Qualified Disability Expenses of an Account Owner. The Program is currently open to Tennessee residents (Account Owners) only.

The Program is designed to constitute a Qualified ABLE Program and is offered by the State of Tennessee, acting through the Department of Treasury, and is established pursuant to Section 529A of the Internal Revenue Code, authorized by Title 71, Chapter 4, Part 8 of the Tennessee Code Annotated.

ABLETN is administered and managed by the Tennessee State Treasurer and the State of Tennessee Department of Treasury.

Nature and Risks of Investing in ABLE TN

By opening and contributing to an ABLE TN Account, you, an Account Owner, will be purchasing and own Units of Interest in the Program. Units of Interest offered and sold in connection with the Program are considered municipal fund securities and have not been and will not be registered under the Securities Act of 1933, any state, or other securities laws pursuant to exemptions from registration available for obligations issued by a public instrumentality of a state.

The value of your Units of Interest is based on the performance of the Investment Option(s) you select. While you do not own actual shares of any Underlying Investment(s), the value of your Units of Interest is directly related to the performance, value, fees and expenses of the Underlying Investment(s) associated with each Investment Option.

Risk of Investment Loss: **As with any investment, it is possible to lose money by investing in this Program. The value of an Account will fluctuate and it is possible for the value to be less than what was contributed.**

Tax Risk: The favorable tax treatment of investments under the Program depends on qualification of the Program as a "qualified achieving a better life experience program" under the Code. The IRS has not issued final regulations regarding the requirements for such qualification. Furthermore, from time to time, there may be changes to federal and state tax laws or the Code that may change the terms and conditions of this Program. When feasible and appropriate, the Trustees intend to provide reasonable notice to Account Owners regarding any material Program changes.

Impact on Means–Tested Federal Benefits: For the purpose of determining the Account Owner's eligibility to receive, or the amount of, any assistance or benefit that is subject to means–testing under federal law, any amount (including earnings) in an ABLE TN Account, any Contributions to the ABLE TN Account, and any Withdrawal for Qualified Disability Expenses is disregarded, with the following exceptions applicable to benefits under the federal Supplemental Security Income (SSI) program:

(1) a Withdrawal for housing expenses (as defined under the Code) is not disregarded even though it is a Qualified Disability Expense, and

(2) any amount in excess of one hundred thousand dollars ($100,000) in an ABLE TN Account may be considered a resource of the Account Owner.

However, if an Account Owner's SSI benefits are suspended solely because of excess resources of the individual attributable to an amount in the Account Owner's ABLE TN Account, such suspension of SSI benefits shall not affect the Account Owner's Medicaid eligibility.

Risk of Reduced, Suspended or Canceled Aid or Assistance: Account balances exceeding one hundred thousand dollars ($100,000), and Non–Qualified Withdrawals or Withdrawals for housing expenses as defined under the Code that have not been expended by the Account Owner by the end of the month in which the Withdrawal occurs, may be considered a resource of the Account Owner for purposes of the Supplemental Security Income program under title XVI of the Social Security Act.

Risk of Program Changes: From time to time, the Trustee, Program Administrator or Tennessee legislature may make changes to the Program, including changes to the Investment Option(s), Underlying Investment(s), fees or expenses. When feasible and appropriate, the Program intends to provide reasonable notice to Account Owners regarding any material Program changes.

The Program receives a State appropriation to subsidize the operating and administration costs, fees and expenses for all Account Owners. The Trustees or the Program, in their sole discretion, reserve the right to change the program management fee and reserve the right to place restrictions on any State appropriation at any time. **There is no guarantee of the continued existence or amount of future State appropriations**. As a result, an Account Owner's total annual asset-based fee could increase.

Furthermore, the Trustees reserve the right to terminate or suspend an Account or the Program at any time for any reason.

Investment Option Risks: Money contributed to an Account is subject to various investment risks associated with the Investment Options, and related Underlying Investment(s), selected by an Account Owner. **Account Owners should review Section 15 for additional information related to the investment risks of the Underlying Investment(s) associated with the related Investment Option(s). An Account Owner should request and read the prospectus and additional information associated with any Underlying Investment(s).** During any particular period, the risks and earnings, if any, under any particular Investment Option may vary from the risks and earnings, if any, under any other Investment Option(s).

Tax Considerations of Investing in ABLE TN

Any earnings grow on a tax–deferred basis for federal income tax purposes.

Any Withdrawal will be proportionally comprised of (1) principal, which is not taxable when distributed, and (2) earnings, if any, which may be subject to federal income tax and/or a ten percent (10%) federal tax penalty. The Program determines the earnings portion of a Withdrawal based on IRS rules. The earnings portion of an Account Owner's Withdrawals, if any, that exceed the Account Owner's Qualified Disability Expenses for the applicable tax reporting period will be included in the Account Owner's gross income and subject to federal income tax. The Program does not withhold federal taxes or the ten percent (10%) federal tax penalty, if any. It is your responsibility to substantiate any tax treatment of all or a portion of a Withdrawal. **Account Owners should seek tax advice from an independent tax professional based on their own particular circumstances, and Account Owners residing outside Tennessee should consider their particular state's tax laws.** *For additional information about IRS treatment of Qualified ABLE Programs, visit:* https://www.irs.gov/publications/p907

Summary of ABLE TN

Who is an Account Owner?
See SECTION 2

An individual who either:
- (i) is entitled to benefits based on blindness or disability under title II or XVI of the Social Security Act (42 U.S.C. §§ 401–425 and 42 U.S.C. § 1381 et seq.), provided such blindness or disability occurred before the individual attained age twenty–six (26), or
- (ii) has filed a Disability Certification as described in this Disclosure Brochure.

Such individual must be a U.S. citizen or resident alien with a valid Social Security Number and a Tennessee resident having a Tennessee mailing and legal address. To the extent that the Account Owner has an Authorized Individual, the Authorized Individual may need to provide this information as well as any other information requested by Program staff. To the extent the Account Owner is a minor, the Account Owner must have an Authorized Individual. **An Account Owner can maintain only one (1) Qualified ABLE Program Account at a time, regardless of residency or where the Account is maintained.**

Who is an Authorized Individual?
See SECTION 2

An individual who or entity that may neither have nor acquire any beneficial interest in an ABLE Account during the lifetime of the Eligible Individual, but can act on behalf of and for the benefit of an Account Owner for the purpose of establishing, maintaining, directing transactions in, and terminating an ABLE TN Account.

A Authorized Individual shall include (i) an individual who is at least eighteen (18) years of age at the time an Account is opened, or an entity, with a power of attorney, (ii) if there is no such individual or entity, a parent or legal guardian and (iii) any other individual or entity that the Program determines may act as a legal representative of the Account Owner under applicable law and regulations.

Important Note to Authorized Agents, Authorized Individuals and Legal Representatives: Unless expressly stated otherwise, any reference to "you" and "Account Owner" may be read as applying to an Account Owner's Authorized Agent, Authorized Individual or Legal Representative, if any. Any individual or entity should consider seeking legal, tax, financial or special needs counsel prior to accepting appointment as an Authorized Agent, Authorized Individual or Legal Representative.

How do I open an ABLE TN Account?
See SECTION 4

After you have read this entire Disclosure Brochure and carefully considered the available Investment Options, you may open an account online at AbleTN.gov or by submitting an application to ABLETN. Before getting started, you will need the following information for you and the Authorized Individual (if any): full name, date of birth, social security number, address and telephone number.

You will also need to contribute the minimum Initial Contribution amount of twenty-five dollars ($25). The Initial Contribution can only be made by check, Electronic Funds Transfer ("EFT"), rollovers and transfers, Recurring Contributions and Payroll Direct Deposit.

You may obtain the enrollment application, other forms and additional information by contacting the Program:

- Online: www.AbleTN.gov
- Email: ABLE.TN@tn.gov
- Phone: (855) 922–5386
- Fax: 615–401–6816
- Write: ABLE TN, P.O. Box 55599, Boston, MA 02205–5599
- Visit: ABLE TN, Department of Treasury, 15th Floor,
  Andrew Jackson Building, 502 Deaderick St., Nashville, TN 37243

How can I make a Contribution to my ABLE TN Account?
See SECTION 5

Once the minimum Initial Contribution has been made to open an Account, there are no required minimums for subsequent Contributions. Additionally, other methods of contributing, such as Ugift®, may be used for subsequent Contributions to an Account. Other terms, restrictions and fees apply depending upon the selected Contribution method.

Each Contribution will be subject to a ten (10) calendar day hold before the monies are eligible for Withdrawal. Additionally, there will be a hold of eight (8) Business Days on Withdrawal requests when there is a change to the Account Owner's address and a hold of ten (10) calendar days on Withdrawal requests following a change to the Account's banking information.

For the 2019 taxable year, the total annual Contributions to an Account, excluding amounts received in a Qualified Rollover Withdrawal or Program–to–Program Transfer, must not exceed fifteen thousand dollars ($15,000); and the lifetime Contribution limitation for ABLE TN is set at three hundred fifty thousand dollars ($350,000). If an Account balance reaches one hundred thousand dollars ($100,000), any amount exceeding one hundred thousand dollars ($100,000) may be considered a resource of the Account Owner for purposes of the Supplemental Security Income program under title XVI of the Social Security Act.

Can others make a Contribution to my ABLE TN Account?
See SECTION 5

Yes. Once you open an Account with as little as twenty-five dollars ($25), other individuals or entities may contribute (up to the maximum account balance) to your ABLE TN Account using the methods outlined above. However, you assume complete control over an Account, regardless of the source of Contributions.

What Investment Options are available?
See SECTION 6

Choose from a diverse set of Investment Options, selecting one or more of the Investment Options that best suits your needs. Changes to the current allocation of Account may be made only twice (2) per calendar year (Annual Exchange Limit).

The risks associated with investing are numerous. Before selecting any Investment Option, you should carefully consider your risk tolerance, investment horizon, savings goals and overall investment objectives. You should also carefully consider the investment risks of the Underlying Investment(s) associated with each Investment Option you have selected.

What are the Expenses and Fees associated with ABLE TN?
See SECTION 7

Expenses and fees are an important consideration in selecting any Investment Option. Each Investment Option has a total annual asset-based fee, which includes the Underlying Investment expenses and the program management fee. The available Investment Options' total annual asset based fees ranged from 0.20% to 0.84% (20 to 84 basis points) based on the data available in the most recent prospectus of the applicable Underlying Investment(s) as of June 5, 2019. The allocable portion of total annual asset based fee reduces each Investment Option's daily Net Asset Value (NAV), or, in the case of the IBA, is factored into the interest rate received.

You will indirectly bear a pro-rata share of the Underlying Investment expenses and the program management fee, which reduce Account assets and, ultimately, the return on an ABLE TN Account. **The Underlying Investment expenses and program management fees are subject to change at any time, which may increase your cost of investing in ABLE TN.** You may wish to consult an investment advisor regarding how expenses and fees affects your Account's performance.

How can I make changes to my Account?
See SECTION 9

Changes may be made to an Account online at AbleTN.gov or with the appropriate form. A quick reference guide is provided below:

Action to perform	**Online**	**Paper**
Request form to rollover into ABLE TN from another ABLE Program or a 529 plan	Yes	Incoming Rollover Form
Manage Recurring Contributions and banking information	Yes	Account Features Form
Request a Withdrawal	Yes	Withdrawal Request Form
Contribute to Your Account	Yes	Additional Contribution
Change Investment Options	Yes	Investment Option Change/Future Contribution Allocation Form
Update General Account Information	Yes	Account Information Change Form
Change Authorized Individual to a new person	No	Account Information Change Form
Change Eligibility basis or status	No	Account Information Change Form
Transfer Ownership of all assets in an Account to a new Account Owner	No	Account Information Change Form
Grant Agent or 3rd-Party access to your account	No	Agent Authorization/Limited Power of Attorney Form
Establish an IEA Identification Number	Yes	Visit AbleTN.gov and click on "Tennessee Individualized Education Accounts (IEA)" and click on "Establish IEA Identification to complete the online form
Contribute IEA funds to your Account	No	IEA Contribution Form

Depending on the requested change or type of transaction, other restrictions and/or requirements may apply. Remember, it is your responsibility to ensure that the information for an Account is current and accurate at all times.

How can I make a Withdrawal?
See SECTION 10

An Account Owner may withdraw monies from an Account. Withdrawals are redemptions (sale) of Units of Interest.

Generally, Withdrawals are processed within three (3) Business Days of receipt of a Withdrawal request In Good Order by the Program. During periods of market volatility or high request volumes, some Withdrawals may take up to sixty (60) calendar days of receipt of a Withdrawal request by the Program.

Each Contribution will be subject to a ten (10) calendar day hold before the monies are eligible for Withdrawal. Additionally, there will be a hold of eight (8) Business Days on Withdrawal requests when there is a change to the Account Owner's address and a hold of ten (10) calendar days on Withdrawal requests following a change to the Account's banking information.

How do I safeguard my ABLE TN Account?
See SECTION 13

While ABLE TN, through the State of Tennessee, maintains reasonable physical, electronic and procedural safeguards that comply with applicable regulations to guard your personal information, you should never disclose your online Account login information to anyone.

If you suspect fraudulent activity in your Account(s), you should immediately contact the Department of Treasury, ABLE TN Program (855-386-7827), the Department of Treasury, Director of Internal Audit (615-253-2018), or the Comptroller of the Treasury's Fraud Hotline (800-232-5454).

Neither the Program nor any of its service providers will be responsible for losses resulting from fraudulent or unauthorized instructions.

What accessibility options are available?

The Department of Treasury operates all programs and activities free from discrimination on the basis of race, sex or any other classification protected by federal or Tennessee state law. Individuals who may require an alternative communication format should contact the Tennessee Department of Treasury's Director of Human Resources (as the state and federal civil rights coordinator):

State of Tennessee Department of Treasury
Human Resources
502 Deaderick Street, Nashville, TN 37243
Phone: 615.741.2956
Email: Treasury.HumanResources@tn.gov

Section 2: Glossary of Common Terms

As used in this Disclosure Brochure, the capitalized terms shall have the meaning set forth below:

ABLE TN – a program designed to constitute a Qualified ABLE Program, developed as a way for individuals to save and invest private funds for Qualified Disability Expenses of an Account Owner. S*ee also Program.*

Account – an account established for, and owned by an Eligible Individual who is the Account Owner and maintained under ABLE TN for payment of the Account Owner's Qualified Disability Expenses.

Account Owner – an Eligible Individual, who has established, owns and benefits from an Account. *See also Eligible Individual.*

Authorized Agent (AA) – an individual authorized to enter into agreements or take other actions for or on behalf of an individual, institution or minor. The Authorized Agent is designated by the Account Owner, the Authorized Individual, or the Parent or Guardian (in the event of a minor Account Owner).

Authorized Individual (AI) – an individual who or entity that may neither have nor acquire any beneficial interest in an ABLE TN Account during the lifetime of the Eligible Individual, but can act on behalf of and for the benefit of an Account Owner for the purpose of establishing, maintaining, directing transactions in, and terminating an ABLE TN Account. An Authorized Individual may be either (i) an individual who is at least eighteen (18) years of age at the time an Account is opened, or an entity, with a power of attorney, (ii) if there is no such individual or entity, a parent or legal guardian or (iii) any other individual or entity that the Program determines may act as an Authorized Individual of the Account Owner under applicable law and regulations. The Authorized Individual must provide legal documentation demonstrating the Authorized Individual's authority over the Account Owner's finances in order to be designated as an Authorized Individual on an Account.

Business Day – generally, any day on which the New York Stock Exchange ("NYSE") is open for regular business activity.

Code – Section 529A of the Internal Revenue Code of 1986, codified in 26 U.S.C. §529A, as amended from time to time, and all rules, regulations, notices, interpretations and guidance released by the United States Treasury, including the Internal Revenue Service. *For additional information visit http://uscode.house.gov/view.xhtml?req=(title:26%20section:529A%20edition:prelim)*

Contribution –monies deposited to an Account that have deemed In Good Order and processed by the Program. Contributions are purchases (buys) of Units of Interest.

Department of Treasury – collectively, the Tennessee State Treasurer and the State of Tennessee Department of Treasury. *For additional information about the Department of Treasury, visit treasury.tn.gov/.*

Designated Beneficiary – *See Account Owner.*

Disability Certification – a "disability certification" as defined in the Code and further qualified by the Social Security Administration and Internal Revenue Service. *See also Code, Internal Revenue Service, and Social Security Administration.*

Eligible Individual – an individual (i) who is entitled to benefits based on blindness or disability under title II or XVI of the Social Security Act (42 U.S.C. §§ 401–425 and 42 U.S.C. § 1381 et seq.), provided such blindness or disability occurred before the individual attained age twenty–six (26), or (ii) with respect to whom a Disability Certification has been filed with the United States Department of the Treasury. Under proposed regulations issued by the IRS, the filing of a Disability Certification with the Program satisfies the requirement that the Disability Certification be filed with the United States Department of the Treasury. *See also Account Owner.*

Federal Deposit Insurance Corporation ("FDIC") Insurance Coverage – the insurance that covers deposit accounts, up to applicable limits, held at FDIC insured banks and savings associations. *For additional information, including insurance amounts and limitations, visit the FDIC's website, www.fdic.gov, or contact the FDIC at 1–877–ASK–FDIC.*

IEA Contribution – Money from an Account Owner's IEA account deposited into an Account Owner's ABLE TN Account that have been deemed In Good Order by ABLE TN. IEA Contributions are restricted in that they may only be used for the Account Owner's educational expenses that are also Qualified Disability Expenses. *See also Individualized Education Account.*

IEA Withdrawal – funds distributed from an ABLE TN Account to pay for an Account Owner's educational expenses that are also Qualified Disability Expenses. IEA Withdrawals are restricted in that the withdrawn funds may only be used for the Account Owner's educational expenses that are also Qualified Disability Expenses. *See also Individualized Education Account.*

In Good Order – any information and documentation received for an Account that is complete, accurate, and legible and deemed acceptable by the Program in its sole discretion. When feasible ABLE TN intends to provide reasonable notice to an Account Owner if information and/or documentation is deemed not in good order by the Program.

Individualized Education Account ("IEA") – An account established pursuant to the State of Tennessee Individualized Education Act, Title 49, Chapter 10, Part 14 of the Tennessee Code Annotated, and administered by the State of Tennessee Department of Education. *For additional information about the IEA program or IEA funds, visit https://www.tn.gov/education/iea.html or contact the State of Tennessee Department of Education IEA Team at 615–253–3781.*

Initial Contribution – the first Contribution made to an Account.

Interest Bearing Account ("IBA") – a deposit account established by the Program at a financial institution that accrues interest at a rate established by the financial institution and agreed to by the Program.

Internal Revenue Service ("IRS") – a bureau of the U.S. Department of Treasury organized to carry out the responsibilities of the U.S. Secretary of the Treasury, including the administration and enforcement of the internal revenue laws of the United States. *For additional information about the IRS, visit www.irs.gov.*

Investment Option – a portfolio of the Program comprised of one or more Underlying Investments. An Account Owner selects and determines the allocation of the Account to one or more of the Investment Options available under the Program.

Legal Representative –*See Authorized Individual.*

Member of the Family – for purposes of Section (e)(4) of the Code and the Program, a "Member of the Family" is defined as an individual who bears one or more of the following relationships to the original Account Owner: a brother, sister, stepbrother, stepsister, half–brother or half–sister.

Mutual Fund – a type of investment company that pools money from many investors and invests the money in stocks, bonds, money-market instruments, other securities or cash. Mutual Funds are not exchange traded funds (ETFs), as Mutual Funds can only be purchased or redeemed at the end of each trading day at a net asset value per share determined at the end of such trading day. *For additional information about Mutual Funds, visit sec.gov/answers/mutfund.htm.*

Non–Qualified Withdrawal – monies distributed from a Qualified ABLE Program Account that are not used for Qualified Disability Expenses. The earnings portion of this type of Withdrawal will be treated as income to the Account Owner and taxed at the Account Owner's tax rate. In addition, a ten percent (10%) federal tax penalty applies to the earnings portion, if any, of a Non–Qualified Withdrawal. A Non–Qualified Withdrawal does not include a Special Circumstances Non–Qualified Withdrawal, Qualified Rollover Withdrawal, Program–to–Program Transfer or IEA Withdrawal from an ABLE TN Account.

Participation Agreement – a portion so designated in the enrollment application as received and accepted by the Program, which incorporates the Program's terms and requirements described in this Disclosure Brochure, as revised or replaced from time to time, and the terms and requirements of the Statute, the Program Rules, the Program's operating procedures and all other applicable laws and regulations.

Program – *see ABLE TN.*

Program–to–Program Transfer – a direct transfer of (i) the entire balance of a Qualified ABLE Program Account into an Account of the same Account Owner in a different Qualified ABLE Program (following which the Account from which the transfer is made is closed), or (ii) part or all of the balance of a Qualified ABLE Program Account to a Qualified ABLE Program Account of another Eligible Individual who is a Member of the Family of the former Account Owner, without an intervening Qualified Rollover Withdrawal.

Qualified ABLE Program – also referred to as a Qualified Achieving a Better Life Experience Program, a tax–advantaged, disability expense program authorized under the Code. *For additional information about IRS treatment of a Qualified ABLE Program, visit: https://www.irs.gov/government–entities/federal–state–local–governments/tax–benefit–for– disability–irc–section–529a*

Qualified Disability Expenses – as defined in the Code and proposed regulations issued by the IRS, expenses related to an Account Owner's blindness and disability and generally include education; housing; transportation; employment training and support; assistive technology and personal support services; health; prevention and wellness; financial management and administrative services; legal fees; expenses for oversight and monitoring; funeral and burial expenses; and other expenses approved by federal rules and regulations. Qualified Disability Expenses include basic living expenses and are not limited to items for which there is a medical necessity or which solely benefit an individual with a disability. *For additional information about Qualified Disability Expenses, visit https://www.irs.gov/government–entities/federal– state–local–governments/tax–benefit–for–disability–irc–section–529a, https://secure.ssa.gov/apps10/poms.nsf/lnx/0501130740 and www.AbleTN.gov.*

Qualified Rollover Withdrawal– monies distributed from a Qualified ABLE Program Account that are paid into another Qualified ABLE Program Account for the benefit of the same Account Owner or for an Eligible Individual who is a Member of the Family of the Account Owner, not later than the sixtieth (60^{th}) day after the date of such distribution, provided that if the Account Owner of the new Account is the same as the Account Owner of the transferor account, such transfer occurs more than twelve (12) months after the date of a previous transfer to any Qualified ABLE program for the benefit of the Account Owner.

Qualified Withdrawal – monies distributed from a Qualified ABLE Program account to pay for an Account Owner's Qualified Disability Expenses. Contributions and earnings, if any, of a Qualified Withdrawal are not subject to federal income tax.

Redemption – the entire cash value of an Account resulting from (the sum of) the principal invested (Contributions), the earnings or losses incurred, Withdrawals and any applicable expenses and fees that may be charged by the Program.

Rules – the Rules of the Department of Treasury for the Achieving a Better Life Experience Program codified as Chapter
1700–08 of the Official Compilation of the Rules and Regulations of the State of Tennessee, as amended from time to time. *For additional information about the Rules, visit http://publications.tnsosfiles.com/rules/1700/1700.htm*

Social Security Administration ("SSA") – a federal agency of the United States responsible for distributing federal retirement and disability benefits to U.S. citizens. *For additional information, visit the SSA's website, https://www.ssa.gov/, or contact the SSA at 800–772–1213.*

Special Circumstances Non–Qualified Withdrawal – pursuant to the Code, Statute and Rules, monies distributed from an Account to the Account Owner's Authorized Individual (or to the estate of an Account Owner) on or after the death of an Account Owner.

Statute – Title 71, Chapter 4, Part 8 of the Tennessee Code Annotated, as amended from time to time. *For additional information about the Statute, see: http://www.tsc.state.tn.us/Tennessee%20Code.*

Third–Party Contributor – an individual or entity, other than an Account Owner or Authorized Individual, who/that contributes money or makes a payment to an Account. A Third–Party Contributor has no authority over an Account (unless appropriately authorized, and acting in such capacity, as an Authorized Agent). An Account can have more than one (1) Third–Party Contributor.

Trustees – the following officials of the State of Tennessee who serve, ex officio, as trustees of the Program: Commissioner of Finance and Administration; the Chair of the Finance, Ways and Means Committee of the Senate; the Chair of the Finance, Ways and Means Committee of the House of Representatives; and the State Treasurer.

Underlying Investment – one or more Mutual Funds or the Interest Bearing Account.

Units of Interest – municipal fund securities, as defined by the Municipal Securities Rulemaking Board ("MSRB"), in the portfolio established by the Department of Treasury for the applicable Investment Option under the Program. *For additional information on municipal fund securities, visit www.msrb.org.*

Withdrawal – any cash distribution from an Account, other than a Program–to–Program Transfer, In Good Order and processed by the Program. A Withdrawal may be a full or partial disbursement and may be categorized as a Qualified Withdrawal, an IEA Withdrawal from an ABLE TN Account, a Qualified Rollover Withdrawal, a Special Circumstances Non–Qualified Withdrawal, or a Non–Qualified Withdrawal. Withdrawals are redemptions (sale) of Units of Interest.

Section 3: Investment Risks

This Disclosure Brochure cannot and does not list every conceivable factor that may affect the results of investing in ABLE TN. Additional risks may arise and an Account Owner must be willing and able to accept those risks.

Furthermore, the Trustees make no representation concerning the appropriateness of any of the Investment Options as an investment for any Account Owner. Other types of investments may be more appropriate depending upon the Account Owner's residence, financial status, tax situation, risk tolerance, age or dependence on federal or state means–tested benefits. Other Qualified ABLE Programs are available, as are other investment alternatives. The investments, fees, expenses, eligibility requirements, tax and other consequences and features of these alternatives may differ from those available in the Program. Anyone considering investing in ABLE TN should consider these alternatives prior to opening an Account and should consult legal, tax, financial or special needs counsel.

Risk of Investment Loss

As with any investment, it is possible to lose money by investing in ABLE TN. The value of an Account is subject to fluctuation and it is possible for the value to be less than the amount contributed.

It would be prudent for an Account Owner to review the available Investment Options, taking into consideration risk tolerance, investment horizon, savings goals, and overall investment objectives, as well as potential impact on eligibility for or the amount of federal or state means–tested benefits. If deemed appropriate by an Account Owner changes to the investment allocations may need to be made; however, restrictions may apply to reallocating investments. Prospective Account Owners should carefully consider these and other matters discussed in this Disclosure Brochure.

Tax Risk

The favorable tax treatment of investments in ABLE TN depends on qualification of the Program as a "qualified achieving a better life experience program" under the Code. The IRS has not issued final regulations regarding the requirements for such qualification. Furthermore, from time to time, there may be changes to the Code or other federal and state tax laws that may change the terms, conditions or benefits of the Program.

The Program does not offer any assurance as to the timing or nature of any changes to or interpretations of existing laws and regulations governing the tax treatment of Accounts. The absolute and relative benefits of investment in the Program may be affected by any such changes or interpretations.

When feasible and appropriate, the Department of Treasury intends to provide reasonable notice to Account Owners regarding any material Program changes.

Risk of Impact on Means–Tested Federal Benefits

In certain circumstances, an investment in a Qualified ABLE Program may be taken into consideration for purposes of determining the Account Owner's eligibility under various federal, state and other aid or assistance programs.

Amounts contributed to or held in, and Qualified Withdrawals from, an ABLE TN Account are treated favorably for purposes of an Account Owner's eligibility for benefits under federal means–tested programs. *See* *https://secure.ssa.gov/apps10/poms.nsf/lnx/0501130740*. However, in certain circumstances, an investment in a Qualified ABLE Program may be taken into consideration for purposes of determining the Account Owner's eligibility under various federal, state and other aid or assistance programs. Prospective Account Owners should consult an advisor or contact the federal or state agency or entity that administers a particular assistance program to determine how an Account will be treated and may impact eligibility and/or future benefits, aid or assistance.

Amounts contributed to or held in, and Qualified Withdrawals from, an ABLE Account are disregarded for purposes of (i) eligibility requirements for receipt of Medicaid benefits imposed by federal law, and (ii) federal law provisions governing the amount of an Account Owner's Medicaid benefits. However, Non–Qualified Withdrawals are not disregarded. The Centers for Medicare and Medicaid have not yet provided guidance regarding the impact of Non–Qualified Withdrawals, including whether Non–Qualified Withdrawals expended by the end of the month in which the Withdrawal occurs may affect Medicaid eligibility.

Risk of Medicaid Claims

Within thirty (30) days upon the death of an Account Owner, and after all outstanding payments due for Qualified Disability Expenses, all amounts remaining in an ABLE Account, up to an amount equal to the total medical assistance paid for the Account Owner after the establishment of an ABLE Account, net of any premiums paid by or on behalf of the Account Owner to a Medicaid Buy–In program under any state Medicaid plan, may be claimed by the applicable state and, if so claimed, must be distributed by the Program to the claiming state.

Risk of Program Changes

The Trustees, the State Treasurer, the Program and the Tennessee legislature reserve the right to discontinue or change any aspect of the Program, including, but not limited to, the Program in its entirety, its fee structure, Investment Options, the types of securities, bank products or other Underlying Investment, the amount of Program fees or expenses and, to the extent applicable, program managers. No consent by Account Owners is required for any such changes. Furthermore, the Trustees, State Treasurer, and the Program reserves the right to make such changes without prior notice to Account Owners to meet the Program's objectives, to adjust for changes in appropriations to the Program, to comply with state and/or federal regulations or as otherwise deemed necessary. However, when feasible and appropriate, the Program intends to provide reasonable notice to Account Owners regarding any material Program changes.

The Program receives a State appropriation to subsidize the operating and administration costs, fees and expenses for all Accounts. The Trustees or the Program, in their sole discretion, reserve the right to change the program management fee. **There is no guarantee of the continued existence or amount of future State appropriations.** As a result, an Account Owner's total annual asset-based fee could increase. *See page 32 for further information about Fees and Expenses.*

The Trustees reserve the right to cease operations or temporarily suspend services at any time without notice.

Investment Option Risks

Money contributed to an Account is subject to various investment risks associated with each Investment Option chosen by an Account Owner. **The risks associated with investing are numerous**. An Account Owner should review Section 15 for additional information related to the investment risks of the Underlying Investments associated with the related Investment Option(s). **An Account Owner should request and read the prospectus and additional information associated with any Investment Option(s).**

Section 4: Opening an Account

All information, documentation, forms and transactions received for an Account must be In Good Order (i.e. complete, accurate, and legible) before being processed by ABLE TN. Incomplete, inaccurate, or missing information or documentation will delay processing requests. When feasible ABLE TN intends to provide reasonable notice to an Account Owner if information, documentation, a form or transaction is deemed not In Good Order by the Program.

An Account Owner can have only one (1) Qualified ABLE Program Account at a time, regardless of residency or where the Account is maintained, with the exception that a Qualified ABLE Program Account may be established to receive a 1) Qualified Rollover Withdrawal if the Qualified ABLE Program account from which the Qualified Rollover Withdrawal is made is closed within sixty (60) days of such Withdrawal or 2) Program–to– Program transfer of the entire balance of an Qualified ABLE Program account in which the transferor account is closed when the transfer is completed.

The Program is currently open to Tennessee residents only. Prior to opening an ABLE TN Account, prospective Account Owners and Authorized Individuals should consult their legal, financial, tax and other advisors.

To open an ABLE TN Account, an enrollment application must be completed In Good Order by an Account Owner and submitted to ABLE TN with the Minimum Initial Contribution of twenty-five dollars ($25). The enrollment application may be obtained by

- Online: www.AbleTN.gov
- Email: ABLE.TN@tn.gov
- Phone: (855) 922–5386
- Fax: 615–401–6816
- Write: ABLE TN, P.O. Box 55599, Boston, MA 02205–5599
- Visit: ABLE TN, Department of Treasury, 15th Floor,
  Andrew Jackson Building, 502 Deaderick St., Nashville, TN 37243

An Account Owner making IEA Contributions should use the designated IEA enrollment application and IEA forms; *see the Individualized Education Account section on page 23 for further information and restrictions.*

The enrollment application may be completed online, or via email, fax, or mail using the instructions provided above. Participation in the Program will be effective when the completed and fully executed enrollment application, along with the minimum initial Contribution, are received In Good Order and accepted by the Program.

By completing and signing the enrollment application, an Account Owner agrees to and is bound by the terms and requirements described in this Disclosure Brochure, as revised or replaced from time to time, and by the terms and requirements of the Statute, Rules, Program's operating procedures, the Code and all other applicable laws and regulations. The completed and signed enrollment application received and accepted by the Program is the contract between the Program and the Account Owner for participation in ABLE TN. The enrollment application incorporates the Program's Participation Agreement, the Program's terms and requirements described in this Disclosure Brochure, as revised or replaced from time to time, and the terms and requirements of the Code, Statute, Rules, the Program's operating procedures and all other applicable laws and regulations.

The Participation Agreement shall survive the death of an Account Owner.

Account Types

There are three (3) types of ABLE TN Accounts:

- Eligible Individual – this type of Account is generally opened by an Eligible Individual who is at least eighteen (18) years of age at the time of opening the Account;

- Parent/Guardian – this type of Account is generally opened by an parent, guardian or other Authorized Individual on behalf of an Eligible Individual who is under eighteen (18) years of age (a minor) at the time of opening the Account; or

- Authorized Individual – this type of Account is generally opened by an Authorized Individual with legal authorization on behalf of an Eligible Individual who is at least eighteen (18) years of age at the time of opening the Account.

Regardless of the type of Account opened, the Eligible Individual is the Account Owner. Parents, guardians and other Authorized Individuals should consult their personal legal, tax or other advisors for inquiries specific to their circumstances.

Eligible Individual

An Eligible Individual is an Account Owner. An Eligible Individual / Account Owner must be:

- entitled to benefits based on blindness or disability under title II or XVI of the Social Security Act (42 U.S.C. §§ 401–425 and 42 U.S.C. § 1381 et seq.), and such blindness or disability occurred before the individual attained age twenty–six (26), or a disability certification for the individual was filed with the United States department of the treasury;
- a U.S. citizen be or a resident alien with a valid Social Security Number; and
- a Tennessee resident having a Tennessee mailing and legal address at the time of Account opening.

If the Eligible Individual / Account Owner is a minor, a parent, guardian or Authorized Individual is required for the purpose of establishing, maintaining, transacting, and terminating an ABLE TN Account.

Authorized Individual

An Authorized Individual may neither have nor acquire any beneficial interest in an ABLE Account during the lifetime of the Account Owner.

An Authorized Individual must be an individual who or entity that can act on behalf of and for the benefit of an Account Owner for the purpose of establishing, maintaining, transacting, and terminating an ABLE TN Account. An Authorized Individual may open an Account, but will be required to sign forms in the Authorized Individual's capacity and may be required to execute or provide such other forms or documentation as the Program, the State Treasurer or the Department of Treasury may reasonably require.

An Authorized Individual that is an:

- Individual – must be a U.S. citizen or resident alien with a U.S. mailing and legal address, a valid Social Security Number and who is at least eighteen (18) years of age at the time an Account is opened;

- Entity – a trust, corporation, association or other organized entity, maintaining a U.S. mailing and legal address, with a valid Taxpayer Identification Number. An entity must provide the following documents to open an Account:

- Trust: the Authorized Individual must provide a copy of the title page, signature pages and any pages showing the names of the trustees and successor trustees of the trust document;
- Corporation, Association or Other Entity: the Authorized Individual must provide a copy of the appropriate documents that demonstrate the individual signing the enrollment application is i) an authorized officer of the entity and ii) authorized to make investments on behalf of the entity.

Additional limitations may apply and Authorized Individuals should consult their advisors prior to investing in ABLE TN.

Disability Certification

During the enrollment process, an Account Owner must certify, in part, that the Account Owner has a written diagnosis, signed by a qualified physician, of the applicable physical or mental impairment that results in marked and severe functional limitations that is expected to last not less than twelve (12) months, or blindness, and such impairment or blindness was present before the individual's twenty–sixth (26th) birthday.

For additional information on eligible physical or mental impairments, visit the SSA's websites:

- *SSA's List of Compassionate Allowances:* *https://www.ssa.gov/compassionateallowances/conditions.htm;*
- *SSA's List of Medical Impairments for Adults:* *https://www.ssa.gov/disability/professionals/bluebook/AdultListings.htm*
- *SSA's List of Medical Impairments for Children:* *https://www.ssa.gov/disability/professionals/bluebook/ChildhoodListings.htm*

The Account Owner must have possession of and is responsible for retaining the written diagnosis, including other information as required by the Code, and providing it to the Program or the IRS upon request.

Individualized Education Account

IEA funds are further restricted as described below. Prior to making IEA Contributions to or IEA Withdrawals from an ABLE TN Account, prospective or existing Account Owners should consult their legal, financial, tax and other advisors.

The Individualized Education Act, adopted by the General Assembly in 2015, created the Individualized Education Account program and related accounts (IEAs) for eligible students with disabilities to use for educational purposes. The program provides options for parents and students to choose the education opportunities that best meet their own unique needs through access to public education funds. IEA Contributions to an ABLE TN account are deemed to be "allowable expenses" pursuant to applicable law. However, ABLE TN, the Trustees and the Department of Treasury and its employees do not administer the IEA program and are not responsible for awarding IEA funds. Questions related to the IEA program or the awarding or use of IEA funds should be directed to the State of Tennessee Department of Education IEA Team:

- Going online: www.tn.gov/education/iea
- Emailing: IEA.Questions@tn.gov
- Calling: (615) 253–3781
- Visiting: 710 James Robertson Parkway Nashville, TN 37243

An Account Owner making IEA Contributions or IEA Withdrawals from an ABLE TN Account should use the designated IEA enrollment application and IEA forms. Contributions will only be designated as IEA contributions if the contribution is accompanied by an IEA Contribution Form. Failure by an Account Owner to submit the IEA contribution with the IEA Contribution Form will preclude the program from contributing the monies to the IEA portion of the Account. **Additionally, failure by the Account Owner to properly contribute monies received from the IEA Program, may affect the individual's eligibility to participate in the IEA Program administered by the Department of Education.** IEA Contributions and IEA Withdrawals from an ABLE TN Account cannot be made online.

IEA Withdrawals from an ABLE TN Account may only be used for the Account Owner's education expenses that are Qualified Disability Expenses. IEA Withdrawals from an ABLE TN Account are Qualified Withdrawals for federal income tax purpose and IEA Contributions and earnings, if any, are not subject to federal income tax. An Account Owner should retain documents and information adequate to substantiate that a particular distribution or transfer of funds constitutes an IEA Withdrawal from an ABLE TN Account.

In addition to the responsibilities outlined within this Disclosure Brochure, it is an Account Owner's sole responsibility to adhere to the State of Tennessee Department of Education's rules, policies, procedures and/or guidelines relative to the use of IEA funds.

The Program reserves the right to change these restrictions at any time and the Program may accept or reject, in whole or in part, IEA funds. Such changes, acceptance or rejections do not require Account Owners' prior consent.

Section 5: Contributing to an Account

The minimum Initial Contribution is twenty-five dollars ($25). Once the minimum Initial Contribution has been made to open an Account, there are no required minimums for subsequent Contributions. Additionally, individuals and entities other than an Account Owner may contribute to an Account. *See page 28 for further information on Gifts by Third-Party Contributors.*

Contributions will be credited to an Account upon being deemed In Good Order and processed by the Program. *See page 31 for further information on Transaction Processing and Account Valuation.*

ABLE TN has several convenient ways to contribute to an Account, as further described below. The enrollment application, information change form, additional contribution form and other forms and information may be obtained by

- Online: www.AbleTN.gov
- Email: ABLE.TN@tn.gov
- Phone: (855) 922–5386
- Fax: 615–401–6816
- Write: ABLE TN, P.O. Box 55599, Boston, MA 02205–5599
- Visit: ABLE TN, Department of Treasury, 15th Floor,
  Andrew Jackson Building, 502 Deaderick St., Nashville, TN 37243

If a Contribution cannot be completed because of inaccurate bank information, insufficient funds, returned check, bank account closure or any other reason, ABLE TN will void the Contribution amount credited to an Account and cancel or reverse the applicable Investment Option allocation(s). Additionally, an Account Owner or a Third–Party Contributor may be responsible for any costs or losses incurred by ABLE TN.

Any of the Account features and privileges described herein may be modified, suspended or cancelled by Trustees or the Program at any time without notice.

The Initial Contribution is twenty-five dollars ($25). The Initial Contribution can only be made by check, Electronic Funds Transfer ("EFT"), rollovers and transfers, Recurring Contributions and Payroll Direct Deposit, as further described below. Other methods of contributing, such as Ugift®, may be used for subsequent Contributions to an Account.

The Program reserves the right to reject any Contribution for any reason without notice.

Contribution Restrictions

Each Contribution will be subject to a ten (10) calendar day hold before the monies are eligible for Withdrawal. *See page 42 for further information on Withdrawals.* IEA Contributions are further restricted; *see the Individualized Education Account section on page 23 for further information and restrictions.*

Within a taxable year, the total Contributions to an Account, excluding amounts received in a Qualified Rollover Withdrawal or Program–to–Program Transfer, must not exceed the amount of the annual per–donee gift tax exclusion under Section 2503(b) of the Internal Revenue Code for the calendar year in which the taxable year begins. For 2019, the annual per–donee gift tax exclusion is fifteen thousand dollars ($15,000); this gift tax exclusion amount may change in subsequent years. Accordingly, the total annual Contributions to an Account in 2019, excluding amounts received from a Qualified Rollover Withdrawal or Program–to–Program Transfer, cannot exceed fifteen thousand dollars ($15,000) unless an Account is eligible to receive an increase to the annual contribution limit pursuant to the Tax Cuts and Jobs Act of 2017 ("ABLE to Work Act").

Under the ABLE to Work Act, an Account Owner may qualify for an increase to the annual contribution limit if the Account Owner 1) is employed and receives compensation and 2) no contribution is made for the taxable year to an annuity contract described in section 403(b),a 457(b) plan, or a defined contribution plan (within the meaning of IRC Section 414(i)) with respect to which the requirements of section 401(a) or 403(a) are met. By meeting these eligibility requirements, the Account Owner will be allowed to make additional contributions above the current annual contribution limit, referenced above. These additional contributions are limited to the lesser of the following: the federal poverty level (or the poverty level of your state of residence, which differs for Alaska and Hawaii residents) or the Account Owner's compensation includible in the Account Owner's gross income for the taxable year. The Account Owner is responsible for ensuring the Account does not exceed any applicable account limits, even if the Account receives contributions from other sources. The Account Owner is also responsible for notifying ABLE TN if the Account Owner no longer meets the eligibility requirements for an increase to the annual contribution limit as a result of a change in the Account Owner's employment status, decision to contribute to a deferred contribution plan, annuity contract, or deferred compensation plan, or a move to a state with a different poverty level.

An Account balance that exceeds one hundred thousand dollars ($100,000) may be considered a resource of the Account Owner for purposes of the Supplemental Security Income program under title XVI of the Social Security Act. *See page 19 for further information on Risk of Impact on Means–Tested Federal Benefits.*

The lifetime Contribution limitation for ABLE TN will be three hundred fifty thousand dollars ($350,000), meaning that no Contribution (including the proceeds from a preexisting ABLE Account) will be accepted if such Contribution would cause the balance (including Contributions and earnings) in an Account Owner's ABLE TN Account to exceed three hundred fifty thousand dollars ($350,000). An Account Owner or Third– Party Contributor will not be able to make Contributions to the Account Owner's Account that cause the Account balance to exceed three hundred fifty thousand dollars ($350,000). Should the balance of the Account fall below three hundred fifty thousand dollars ($350,000) because of a market loss or Withdrawal, then the Account Owner or Third–Party Contributor shall be able to resume making Contributions to the Account Owner's Account that do not cause the balance to exceed three hundred fifty thousand dollars ($350,000). Such lifetime Contribution limitation may be adjusted by the Program from time to time.

IEA Contributions are further restricted; *see the Individualized Education Account section on page 23 for further information and restrictions.*

Check

Contributions to an Account made by check must be drawn on a United States bank, savings and loan association, or credit union in U.S. dollars. Checks must be made payable to ABLE TN. Checks may take longer to be processed by the Program than other methods of contributing.

The Program will **reject and deem unacceptable** Contributions made by currency (coin or paper), securities or other property, money order, credit card, traveler's check, starter check, check drawn on a non–U.S. bank, savings and loan association, or credit union, third–party personal check made payable to an Account Owner and endorsed by an Account Owner to the Program in an amount greater than ten thousand U.S. dollars ($10,000), a check dated earlier than one hundred eighty (180) calendar days before the date of receipt by the Program, or a check with unclear instructions.

Electronic Funds Transfer ("EFT")

A Contribution through an Electronic Funds Transfer ("EFT") will occur upon initiation by an Account Owner. An EFT debits a banking or savings account via an Automated Clearing House ("ACH") transfer. A voided account check or preprinted deposit slip from the U.S. bank, savings and loan association, or credit union at which the account is held may need to be provided to the Program. *See the enrollment application for further information about EFT.*

Contribution of a Qualified Rollover Withdrawal

An Account Owner may make a Qualified Rollover Withdrawal from another Qualified ABLE Program and contribute the applicable amount into a new or existing ABLE TN Account.

To make a Contribution of a Qualified Rollover Withdrawal into an ABLE TN Account, an Account Owner will need to open an ABLE TN Account and provide a rollover check accompanied with a letter from the transferring Qualified ABLE Program detailing the basis and earnings of the rollover as well as the total Contributions in the then–current year. If the rollover check is not accompanied by such letter, the Program will treat such Contribution entirely as earnings, which may have tax and other consequences.

It is an Account Owner's responsibility to substantiate that such distribution or transfer of funds qualifies as a Qualified Rollover Withdrawal for federal income tax purposes. As such, an Account Owner should retain documents and information adequate to substantiate that a particular transfer of funds constitutes a Qualified Rollover Withdrawal.

Program–to–Program Transfers

An Account Owner may make a Program–to–Program Transfer into a new or existing ABLE TN Account of all or a portion of the funds paid or distributed from an account established for the Account Owner under another Qualified ABLE Program or an account established for Member of the Family of the Account Owner under another Qualified ABLE Program.

To make a Program–to–Program Transfer into an ABLE Account, an Account Owner will need to complete, sign and submit to the Program a transfer request form.

It is an Account Owner's responsibility to substantiate that such distribution or transfer of funds qualifies as a Program–to–Program Transfer for federal income tax purposes. As such, an Account Owner should retain documents and information adequate to substantiate that a particular transfer of funds constitutes a Program–to–Program Transfer.

Rollovers from a 529 Account

Taxpayers or residents of other states should consider such state's tax treatment, if any, before making a 529 Account rollover to ABLE TN.

A qualified rollover or transfer from a 529 Account to an ABLE TN Account will be considered a qualified rollover for federal income tax purposes, provided that the ABLE account is owned by the designated beneficiary of that 529 account, or a member of such designated beneficiary's family, as defined under Section 529 of the Internal Revenue Code of 1986. The rollover amount counts towards the overall limitation on amounts that can be contributed to the ABLE Account within a taxable year. Any rollover amount that causes an Account to exceed this limitation may be includible in the gross income of the distributee and/or may be returned or rejected by the Program.

An Account Owner should contact the Program prior to requesting a 529 Account rollover to an ABLE TN Account.

For additional information about IRS treatment of Qualified ABLE Programs, visit: https://www.irs.gov/formspubs/about-publication-907.

Recurring Contributions

For ease and convenience, scheduled, periodic Contributions to an Account may be made by establishing an automatic transfer from an account held at a U.S. bank, savings and loan association, or credit union. A recurring contribution debits an account via an Automated Clearing House ("ACH") transfer. Contributions will be electronically transferred in the amount and based on the frequency selected by the Account Owner.

Recurring Contributions will occur on the day indicated by the Account Owner, provided the day is a regular Business Day. If the day indicated falls on a weekend or a holiday, the Recurring Contribution debit will occur on the next Business Day. If a date is not designated, the Recurring Contribution will occur on the tenth (10th) day of the applicable month. Quarterly Recurring Contribution debits will be made on the day indicate (or the next business day, if applicable) every three (3) months, not on a calendar quarter basis.

A voided account check or preprinted deposit slip from the U.S. bank, savings and loan association, or credit union at which the account is held may need to be provided to the Program. Alternatively, the savings or checking bank account information may be entered online or provided on the appropriate form.

It is the Account Owner's responsibility to notify ABLETN, in writing, at least three (3) Business Days prior to the next Contribution, of a bank or bank account change. *See page 38 for further information on Updating Contribution Information.*

A Recurring Contribution authorization will remain in effect until the Program has received notification of its change or termination and has had a reasonable amount of time to act on it. Recurring Contribution changes are not effective until received and processed by the ABLE TN. Furthermore, in the event a Recurring Contribution is rejected, denied or returned by the U.S. bank, savings and loan association or credit union on three (3) consecutive attempts, the Program will cancel the Recurring Contribution service for that Account.

Payroll Direct Deposit

Contributions may be made to an Account via a Payroll Direct Deposit. A portion of an Account Owner's or Third–Party Contributor's paycheck is automatically deducted and deposited into an Account via an In Good Order ACH transfer. An Account Owner or Third–Party Contributor who is a Tennessee state employee must complete and submit In Good Order a Payroll Direct Deposit Form.

All other Account Owners and Third-Party Contributors interested in payroll deductions may print the Payroll Direct Deposit form and provide the instructions to his/her employer or contact the Program for payroll direct deposit instructions.

Ugift® and Gifts by Third–Party Contributors

Ugift® is an optional service and is not affiliated with the ABLE TN, the Trustees or Department of Treasury. Ugift® is a registered service mark of Ascensus Broker Dealer Services, LLC, an affiliate of Ascensus College Savings Recordkeeping Services, LLC that is a service provider for the Program. This Disclosure Brochure is not intended to provide detailed information concerning this service.

An Account Owner can invite any individual or entity to contribute to an Account through any of the acceptable methods outlined within this Disclosure Brochure. Such gifter, called a Third–Party Contributor, has no authority over an Account (unless appropriately authorized, and acting in such capacity, as an Authorized Agent). An Account may have more than one (1) Third–Party Contributor.

Through Ugift® an Account Owner is provided a unique contribution code, which can then be distributed to selected family, friends, and other Third–Party Contributors. The minimum Ugift® Contribution is twenty–five dollars ($25). Gift contributions received In Good Order will be held for approximately five (5) Business Days before being transferred to the Account.

It is the Account Owner's responsibility to notify family, friends and other Third–Party Contributors that:

- There may be gift or other tax consequences and a Third–Party Contributor should consult the appropriate legal, tax or other advisors prior to making a gift Contribution;
- Once a gift Contribution is made, a Third–Party Contributor will not retain any rights with respect to a gift Contribution;
- A Third–Party Contributor will not have any authority over Contributions or Account, unless authorized, in writing. *See page 40 for further information on Third–Party Access Authorization;* and
- If a Contribution cannot be completed because of inaccurate bank information, insufficient funds, returned check or bank account closure, the Program will void the gift Contribution amount credited to an Account; cancel or reverse the applicable Investment Option allocation(s); and you (Account Owner) or Third–Party Contributor may be responsible for any costs or losses incurred by ABLE TN.

A gift Contribution will be invested according to the allocation on file for an Account at the time the gift Contribution has been accepted and processed by the Program. A Third–Party Contributor cannot, among other actions, choose an Investment Option, direct an Account change or request a Withdrawal. An Account Owner assumes complete control over an Account regardless of the source of Contributions.

Systematic Reallocation

Systematic reallocation is a way to make Contributions on a regular basis from an Investment Option in an Account to one or more other Investment Options in an Account. The goal of Systematic Reallocation is to allocate, over time, Contributions across Investment Options instead of making lump sum Contributions. In sum, a Contribution in a large fixed amount is made to one Portfolio (Source Portfolio) and, reallocated at regular intervals to another Portfolio(s) (Target Portfolio). To participate in Systematic Reallocation, a Contribution of at least five hundred dollars ($500) must be made to the Source Portfolio. In addition, Contributions to the selected Target Portfolio(s) must be made in increments of no less than fifty dollars ($50) on a monthly or quarterly basis.

Systematic Reallocation will not count towards the Annual Exchange limit; however, changes made with respect to money already in an Account or changes to the Systematic Reallocation already in place will count towards the Annual Exchange Limit.

Systematic Reallocation does not eliminate the risks of investing in financial markets and this investment strategy may not be appropriate for everyone. It does not ensure a profit or protect against a loss. **The Account Owner should be prepared to continue Systematic Reallocation at regular intervals, even during economic downturns in order to fully utilize this strategy.** An Account Owner should consult their personal legal, tax or other advisors for inquiries specific to their circumstances.

Any of the Account features and privileges described herein may be modified, suspended or cancelled by the Trustees or Program at any time without notice.

Section 6: Investment Options

It is an Account Owner's responsibility to select one or more of the predefined Investment Options that suits the Account Owner's needs. Although an Account Owner does not own direct shares of or interest in any Underlying Investment(s), some of the risks of investing in ABLE TN are directly related to the Underlying Investment(s) associated with each Investment Option selected. Prospective and existing Account Owners should consult their personal legal, tax or other advisors for inquiries specific to their circumstances.

As with any investment, the risks associated with investing are numerous and an Account Owner may lose money by investing in an ABLE TN Account. Before selecting any Investment Option, the Account Owner should carefully consider the Account Owner's risk tolerance, investment horizon, savings goals and overall investment objectives, as well as potential impact on eligibility for or the amount of federal or state means–tested benefits. You should also carefully consider the investment risks of each Investment Option and the associated Underlying Investment(s), as further described in Section 15.

The Program offers fifteen (15) Investment Options. Risk tolerance, investment horizon, savings goals and overall investment objectives, as well as potential impact on eligibility for or the amount of federal or state means–tested benefits, should be carefully considered by an Account Owner during the allocation of an Account's assets.

New Self-Selected Investment Option*	Underlying Mutual Fund	Ticker
TN Aggressive Growth Fund	PRIMECAP Odyssey Aggressive Growth Fund	**POAGX**
TN Emerging Markets Stock Fund	Emerging Markets Stock Index Fund Admiral Shares	**VEMAX**
TN Total International Stock Fund	Vanguard Total International Stock Index Fund	**VTSNX**
TN Real Estate Fund	Vanguard Real Estate Index Fund	**VGSLX**
TN Small Cap Fund	Vanguard Small-Cap Index Fund	**VSMAX**
TN US Large Cap Value Fund	DoubleLine Shiller Enhanced CAPE-I	**DSEEX**
TN Total Stock Market Fund	Vanguard Total Stock Market Fund	**VITSX**
TN Balanced Fund	Vanguard Wellington Fund	**VWENX**
TN Total International Bond Fund	Vanguard Total International Bond Index Fund	**VTIFX**
TN High-Yield Corporate Fund	Vanguard High-Yield Corporate Fund	**VWEAX**
TN Core Plus Bond Fund	Western Asset Core Plus Bond Fund	**WACPX**
TN Total Bond Fund	Vanguard Total Bond Market	**VBTIX**
TN Short-Term Corporate Fund	Vanguard Short-Term Corporate Bond Index Fund	**VSCSX**
TN Short-Term Inflation Protected Securities Fund	Vanguard Short-Term Inflation Protected Securities Index Fund	**VTSPX**
TN Interest Bearing Account	First TN Interest Bearing Account	**N/A**

Growth Balanced Conservative

Risk tolerance, investment horizon, savings goals and overall investment objectives should be carefully considered when allocating assets to any Investment Option(s).

Important Information about the Underlying Investments, Transaction Processing and Account Valuation

An Account Owner will own Units of Interest issued by the Program, not direct shares of or interest in any Underlying Investment(s) related to the Investment Option(s) selected. However, the value of each Unit of Interest is directly related to the performance, fees and expenses, if any, of the Underlying Investment(s) associated with each Investment Option an Account Owner selects.

The value of an Account and its performance will fluctuate, and the Units of Interest, when sold, may be worth more or less than the amount contributed. Past performance is not a guarantee of future results.

When Units of Interest are purchased (or sold), the Account Owner pays (or receives) the net asset value ("NAV") per Unit of Interest on trade date. The NAV is determined after the close of market trading on the New York Stock Exchange (NYSE), typically 4:00 p.m. Eastern time. The NAV per Unit of Interest is calculated by dividing the value of the applicable Investment Option's net assets (total assets minus liabilities, including the expenses and fees, if any, relating to such Investment Option) by the number of outstanding Units of Interest in the applicable Investment Option.

The trade date is determined by the date and time a Contribution, Withdrawal or transfer request is received In Good Order by the Program. If a Contribution, Withdrawal or transfer request is received In Good Order by the Program prior to 4:00 p.m. Eastern time (3:00 p.m. Central time) on a Business Day, such request will be 1) priced according to the NAV calculated for that same Business Day and 2) transmitted by the Program to the intermediary that same Business Day. Conversely, if a Contribution, Withdrawal or transfer request is received after 4:00 p.m. Eastern time or on a day other than a Business Day, such request will be processed by the Program on the next Business Day. Assuming a Contribution, Withdrawal or transfer request is In Good Order, the Program will transmit, per the Account Owner's selected delivery method, such request to the intermediary no later than on the second succeeding Business Day. Any Contribution, Withdrawal, and transfer request is subject to acceptance or rejection, in whole or in part, by the Department of Treasury in its sole discretion.

All Contributions and Withdrawals sent to ABLE TN are aggregated or pooled together for investment purposes, which allows ABLE TN to lower costs to its Account Owners. Although ABLE TN aggregates all Account orders for investment purposes, ABLE TN maintains separate accounting of the investments held for and transactions in each Account.

The Program reserves the right to eliminate or modify any Investment Option(s). Such actions do not require Account Owners' consent.

Section 7: Fees and Expenses

Expenses and fees are an important consideration in selecting an Investment Option. Each Account Owner indirectly bears a pro-rata share of the Underlying Investment expenses and the program management fee, as discussed below, which reduce the value of Account assets and, ultimately, the return on an ABLE TN Account. An Account Owner may wish to consult an investment advisor regarding how expenses and fees affects an Account's performance.

Total Annual Asset-Based Fee

Each Investment Option has a total annual asset-based fee, which includes the Underlying Investment expenses and the program management fee. These elements are further described in the sections below.

The Expenses and Fees Table on page 35 provides the estimated Underlying Investment expenses, program management fee, and total annual asset-based fee for each Investment Option. The total expenses and fees incurred may be higher or lower depending on several factors, including the actual expenses of the Underlying Investment(s) and the Investment Options chosen by the Account Owner. As a result, the Account Owner's total annual asset-based Fee could be greater than the amount stated in the Expenses and Fees Table on page 35.

The allocable portion of the total annual asset based fee reduces each Investment Option's daily Net Asset Value (NAV) or, in the case of the IBA, is factored into the interest rate received.

The following example compares the approximate cost of investing in the Program over different periods and is based on the following assumptions:

- *A ten thousand dollar ($10,000) investment invested for the time periods shown;*
- *A five percent (5%) annually compounded rate of return on the amount invested throughout the period; and*
- *Any Withdrawals at the end of the period are Qualified Withdrawals (the table does not consider the impact of any potential state or federal taxes on Withdrawals from an Account).*
- *The Underlying Investment(s) expenses for the applicable Investment Option remain the same as those described under "Underlying Investment Expenses" below. No optional service fees are included.*
- *The Program continues to receive subsidies in the amounts described on page [34].*

	Total Annual Asset Based Fee as of June 5, 2019	**Year One**	**Year Three**	**Year Five**	**Year Ten**
TN Aggressive Growth Fund	0.840%	$88.20	$278.05	$487.36	$1,109.37
TN Emerging Markets Stock Fund	0.340%	$35.70	$112.54	$197.27	$449.03
TN Total International Stock Fund	0.280%	$29.40	$92.68	$162.45	$369.79
TN Real Estate Fund	0.320%	$33.60	$105.92	$185.66	$422.62
TN Small Cap Fund	0.250%	$26.25	$82.75	$145.05	$330.17
TN US Large Cap Value Fund	0.760%	$79.80	$251.57	$440.95	$1,003.72
TN Total Stock Market Fund	0.230%	$24.15	$76.13	$133.44	$303.76
TN Balanced Fund	0.370%	$38.85	$122.47	$214.67	$488.65
TN Total International Bond Fund	0.270%	$28.35	$89.37	$156.65	$356.58

TN High-Yield Corporate Fund	0.330%	$34.65	$109.23	$191.46	$435.82
TN Core Plus Bond Fund	0.650%	$68.25	$215.16	$377.12	$858.44
TN Total Bond Fund	0.235%	$24.68	$77.79	$136.34	$310.36
TN Short-Term Corporate Fund	0.270%	$28.35	$89.37	$156.65	$356.58
TN Short-Term Inflation Protected Securities Fund	0.240%	$25.20	$79.44	$139.25	$316.96
TN Interest Bearing Account	0.200%	$21.00	$66.20	$116.04	$264.14

Actual costs of investing in ABLE TN may be higher or lower, due to a variety of factors, than shown. This example does not represent actual expense or performance (past or future).

Underlying Investment Expenses

The Underlying Investment expenses are based on the data available in the most recent prospectus of the applicable Underlying Investment(s) as of June 5, 2019. Each prospectus provides detailed information, including management fees, other expenses and investment risks applicable to the Underlying Investment associated with the related Investment Option. The financial institution providing the IBA factors its expenses into the interest rate it pays on the IBA. **The Underlying Investment expenses are subject to change at any time.**

Program Management Fee

The program management fee includes the costs, fees and expenses that the Department of Treasury deems necessary or proper to incur in order to operate and administer ABLE TN. Such costs, fees and expenses include, but are not limited to, those incurred for investment management (excluding Underlying Investment expenses), account administration, communication and recordkeeping services.

The Program receives a State appropriation to subsidize the operating and administration costs, fees and expenses for all Account Owners. As of June 30, 2018, the cost to operate and administer ABLE TN was $1,207,845. For fiscal year 2019 (July 1, 2018- June 30, 2019) the operating budget for ABLE TN is $1,498,480. Based on the 2019 fiscal year operating budget, the projected cost, without a subsidy, for administering each ABLE TN Account would be approximately 0.94% (94 basis points) total annual asset based fee. **There is no guarantee of the existence or amount of future State appropriations**.

The Trustees or the Program, in their sole discretion, reserve the right to change the program management fee at any time. As a result, an Account Owner's total annual asset-based fee could be greater than the amount stated in the Expenses and Fees Table on page 35.

Optional Services Fees

An Account Owner may request optional services, such as delivery of Withdrawal proceeds by priority delivery service or outgoing wire. The Program will deduct the applicable fee(s) listed directly from an Account and will include the total annual amount of such fees as part of the gross Withdrawals paid to the Account Owner during the year.

Optional Service Requested by Account Owner	Optional Service Fee (per occurrence)
Overnight Mail Delivery Fee	
Monday – Friday	$15.00
Non-U.S.	$50.00
Wire Fees	
Outgoing	$25.00
International	$25.00

An Account Owner should consult an independent tax professional regarding calculating and reporting any tax liability associated with the payment of any of optional services fees out of an Account.

Expenses and Fees Table

Expenses and fees are an important consideration in selecting any Investment Option. Each Investment Option has a total annual asset-based fee, which includes the Underlying Investment expenses and the program management fee. The available Investment Options' total annual asset based fees range from 0.20% to 0.84% (20 to 84 basis points) based on the data available in the most recent prospectus of the applicable Underlying Investment(s) as of June 5, 2019. The allocable portion of the total annual asset based fee reduces each Investment Option's daily Net Asset Value (NAV), or, in the case of the IBA, is factored into the interest rate received. ***Before investing, review the full Disclosure Brochure and carefully consider the Program's investment objectives, risks, fees and expenses.*** The estimated Underlying Investment expenses and program management fees are subject to change at any time, which may reduce the returns of any Investment Option.

Self-Selected Investment Options	Underlying Mutual Fund	Underlying Mutual Fund Ticker	Estimated Underlying Mutual Fund or IBA Expense	Program Management Fee	Total Annual Asset Based Fee
TN Aggressive Growth Fund	PRIMECAP Odyssey Aggressive Growth Fund	POAGX	0.640%	0.200%	0.840%
TN Emerging Markets Stock Fund	Emerging Markets Stock Index Fund Admiral Shares	VEMAX	0.140%	0.200%	0.340%
TN Total International Stock Fund	Vanguard Total International Stock Index Fund	VTSNX	0.080%	0.200%	0.280%
TN Real Estate Fund	Vanguard Real Estate Index Fund	VGSLX	0.120%	0.200%	0.320%
TN Small Cap Fund	Vanguard Small-Cap Index Fund	VSMAX	0.050%	0.200%	0.250%
TN US Large Cap Value Fund	DoubleLine Shiller Enhanced CAPE-I	DSEEX	0.560%	0.200%	0.760%
TN Total Stock Market Fund	Vanguard Total Stock Market Fund	VITSX	0.030%	0.200%	0.230%
TN Balanced Fund	Vanguard Wellington Fund	VWENX	0.170%	0.200%	0.370%
TN Total International Bond Fund	Vanguard Total International Bond Index Fund	VTIFX	0.070%	0.200%	0.270%
TN High-Yield Corporate Fund	Vanguard High-Yield Corporate Fund	VWEAX	0.130%	0.200%	0.330%

Self-Selected Investment Options	Underlying Mutual Fund	Underlying Mutual Fund Ticker	Estimated Underlying Mutual Fund or IBA Expense	Program Management Fee	Total Annual Asset Based Fee
TN Core Plus Bond Fund	Western Asset Core Plus Bond Fund	WACPX	0.450%	0.200%	0.650%
TN Total Bond Fund	Vanguard Total Bond Market	VBTIX	0.035%	0.200%	0.235%
TN Short-Term Corporate Fund	Vanguard Short-Term Corporate Bond Index Fund	VSCSX	0.070%	0.200%	0.270%
TN Short-Term Inflation Protected Securities Fund	Vanguard Short-Term Inflation Protected Securities Index Fund	VTSPX	0.040%	0.200%	0.240%
TN Interest Bearing Account	First TN Interest Bearing Account	N/A	*	*	*

The estimated Underlying Investment expenses reflect each Underlying Investment's expense ratio based on the data available in the most recent prospectus of the applicable Underlying Investment(s) as of June 5, 2019.

*TN Interest Bearing Account: The interest rate paid is the Federal Open Market Committee (FOMC) Federal Funds Target Rate, as set from time to time by the FOMC, minus a discount of 0.50% (50 basis points) retained by the financial institution, and minus the program management fee of 0.20% (20 basis points). (If the FOMC sets a rate using a range, the rate used to calculate the interest rate will be the highest rate within the range.) Daily interest is calculated by multiplying each day's rate in effect, minus the discount and program management fee, by the invested balance amount that day, divided by 365 (calendar days). The aggregate of each day's interest during a calendar month will be credited to the applicable Account on a monthly basis, on the first day of the following month, and will be reflected on the Account Owner's Account statement as of the last business day of each month. Additional information on the FOMC's Federal Funds Target Rate can be found at https://www.federalreserve.gov/monetarypolicy/openmarket.htm.

Section 8: Investment Performance

Before selecting an Investment Option, carefully consider risk tolerance, investment horizon, educational savings goals and overall investment objectives. Additionally, consider the investment risks associated with the Underlying Investment(s) used by the selected Investment Option(s).

Due to the changes made to the Self-Selected Investment Options, historic performance is not available for the Self-Selected Investment Options established after August 15, 2019. Therefore, investment performance for the Self-Selected Investment Options is not reported in this Disclosure Brochure.

For informational purposes, snapshot historic performance is available for Self-Selected Investment Options established prior to August 15, 2019 on the Program website (AbleTN.gov); however, such performance reflects the fee structure in effect during such historic periods, which differed from the fee structure effective August 19, 2019 described on pages 35-36.

Past performance is not a guarantee of future results. The value of each Unit of Interest is directly related to the performance, fees and expenses, if any, of the Underlying Investment(s) associated with each Investment Option an Account Owner selects. **The principal value of an Account and its investment performance (or return) will fluctuate, and the Units of Interest, when redeemed (sold), may be worth more or less than the amount contributed (purchased).**

For the most current and historical performance data, visit AbleTN.gov, or contact the Program at 855-922-5386.

Section 9: Account Changes and Maintenance

Any modifications to an Account must comply with the Statute and Rules governing the Program and the Code. Certain updates may be made online, including, but not limited to address updates, e-mail updates, and changes to the investment allocation. Any modifications that are unavailable online may be made in writing, signed by an Account Owner and submitted to the Program. In most cases, Account modifications should be made using the Program's forms, which may be obtained by:

- Online: www.AbleTN.gov
- Email: ABLE.TN@tn.gov
- Phone: (855) 922–5386
- Fax: 615–401–6816
- Write: ABLE TN, P.O. Box 55599, Boston, MA 02205–5599
- Visit: ABLE TN, Department of Treasury, 15th Floor,
  Andrew Jackson Building, 502 Deaderick St., Nashville, TN 37243

It is an Account Owner's responsibility to ensure that the information for an Account is current and accurate at all times. However, the Program may make certain address changes to an Account based on updates received from the United States Postal Service.

The Program will acknowledge completion of an Account modification or change by sending a confirmation to the Account Owner via the selected delivery method on the Account. Confirmation of the modification or change are distributed the next Business Day after the transaction has been processed by the Program.

Any of the Account features and privileges described herein may be modified, suspended or cancelled by the Trustees or the Program at any time without notice.

Updating General Account Information

An Account Owner may change at any time an address, phone numbers, email addresses, bank information or, subject to any restrictions imposed by the Code, Legal Representative. An Account Owner may also update an Account at any time due to a legal name change. Supporting documentation may be required.

Updating Contribution Information

It is an Account Owner's responsibility to promptly notify ABLE TN in writing of a bank or bank account change at least three (3) Business Days prior to the next Contribution.

If a Contribution, regardless of method, cannot be completed because of inaccurate bank information, insufficient funds, returned check or bank account closure, or any other reason that the financial institution does not transfer the funds to ABLE TN, ABLE TN will void the Contribution amount credited to an Account and cancel or reverse the applicable Investment Option allocation(s). Additionally, an Account Owner or a Third–Party Contributor may be responsible for any costs or losses incurred by ABLE TN or costs or fees charged to an account by a financial institution.

Changing an Account Owner

An Account Owner may change an Account Owner on an Account at any time, provided the new Account Owner is an Eligible Individual and a Member of the Family of the former Account Owner. Any change in Account Owner also requires that ownership of the Account be transferred to the new Account Owner.

Changing a Authorized Individual

An Account Owner may change an Authorized Individual. Prior to taking any action in an Account, an Authorized Individual will be required to provide the Program with a power of attorney or such other information or legal documentation as the Program may require. The new Authorized Individual will also be required to acknowledge and accept the Participation Agreement.

Enforceability of an Authorized Individual's rights and authority may vary by state and an Account Owner and Authorized Individual should consult their legal advisors prior to designating and accepting appointment as an Authorized Individual, respectively.

Change in Eligibility Status of an Account Owner

The Account Owner is obligated to report a change in the Account Owner's condition to the Program if the change in condition would result in the Account Owner failing to satisfy the definition of an Eligible Individual. Additionally, in the event an Account Owner certifies eligibility to qualify for increased contributions to an Account under ABLE-to-Work and no longer meets the eligibility requirements for ABLE-to-Work, the Account Owner is obligated to notify the Program.

In the event an Account Owner no longer meets the definition of Eligible Individual, his/her ABLE TN Account will remain open; however, beginning on the first day of the taxable year following the ineligibility status no Contributions can be made to the Account. In addition, Withdrawals made for disability expenses during a time when an Account Owner is not an Eligible Individual will not be considered qualified and may have other tax consequences. If the Account Owner subsequently becomes an Eligible Individual (again), Contributions to the Account may resume under the terms and conditions described within this Disclosure Brochure.

If a change in the Account Owner's condition occurs, an Account Owners should consult their personal legal, tax or other advisors for inquiries specific to their circumstances.

Changing Investment Options

An Account Owner may change the allocation of existing assets in an Account not more than twice (2) per calendar year ("Annual Exchanges") and upon any change in an Account's Account Owner. A change in the Account's Account Owner also requires a change in the ownership of the Account to the new Account Owner. At the conclusion of the reallocation, an Account must have at least twenty– five dollars ($25) invested under each surviving Investment Option.

An Annual Exchange does not affect the investment allocation of future Contributions. An Account Owner may select a different Investment Option with respect to any future Contributions to an Account.

Account Owners should periodically assess and, if appropriate, adjust the allocation to the Investment Option(s) to align with their risk tolerance, investment horizon, savings goals and overall investment objectives.

In order to facilitate an exchange of assets, an Account Owner must complete, sign and submit the applicable form to the Program. Forms and other information may be obtained by

- Online: www.AbleTN.gov
- Email: ABLE.TN@tn.gov

- Phone: (855) 922–5386
- Fax: 615–401–6816
- Write: ABLE TN, P.O. Box 55599, Boston, MA 02205–5599
- Visit: ABLE TN, Department of Treasury, 15th Floor,
  Andrew Jackson Building, 502 Deaderick St., Nashville, TN 37243

Third–Party Access and Authorization

An Account Owner or Authorized Individual may authorize a third party Authorized Agent, including, but not limited to, a registered investment advisor, registered representative or other investment professional, to act with respect to an Account, to the extent that the Authorized Agent's authority does not conflict with the Account Owner or the Account Owner's Authorized Individual's authority. Based on the level of authorization selected, a third–party Authorized Agent may have the right, among others, to make investment decisions without advance notice to or approval by the Account Owner or the Account Owner's Authorized Individual. It is the Authorized Agent's responsibility to comply with the terms contained within this Disclosure Brochure. As such, an Account Owner will need to complete, sign and submit to the Program a third–party authorization form. Such authorization shall continue in effect until it is revoked or revised in writing by the Account Owner.

It is your responsibility, as an Account Owner to provide written notification to the Program if you wish to change or terminate third–party Authorized Agent access rights.

An Account Owner, Authorized Individual and any third–party Authorized Agent should consult their legal, financial, tax and other advisors prior to designating a third–party Authorized Agent and accepting appointment, respectively.

Transfers to a Member of the Family

An Account Owner may at any time transfer all or a portion of the funds in the Account to an Account for a different Account Owner provided the new Account Owner is a "Member of the Family" of the original Account Owner. If the transfer is for a portion of funds in the original Account, the transfer will be permitted so long as at the time the transfer is completed the existing Account Owner and the new Account Owner will each have at least twenty-five dollars ($25.00) in the respective Accounts. If the transfer is for all of the funds within an Account, an amount transferred will be equal to either the amount requested, net of any applicable expenses and fees that may be charged by the Program, or the Redemption Value of an Account as of the date the transfer is made.

It is an Account Owner's responsibility to substantiate that such transfer of funds qualifies as a transfer to a Member of the Family of the Account Owner who is an Eligible Individual for federal income tax purposes. As such, an Account Owner should retain documents and information adequate to substantiate that a particular transfer of funds between Accounts is not subject to federal income tax, including the ten percent (10%) federal tax penalty on earnings. An Account Owner and prospective Account Owner should consult their legal advisors and independent tax professionals prior to transferring and accepting, respectively, Account ownership.

Electing or Revoking Electronic Delivery

To revoke the electronic delivery option, an Account Owner must submit a request online or contact the Program, revoking such authority.

Adding or Changing a Trusted Contact Person

Adding a trusted contact person to an Account is not required and does not authorized the individual to transact on or making any changes to an Account. By adding a trusted contact person, the Account Owner authorizes the Program to communicate with that individual: to address possible financial exploitation; to confirm contact information, health status, or the identity of any legal guardian, executor, trustee, or holder of a power of attorney; or as otherwise permitted by applicable law, rule or regulation.

A trusted contact person must be an individual who is age eighteen (18) or older. To add or change a trusted contact person, an Account Owner must contact the Program.

Section 10: Withdrawals from an Account

Any Withdrawal will be proportionally comprised of (1) principal, which is not taxable when distributed, and (2) earnings, if any, which may be subject to federal income tax and/or a ten percent (10%) federal tax penalty. The Program determines the earnings portion based on IRS rules. The Program reports both the earnings and the principal to the recipient and to the IRS.

It is an Account Owner's responsibility to understand the terms and substantiate the tax treatment of any Withdrawal. An Account Owner should consult with an independent tax professional to determine the tax implications of any Withdrawal before making such Withdrawal. Furthermore if the Account Owner is receiving or wishes to receive means–tested benefits under any federal or state program, the Account Owner should consult with an expert on such benefits as to the potential impact of such Withdrawal on eligibility for or amount of such benefits, based on such Account Owner's own particular circumstances. *For additional information about tax matters and considerations, see Section 12 and visit https://www.irs.gov/pub/irs-pdf/p907.pdf.*

Types of Withdrawals

Qualified Withdrawal

A Qualified Withdrawal refers to a distribution from an Account to pay for an Account Owner's Qualified Disability Expenses, or an IEA Withdrawal from an ABLE TN Account. Contributions and earnings, if any, of a Qualified Withdrawal, or IEA Withdrawal from an ABLE TN Account, are not subject to federal income tax.

The expenses must meet the IRS's definition of qualified disability expenses. Qualified Disability Expenses generally include, but are not limited to, education; housing; transportation; employment training and support; assistive technology and personal support services; health; prevention and wellness; financial management and administrative services; legal fees; expenses for oversight and monitoring; and funeral and burial expenses. Qualified disability expenses include basic living expenses and are not limited to items for which there is a medical necessity or which solely benefits an individual with a disability.

IEA Withdrawals from an ABLE TN Account may only be used for the Account Owner's education expenses. *See the Individualized Education Account section on page 23 for further information and restrictions.*

An Account Owner is responsible for determining if the proceeds of a Withdrawal were used to pay for Qualified Disability Expenses. Documentation for the determination of Qualified Disability Expenses should be retained so it can be provided to the IRS, if so requested.

Non–Qualified Withdrawal

A Non–Qualified Withdrawal is money distributed from an Account and not used for Qualified Disability Expenses. Non– Qualified Withdrawals will be treated as income to the Account Owner and taxed at the Account Owner's tax rate. In addition, a ten percent (10%) federal tax penalty applies to the earnings portion, if any, of a Non–Qualified Withdrawal.

Prior to making a Non–Qualified Withdrawal an Account Owner should seek advice from an independent tax professional and, if the Account Owner is receiving or wishes to receive means–tested benefits under any federal or state program, an expert on such benefits as to the potential impact of such Non–Qualified Withdrawal on eligibility for or amount of such benefits.

Special Circumstances Non–Qualified Withdrawals

Withdrawals paid to the Account Owner's Authorized Individual, or to the estate of an Account Owner, on or after the death of an Account Owner are not subject to the additional ten percent (10%) federal tax penalty, but the earnings portion, if any, may be taken into consideration for purposes of computing the federal income tax liability of the Account Owner's estate.

It is an Authorized Individual's or estate executor's or administrator's responsibility to retain receipts, invoices or other documents and information adequate to substantiate that a particular Withdrawal qualifies as a Special Circumstances Non–Qualified Withdrawal.

In the event of an Account Owner's death, the Program shall make any outstanding payments requested by the Account Owner or Account Owner's Authorized Individual prior to or at the time of such death for Qualified Disability Expenses (including funeral and burial expenses). All amounts remaining in an ABLE TN Account after such outstanding payments are made, up to an amount equal to the total medical assistance paid for the Account Owner after the establishment of an ABLE TN Account, net of any premiums paid by or on behalf of the Account Owner to a Medicaid Buy–In program under any state Medicaid plan, may be claimed by the applicable state within thirty (30) days upon the death of an Account Owner and, if so claimed, must be distributed by the Program to the claiming state.

Any funds remaining in the Account Owner's ABLE TN Account after outstanding payments for Qualified Disability Expenses and the payment of any such Medicaid claims will be remitted to the Account Owner's Authorized Individual, estate administrator, estate executor or next of kin upon receiving a request for a Withdrawal and satisfactory evidence of the authority of the applicable person to request and receive such Withdrawal. If no request for a Withdrawal of remaining monies in an ABLE TN Account has been made within the period after such death specified by applicable law, the Program shall make reasonable efforts to locate to the Account Owner's Authorized Individual, estate administrator, estate executor or next of kin. If the efforts are not successful in contacting any such person with authority to request and receive such Withdrawal, the Program shall report and deliver, as unclaimed property, the remaining monies in the ABLE TN Account to the Tennessee Department of Treasury's Unclaimed Property Division.

Outgoing Rollover to Qualified ABLE Program Account

An Account owner may request at any time an outgoing rollover to another Qualified ABLE Program account of all or a portion of the funds in the Account. A qualified rollover from an Account will be considered a Qualified Withdrawal for federal income tax purposes. A qualified rollover is a rollover to another Qualified ABLE Program Account for 1) the same Account Owner, only one such rollover is allowed within twelve (12) months of a previous rollover to the same Beneficiary or 2) a Member of the Family, and an Eligible Individual, of the current Account Owner. It is an Account Owner's responsibility to substantiate that such distribution qualifies as a rollover for federal income tax purposes. As such, an Account Owner should retain documents and information adequate to substantiate that a particular rollover is not subject to federal income tax, including the ten percent (10%) federal tax penalty on earnings. Failure to deposit rollover proceeds within sixty (60) days of the applicable Withdrawal may result in tax treatment as a Withdrawal rather than a rollover. ***For additional see IRS Publication 907, Tax Benefits for Education, at https://www.irs.gov/pub/irs-pdf/p907.pdf.***

An Account Owner wishing to complete a trustee-to-trustee outgoing rollover should contact the other Qualified ABLE Program administrator to assist in facilitating such rollover.

Requesting a Withdrawal

An Account Owner may withdraw monies from an Account. Withdrawals are redemptions (sale) of Units of Interest. An Account Owner may request a Withdrawal (of any type), at any time, by contact the Program:

- Online: www.AbleTN.gov
- Email: ABLE.TN@tn.gov
- Phone: (855) 922–5386
- Fax: 615–401–6816
- Write: ABLE TN, P.O. Box 55599, Boston, MA 02205–5599
- Visit: ABLE TN, Department of Treasury, 15th Floor,
  Andrew Jackson Building, 502 Deaderick St., Nashville, TN 37243

Full or partial Withdrawals may be made from an Account. In the instance where a requested Withdrawal exceeds the amount available in an Account, only the Redemption Value of the Account will be distributed. In the event an overpayment exceeding the Redemption Value is made, an Account Owner will be required to immediately return such overpayment to the Program.

Any Withdrawal will be issued in the form of a check sent by regular mail, via the U.S. Postal Service or a banking or savings account credit via an Automated Clearing House ("ACH") transfer. Failing to complete a withdrawal request In Good Order may result in a delay of processing and disbursement of the funds.

Generally, Withdrawals are processed within three (3) Business Days of receipt of a Withdrawal request by the Program. Please allow up to ten (10) Business Days for the proceeds to reach the requested payee. During periods of market volatility or high request volumes, some Withdrawals may take up to sixty (60) calendar days of receipt of a Withdrawal request by the Program.

Each Contribution will be subject to a ten (10) calendar day hold before the monies are eligible for Withdrawal. Additionally, there will be a hold of eight (8) Business Days on Withdrawal requests when there is a change to the Account Owner's address and a hold of ten (10) calendar days on Withdrawal requests following a change to the Account's banking information.

Section 11: Communications, Confirmations and Statements

If you suspect fraudulent activity in your Account, you should immediately contact the Department of Treasury, ABLE TN Program (855–922–5386), the Department of Treasury, Director of Internal Audit (615–253–2018), or the Comptroller of the Treasury's Fraud Hotline (800–232–5454).

Communications, confirmations and statements for each Account are delivered to an Account Owner by regular mail, via the U.S. Postal Service, or electronic delivery, as selected by an Account Owner. Communications, confirmation and statements provide important information and should be promptly and thoroughly reviewed.

The Program generates a separate confirmation for most transactions in an Account when they are processed. Transaction confirmations related to Recurring Contributions, payroll direct deposits, exchanges due to Systematic Reallocation, and automatic transfers from an Ugift® are confirmed on an Account's quarterly statement.

Statements are issued quarterly if any transaction has occurred in an Account during such quarter. All Accounts will receive an annual statement after calendar year-end.

All confirmations and statements will be deemed conclusive and accurate unless an Account Owner advises ABLE TN in writing of any objection or concern within sixty (60) calendar days of receipt. If an Account Owner does not notify the Program, the confirmation or statement will be deemed approved and the Account Owner to have released the Program from all responsibility for matters covered by the confirmation or statement.

An undeliverable electronic communication will result in the delivery method being systematically changed to regular mail, via the U.S. Postal Service. In the event regular mail is returned, undeliverable, after two attempts, the Program will make reasonable efforts to contact the Account Owner to verify and/or update the mailing address on file. If confirmation or modification to the mailing address is not made within a reasonable time, a stop mail restriction will be placed on the Account. The Account Owner will no longer receive communications, confirmations, or statements until the Account Owner confirms or modifies the mailing address through the client portal or sends a written request to the Program to confirm or modify the mailing address on file.

Section 12: Tax Matters and Considerations

ABLE TN is intended to be used only to save for Qualified Disability Expenses. This Program is not intended to be used, nor should it be used, for the purpose of evading federal or state taxes or tax penalties. Taxpayers should seek advice from an independent tax professional based on their own particular circumstances.

Year-End Processing

Contributions and Withdrawal requests must be received In Good Order by the Program in sufficient time to allow the Program to process the request prior to the end of each calendar year. Generally, the Program must receive requests prior to 4:00pm ET on December 31st to be processed within that calendar year.

The Program reserves the right to make such changes without prior notice to the year-end processing schedule. When feasible and appropriate, the Program intends to provide reasonable notice to Account Owners regarding year-end processing changes.

IRS Form 1099–QA and Form 5498–QA

The Program will issue and deliver IRS Form 1099–QA and Form 5498–QA to an Account Owner by January 31st and March 31st, respectively, of the following year. An Account Owner is responsible for any filings with the IRS and for maintaining adequate records evidencing, as applicable, that Withdrawals were used for Qualified Disability Expenses, a Program–to–Program Transfer or Qualified Rollover Withdrawal to another Qualified ABLE Program, or a Special Circumstances Non–Qualified Withdrawal. This information may be requested by the IRS or the appropriate state tax authority.

Federal Income Tax Considerations

Contributions to an Account are not deductible for federal income tax purposes. Earnings of an Account, if any, are tax– deferred for federal income tax purposes until withdrawn.

The earnings portion, if any, of a Qualified Withdrawal or a Qualified Rollover Withdrawal is not subject to federal income tax.

The earnings portion, if any, of a Non–Qualified Withdrawal is treated as income to the Account Owner and taxed at the Account Owner's tax rate for federal income tax purposes. In addition, a ten percent (10%) federal tax penalty applies to the earnings portion, if any, of a Non–Qualified Withdrawal, except in the case of a Special Circumstances Non–Qualified Withdrawal.

In the case of a Special Circumstances Non–Qualified Withdrawal, the additional ten percent (10%) federal tax penalty does not apply, but the earnings portion, if any, is taken into consideration for purposes of computing the federal income tax liability of the Account Owner’s estate.

Federal Gift, Estate and Generation–Skipping Transfer and Other Tax Considerations

Contributions to an Account are considered a completed gift to the Account Owner and, as a result, federal gift, estate, and generation-skipping transfer tax rules apply. There are many exceptions and exclusions and each individual should consult their personal legal, tax or other advisors for inquiries specific to their circumstances. *For additional information, visit https://www.irs.gov/pub/irs-pdf/i709.pdf.*

The IRS published annual exclusion for gifts per donee (e.g. Beneficiary) for 2019 is $15,000, or $30,000 for a married couple who elects to split gifts. A larger gift Contribution in any year may be treated as made ratably over a five-year period through a special election. *For additional information, visit https://www.irs.gov/pub/irs-pdf/i709.pdf.*

Each individual has a $11,200,000 (as of 2018, and indexed for inflation) lifetime exemption equivalent that may be applied to gifts in excess of the gift tax annual exclusion amounts referred to above made after December 31, 2017 and before January 1, 2026, and a $5,600,000 (as of 2018, and indexed for inflation) lifetime exemption equivalent that may be applied to gifts made before January 1, 2018 or after December 31, 2025. For this reason, this tax is unlikely to apply to many individuals making a contribution to an Account. The maximum gift tax rate imposed on gifts not sheltered by the annual exclusion or lifetime exemption is 40%.

A person making or contemplating a contribution to an Account should consult with his or her own tax advisor regarding the applicability of gift, estate and generation-skipping transfer tax to their Account transactions, the current lifetime exemptions and the gift tax filing requirements. *For additional see IRS Publication 907, Tax Benefits for Education, at https://www.irs.gov/pub/irs-pdf/i709.pdf.*

State Tax Considerations

Qualified ABLE Programs offered by other states may offer tax or other state benefits to taxpayers or residents of those states that are not available with regard to ABLE TN. Taxpayers or residents of other states should consider such state tax treatment and other state benefits, if any, before making a decision to invest in ABLE TN.

Contributions and earnings in an Account as well as Withdrawals are exempt from any Tennessee state, county or municipal tax.

An Account Owner that resides in or is otherwise subject to state taxes in a state other than Tennessee should consult a tax advisor as to the treatment of earnings on an Account for purposes of such other state’s taxes.

As of February 23, 2018, Non–Tennessee residents cannot open a new ABLE TN account.

ABLE TN, the Trustees and the Department of Treasury and its employees are not authorized to provide legal, financial or tax advice. Prospective and existing Account Owners should consult their personal advisors for inquiries specific to their circumstances.

Section 13: Additional Matters

Program Governance and Administration

The Program is established by the State of Tennessee pursuant to the Statute and is administered and managed by the Tennessee State Treasurer and the State of Tennessee Department of Treasury. The Trustees are empowered under the Statute to develop a plan to carry out the purposes and objectives of the Program. The State Treasurer has the authority to establish and develop ABLE TN, including the implementation, administration, operation, marketing, investment options, customer service, and investment management services of the Program, in the form of a plan, as approved by the Trustees. The Statute provides for the powers and authorities of the State Treasurer that are necessary and convenient to carry out the purposes and objectives of ABLE TN.

Ascensus College Savings Recordkeeping Services, LLC, ("Ascensus") and its affiliates and subcontractors provide recordkeeping and intermediary services to the Program and receive direct and indirect compensation for such services. Ascensus has delegated certain services that it is obligated to perform, including but not limited to custodial services, which have been delegated to the Bank of New York Mellon Corporation.

Prohibited Transactions

Neither an Account Owner nor an Account Owner's Authorized Individual can borrow money from an Account and an Account cannot be used as collateral for a loan. No interest in a Qualified ABLE Program Account may be sold or exchanged other than as described in this Disclosure Brochure.

Certain Protection from Creditors

Under Tennessee law, all assets, income and distributions of Qualified ABLE Program Accounts, including ABLE TN Accounts, are exempt from any state, county, or municipal tax and shall not be subject to execution, attachment, garnishment commenced in the State of Tennessee or any other state under the operation of bankruptcy, state insolvency laws or other process whatsoever in a Tennessee state proceeding.

An Account Owner should consult their own advisor regarding any specific protections afforded to them.

Disclosure Brochure, Financial Statements and Periodic Audits

An electronic copy of the most recent Disclosure Brochure may be obtained from the Program website at AbleTN.gov or the Municipal Securities Rulemaking Board's ("MSRB's") Electronic Municipal Access ("EMMA") website, emma.msrb.org, or through the Program's website, AbleTN.gov. The Program reserves the right to suspend or stop postings on EMMA or the internet at any time.

The Department of Treasury prepares the financial statements of the Program. A copy of the annual report is available on the Department of Treasury's website, treasury.tn.gov.

The Program is subject to auditing by the State of Tennessee, Comptroller of the Treasury. A copy of the Department of Treasury's annual audit report is available on the Tennessee Comptroller of the Treasury's website, comptroller.tn.gov/AuditsAndReportsSearch/.

Alternatively, the Disclosure Brochure, financial statements and periodic audits can be requested by contacting the Program via phone ((855) 922–5386) or email (ABLE.TN@tn.gov).

Privacy Notice

Protecting the privacy of an Account Owner's and Authorized Individual's personal information is important to

ABLE TN and ABLE TN recognizes its obligation to keep such personal information secure and confidential. ABLE TN's concern for privacy extends to those Account Owner's who use ABLE TN's website, AbleTN.gov. Personal information that ABLE TN and its service providers collect may include, among other things, an Account Owner's and/or Authorized Individual's U.S. Social Security or Taxpayer Identification Number, date of birth and information about accounts at other institutions. The Program shares personal information with its service providers so that they may provide services to the Program. Pursuant to Tennessee Code Annotated, Section 71-4-812, the Program cannot disclose personal information about an Account Owner or Authorized Individual to anyone, except as permitted by the provisions thereunder.

Accessibility and Title VI Statement

The Department of Treasury operates all programs and activities free from discrimination on the basis of race, sex or any other classification protected by federal or Tennessee state law. Individuals who may require an alternative communication format should contact the Tennessee Department of Treasury's Director of Human Resources (as the state and federal civil rights coordinator):

State of Tennessee Department of Treasury
Human Resources
502 Deaderick Street, Nashville, TN 37243
Phone: 615.741.2956
Email: Treasury.HumanResources@tn.gov

Additionally, any person alleging discrimination on the basis of race, color, or national origin has a right to file a complaint within one hundred eighty (180) days of the alleged discriminatory act. At the complainant's discretion, the complaint can be directed to the attention of the Tennessee Department of Treasury Director of Human Resources, listed above. Further information can be found at https://treasury.tn.gov/Web-Title-VI-and-Public-Records-Policies.

Section 14: Account Closure

General

An Account Owner may request a Withdrawal (of any type), at any time, by contacting the Program as further discussed in Section 10 of this Disclosure Brochure. An Account will be closed upon full Withdrawal or a zero balance.

Closing an ABLE TN Account may have tax and other legal consequences. Prior to closing an ABLE TN Account an Account Owner should seek advice from an independent legal and tax professional based on their own particular circumstances. Furthermore, if the Account Owner is receiving or wishes to receive means–tested benefits under any federal or state program, the Account Owner should consult with an expert on such benefits as to the potential impact of such closing of an ABLE TN Account on eligibility for or amount of such benefits, based on such Account Owner's own particular circumstances.

Inactive Accounts

If a period of ten (10) consecutive years passes with no Contributions having been made to an Account or with no correspondence from an Account Owner the Program shall make reasonable efforts to locate an Account Owner. If the efforts are not successful in contacting any of these parties, the Program shall report and deliver, as unclaimed property, to the Tennessee State Treasurer the Redemption Value of an Account.

Account or Program Termination

The Trustees reserve the right to terminate or suspend the Program at any time should the Trustees determine that the Program is financially infeasible or not beneficial to the citizens of the State of Tennessee or the State itself. In this event, the Trustees will distribute the Redemption Value of an Account (or other amount in accordance with the Statute and Rules) to the Account Owner.

The State Treasurer may terminate an Account and distribute the Redemption Value of such Account (or other amount in accordance with Statute and Rules), if any, to an Account Owner, if ABLE TN determines that an Account Owner has knowingly provided false, fraudulent or misleading information or made a material misrepresentation to the Trustees, Program or Department of Treasury.

Any amounts distributed to an Account Owner upon Account or Program termination may be treated as a Non–Qualified Withdrawal for federal tax purposes. Such distributed amounts may be less than the amount contributed to the Account.

Re–Opening a Closed Account

At the Program's discretion, a closed account may be re-opened with any type of Contribution within one hundred and eighty (180) calendar days of the date of the last transaction. An Account Owner may be required to provide additional information and/or documentation. After one hundred and eighty (180) calendar days from the date of the last Withdrawal/transfer, an Account Owner who is a Tennessee Resident may re-open an Account and may be required to submit a new enrollment application and other required information and/or documentation to have an Account re-opened.

Section 15: Underlying Investment Information and Principal Risks

It is the Account Owner's responsibility to select one or more of the available Investment Options within the Program that best suit the Account Owner's needs. Although an Account Owner does not own direct shares of or interest in any Underlying Investment(s), some of the risks of investing in ABLE TN are directly related to the Underlying Investment(s) associated with each Investment Option an Account Owner selects. Prospective and existing Account Owners should consult their personal legal, tax or other advisors for inquiries specific to their circumstances.

As with any investment, the risks associated with investing are numerous and an Account Owner may lose money by investing in an ABLE TN Account. Before selecting any Investment Option, carefully consider risk tolerance, investment horizon, educational savings goals and overall investment objectives. Additionally, consider the investment risks of the Underlying Investment(s) associated with each selected Investment Option.

The Underlying Investment objectives and risks are derived from the related prospectus provided by the applicable fund company or, in the case of the IBA, from information provided by the financial institution as of June 5, 2019. **This information is subject to change at any time.**

The Program reserves the right to eliminate or modify any Investment Option(s) and such actions do not require Account Owners' consent.

Each Investment Option is associated with an Underlying Investment allocated to a single (one) Mutual Fund or the IBA. As a result, the Investment Option's investment objectives and investment risks are directly associated with the applicable Mutual Fund or IBA of the Underlying Investment. Those Underlying Investment risks, as summarized below, are more fully detailed within the prospectus prepared by the applicable fund company. **An Account Owner should request and read the prospectus and additional information provided by each fund company associated with each Investment Option(s) to which an Account Owner is considering allocating Contributions.**

DoubleLine Underlying Investment

DoubleLine Capital LP was founded in December 2009 in Glendale, California and provides a variety of investment management services. Additional information about DoubleLine, including prospectus information, can be found at doubleline.com.

The following is a description of the investment objective and principal risks of investing in an Investment Option corresponding with the DoubleLine Shiller Enhanced CAPE (Institutional Class) Underlying Investment:

Underlying Investment	Ticker	Investment Objective	Principal Risks
DoubleLine Shiller Enhanced CAPE (Institutional Class)	DSEEX	The Mutual Fund's investment objective seeks total return (capital appreciation and current income) in excess of the Shiller Barclays CAPE® US Sector TR USD Index (the "Index"). The Mutual Fund will seek to use derivatives, or a combination of derivatives and direct investments, to provide a return that tracks closely the performance of the Index.	Affiliated fund risk, asset-backed securities investment risk, collateralized debt obligation risk, counterparty risk, debt securities risks, default securities risk, derivatives risk, emerging market country risk, equity issuer risk, foreign currency risk, foreign investing risk, high yield risk, index risk, inflation-indexed bond risk, investment company and exchange-traded fund risk, large shareholder risk, leveraging risk, limited operating history risk, liquidity risk, loan risk, market capitalization risk, market risk, mortgage-backed securities risk, portfolio management risk, price volatility risk, real estate risk, securities or sector selection risk, short position risk, structured products and structured notes risk, U.S. Government securities risk, valuation risk

Affiliated Fund Risk

The risk that, due to its own financial interest or other business considerations, the Adviser will have an incentive to invest a Fund's assets in investment companies sponsored or managed by the Adviser or its related parties in lieu of investments by the Fund directly in portfolio securities, and will have an incentive to invest in such investment companies over investment companies sponsored or managed by others. Similarly, the Adviser will have an incentive to delay or decide against the sale of interests held by the Fund in investment companies sponsored or managed by the Adviser or its related parties.

Asset-Backed Securities Investment Risk

The risk that borrowers may default on the obligations that underlie the asset-backed security and that, during periods of falling interest rates, asset-backed securities may be called or prepaid, which may result in the Fund having to reinvest proceeds in other investments at a lower interest rate, and the risk that the impairment of the value of the collateral underlying a security in which the Fund invests (due, for example, to non-payment of loans) will result in a reduction in the value of the security.

Collateralized Debt Obligations ("CDO") Risk

The risks of an investment in a CDO depend largely on the quality and type of the collateral and the tranche of the CDO in which a Fund invests. Normally, CBOs, CLOs and other CDOs are privately offered and sold, and thus are not registered under the securities laws. As a result, investments in CDOs may be characterized by the Fund as illiquid securities; however, an active dealer market, or other relevant measures of liquidity, may exist for CDOs allowing a CDO potentially to be deemed liquid by the Adviser under liquidity policies approved by the board. In addition to the risks associated with debt instruments (e.g., interest rate risk and credit risk), CDOs carry additional risks including, but not limited to: (i) the possibility that distributions from collateral will not be adequate to make interest or other payments; (ii) the quality of the collateral may decline in value or default; (iii) the possibility that a Fund may invest in CDOs that are subordinate to other classes; and (iv) the complex structure of the security may not be fully understood at the time of investment and may produce disputes with the issuer or unexpected investment results.

Counterparty Risk

The risk that the Fund will be subject to credit risk with respect to the counterparties to the derivative contracts and other instruments, such as repurchase and reverse repurchase agreements, entered into directly by the Fund or held by special purpose or structured vehicles in which the Fund invests. Subject to certain U.S. federal income tax limitations, the Fund is not subject to any limit with respect to the number of transactions it can enter into with a single counterparty. To the extent that the Fund enters into multiple transactions with a single or a small set of counterparties, it will be subject to increased counterparty risk. The Fund has historically obtained exposure to the Index through swap transactions with a limited number of counterparties and may continue to enter into swap transactions related to the Index with a single or a limited number of counterparties for the foreseeable future. If Barclays Bank PLC is unwilling or unable to maintain the Index or the Fund is unable to enter into swap transactions based on the Index on what the Adviser considers to be reasonable terms, the Fund's performance and the Fund's ability to achieve its investment objective would be adversely affected.

Debt Securities Risks

The risks described below, including credit risk, extension risk, interest rate risk, and payment risk are sub-risk categories under Debt Securities Risks.

Credit risk: the risk that an issuer or counterparty will fail to pay its obligations to the Fund when they are due. As a result, the Fund's income might be reduced, the value of the Fund's investment might fall, and/or the Fund could lose the entire amount of its investment. Changes in the financial condition of an issuer or counterparty, changes in specific economic, social or political conditions that affect a particular type of security or other instrument or an issuer, and changes in economic, social or political conditions generally can increase the risk of default by an issuer or counterparty, which can affect a security's or other instrument's credit quality or value and an issuer's or counterparty's ability to pay interest and principal when due. The values of lower-quality debt securities (commonly known as "junk bonds"), including floating rate loans, tend to be particularly sensitive to these changes. The values of securities also may decline for a number of other reasons that relate directly to the issuer, such as management performance, financial leverage and reduced demand for the issuer's goods and services, as well as the historical and prospective earnings of the issuer and the value of its assets.

Extension risk: the risk that if interest rates rise, repayments of principal on certain debt securities, including, but not limited to, floating rate loans and mortgage-related securities, may occur at a slower rate than expected and the expected maturity of those securities could lengthen as a result. Securities that are subject to extension risk generally have a greater potential for loss when prevailing interest rates rise, which could cause their values to fall sharply.

Interest rate risk: the risk that debt instruments will change in value because of changes in interest rates. The value of an instrument with a longer duration (whether positive or negative) will be more sensitive to changes in interest rates than a similar instrument with a shorter duration. Bonds and other debt instruments typically have a positive duration. The value of a debt instrument with positive duration will generally decline if interest rates increase. Certain other investments, such as inverse floaters and certain derivative instruments, may have a negative duration. The value of instruments with a negative duration will generally decline if interest rates decrease. Inverse floaters, interest-only and principal-only securities are especially sensitive to interest rate changes, which can affect not only their prices but can also change the income flows and repayment assumptions about those investments. In recent years, the U.S. has experienced historically low interest rates. However, as of the date of this fund's prospectus, interest rates have begun to rise, increasing the exposure of bond investors to the risks associated with rising interest rates.

Prepayment risk: the risk that the issuer of a debt security, including floating rate loans and mortgage-related securities, repays all or a portion of the principal prior to the security's maturity. In times of declining interest rates, there is a greater likelihood that the Fund's higher yielding securities will be pre-paid with the Fund being unable to reinvest the proceeds in an investment with as great a yield. Prepayments can therefore result in lower yields to shareholders of the Fund.

Defaulted Securities Risk
The risk of the uncertainty of repayment of defaulted securities (e.g., a security on which a principal or interest payment is not made when due) and obligations of distressed issuers.

Derivatives Risk
The risk that an investment in derivatives will not perform as anticipated by the Adviser, cannot be closed out at a favorable time or price, or will increase the Fund's volatility; that derivatives may create investment leverage; that, when a derivative is used as a substitute for or alternative to a direct cash investment, the transaction may not provide a return that corresponds precisely or at all with that of the cash investment; or that, when used for hedging purposes, derivatives will not provide the anticipated protection, causing the Fund to lose money on both the derivatives transaction and the exposure the Fund sought to hedge.

Emerging Market Country Risk
The risk that investing in emerging markets will be subject to greater political and economic instability, greater volatility in currency exchange rates, less developed securities markets, possible trade barriers, currency transfer restrictions, a more limited number of potential buyers, an emerging market country's dependence on revenue from particular commodities or international aid, less governmental supervision and regulation, unavailability of currency hedging techniques, differences in auditing and financial reporting standards, thinner trading markets, different clearing and settlement procedures and custodial services, and less developed legal systems than in many more developed countries. • equity issuer risk: the risk that the market price of common stocks and other equity securities may go up or down, sometimes rapidly or unpredictably, including due to factors affecting equity securities markets generally, particular industries represented in those markets, or the issuer itself.

Financial Services Risk
The risk that an investment in issuers in the financial services sector may be adversely affected by,

among other things: (i) changes in governmental regulation, which may limit both the amounts and the types of loans and other financial commitments financial services companies can make, the interest rates and fees they can charge, the scope of their activities, the prices they can charge and the amount of capital they must maintain; (ii) fluctuations, including as a result of interest rate changes or increased competition, in the availability and cost of capital funds on which the profitability of financial services companies is largely dependent; (iii) deterioration of the credit markets; (iv) credit losses resulting from financial difficulties of borrowers, especially when financial services companies are exposed to non-diversified or concentrated loan portfolios; (v) financial losses associated with investment activities, especially when financial services companies are exposed to financial leverage; (vi) the risk that any financial services company experiences substantial declines in the valuations of its assets, takes action to raise capital, or ceases operations; (vii) the risk that a market shock or other unexpected market, economic, political, regulatory, or other event might lead to a sudden decline in the values of most or all companies in the financial services sector; and (viii) the interconnectedness or interdependence among financial services companies, including the risk that the financial distress or failure of one financial services company may materially and adversely affect a number of other financial services companies.

Foreign Currency Risk

The risk that fluctuations in exchange rates may adversely affect the value of the Fund's investments denominated in foreign currencies.

Foreign Investing Risk

The risk that the Fund's investments will be affected by political, regulatory, and economic risks not present in domestic investments. To the extent that investments are made in a limited number of countries, events in those countries will have a more significant impact on the Fund. If a Fund buys securities denominated in a foreign currency, receives income in foreign currencies, or holds foreign currencies from time to time, the value of the Fund's assets, as measured in U.S. dollars, can be affected unfavorably by changes in exchange rates relative to the U.S. dollar or other foreign currencies. Foreign markets are also subject to the risk that a foreign government could restrict foreign exchange transactions or otherwise implement unfavorable currency regulations.

High Yield Risk

The risk that debt instruments rated below investment grade or debt instruments that are unrated and determined by the Adviser to be of comparable quality are predominantly speculative. These instruments, commonly known as "junk bonds," have a higher degree of default risk and may be less liquid than higher-rated bonds. These instruments may be subject to greater price volatility due to such factors as specific corporate developments, interest rate sensitivity, negative perceptions of high yield investments generally, and less secondary market liquidity.

Index Risk

The risk that the Fund's return may not match or may underperform the return of the Index for a number of reasons, including, for example, (i) the performance of derivatives related to an index in which the Fund invests may not correlate with the performance of the Index and will be reduced by transaction costs or other aspects of the transaction's pricing; (ii) the Fund may not be able to find counterparties willing to enter into derivative instruments whose returns are based on the return of the Index or find parties who are willing to do so at an acceptable cost or level of risk to the Fund; (iii) the Fund's overall performance may be adversely affected by the performance of the Fund's investments in debt instruments and (iv) errors may arise in carrying out the Index's methodology, or the Index provider may incorrectly report information concerning the Index. Although it is anticipated that the Adviser will license from the Index's sponsor the right to use the Index as part of implementing the Fund's principal investment strategies, there can be no guarantee that the Index will be maintained indefinitely or that the Fund will be able to continue to utilize the Index to implement the Fund's principal investment strategies indefinitely. If the sponsor of the Index ceases to maintain the Index, the Fund no longer has the ability to utilize the Index to implement its principal investment strategies, or other circumstances exist that the mutual fund's board of Trustees concludes substantially limit the Fund's ability to create cost-effective synthetic investment exposure to the Index, the mutual fund's board of Trustees may substitute the Index with another index that it chooses in its sole discretion and without advance notice to shareholders. There can be no assurance that any substitute index so selected will be similar to the Index or will perform in a manner similar to the Index. Unavailability of the Index could affect adversely the ability of the Fund to achieve its investment objective.

Inflation-Indexed Bond Risk

The risk that such bonds will change in value in response to actual or anticipated changes in inflation rates in a manner unanticipated by the Fund's portfolio management team or investors generally. Inflation-indexed bonds are subject to debt securities risks.

Investment Company and Exchange-Traded Fund ("ETF") Risk

The risk that an investment company or other pooled investment vehicle, including any ETFs or money market funds, in which the Fund invests will not achieve its investment objective or execute its investment strategies effectively or that significant purchase or redemption activity by shareholders of such an investment company might negatively affect the value of the investment company's shares. The Fund must pay its pro rata portion of an investment company's fees and expenses.

Large Shareholder Risk

The risk that certain account holders, including the Adviser or funds or accounts over which the Adviser (or related parties of the Adviser) has investment discretion, may from time to time own or control a significant percentage of the Fund's shares. The Fund is subject to the risk that a redemption by those shareholders of all or a portion of their Fund shares, including as a result of an asset allocation decision made by the Adviser (or related parties of the Adviser), will adversely affect the Fund's performance if it is forced to sell portfolio securities or invest cash when the Adviser would not otherwise choose to do so. Redemptions of a large number of shares may affect the liquidity of the Fund's portfolio, increase the Fund's transaction costs, and accelerate the realization of taxable income and/or gains to shareholders.

Leveraging Risk

The risk that certain investments by the Fund involving leverage may have the effect of increasing the volatility of the Fund's portfolio, and the risk of loss in excess of invested capital.

Limited Operating History Risk

The risk that a recently formed fund has a limited operating history to evaluate and may not attract sufficient assets to achieve or maximize investment and operational efficiencies.

Liquidity Risk

The risk that the Fund may be unable to sell a portfolio investment at a desirable time or at the value the Fund has placed on the investment. Illiquidity may be the result of, for example, low trading volume, lack of a market maker, or contractual or legal restrictions that limit or prevent the Fund from selling securities or closing derivative positions. During periods of substantial market disruption, a large portion of the Fund's assets could potentially experience significant levels of illiquidity. The values of illiquid investments are often more volatile than the values of more liquid investments. It may be more difficult for the Fund to determine a fair value of an illiquid investment than that of a more liquid comparable investment.

Loan Risk

Includes the risk that (i) if the Fund holds a loan through another financial intermediary, or relies on a financial intermediary to administer the loan, its receipt of principal and interest on the loan may be subject to the credit risk of that financial intermediary; (ii) any collateral securing a loan may be insufficient or unavailable to the Fund, because, for example, the value of the collateral securing a loan can decline, be insufficient to meet the obligations of the borrower, or be difficult to liquidate, and the Fund's rights to collateral may be limited by bankruptcy or insolvency laws; (iii) investments in highly leveraged loans or loans of stressed, distressed, or defaulted issuers may be subject to significant credit and liquidity risk; (iv) a bankruptcy or other court proceeding could delay or limit the ability of the Fund to collect the principal and interest payments on that borrower's loans or adversely affect the Fund's rights in collateral relating to a loan; (v) there may be limited public information available regarding the loan and the relevant borrower(s); (vi) the use of a particular interest rate benchmark, such as LIBOR, may limit the Fund's ability to achieve a net return to shareholders that consistently approximates the average published Prime Rate of U.S. banks; (vii) the prices of certain floating rate loans that include a feature that prevents their interest rates from adjusting if market interest rates are below a specified minimum level may be more sensitive to changes in interest rates should interest rates rise but remain below the applicable minimum level; (viii) if a borrower fails to comply with various restrictive covenants that are typically in loan agreements, the borrower may default in payment of the loan; (ix) the Fund's investments in loans may be subject to risks associated with collateral impairment or access and risks associated with investing in unsecured loans; (x) opportunities to invest in loans or certain types of loans, such as senior loans, may be limited; (xi) transactions in loans may settle on a delayed basis, and the Fund may not receive the proceeds from the sale of a loan for a substantial period of time after the sale, which may result in sale proceeds related to the sale of loans not being available to make additional investments or to meet a Fund's redemption obligations until potentially a substantial period after the sale of the loans; and (xii) loans may be difficult to value and may be illiquid, which may adversely affect an investment in the Fund. A Fund may invest in loans directly or indirectly by investing in shares of the DoubleLine Floating Rate Fund and in either case will be subject to the risks described above.

Market Capitalization Risk

The risk that investing substantially in issuers in one market capitalization category (large, medium or small) may adversely affect the Fund because of unfavorable market conditions particular to that category of issuers, such as larger, more established companies being unable to respond quickly to new competitive challenges or attain the high growth rates of successful smaller companies, or, conversely, stocks of smaller companies being more volatile than those of larger companies due to, among other things, narrower product lines, more limited financial resources, fewer experienced managers and there typically being less publicly available information about small capitalization companies.

Market Risk

The risk that markets will perform poorly or that the returns from the securities in which the Fund invests will underperform returns from the general securities markets or other types of investments. Markets may, in response to governmental actions or intervention, political, economic or market developments, or other external factors, experience periods of high volatility and reduced liquidity. During those periods, the Fund may experience high levels of shareholder redemptions, and may have to sell securities at times when the Fund would otherwise not do so, and potentially at unfavorable prices. Certain securities may be difficult to value during such periods. These risks may be heightened for fixed income securities due to the current low interest rate environment.

Mortgage-Backed Securities Risk

The risk that borrowers may default on their mortgage obligations or the guarantees underlying the mortgage-backed securities will default or otherwise fail and that, during periods of falling interest rates, mortgage-backed securities will be called or prepaid, which may result in the Fund having to reinvest proceeds in other investments at a lower interest rate. During periods of rising interest rates, the average life of a mortgage-backed security may extend, which may lock in a below-market interest rate, increase the security's duration, and reduce the value of the security. Enforcing rights against the underlying assets or collateral may be difficult, or the underlying assets or collateral may be insufficient if the issuer defaults. The values of certain types of mortgage-backed securities, such as inverse floaters and interest-only and principal-only securities, may be extremely sensitive to changes in interest rates and prepayment rates.

Portfolio Management Risk

The risk that an investment strategy may fail to produce the intended results or that the securities held by the Fund will underperform other comparable funds because of the portfolio managers' choice of investments.

Price Volatility Risk

The risk that the value of the Fund's investment portfolio will change, potentially frequently and in large amounts, as the prices of its investments go up or down.

Real Estate Risk

The risk that real estate-related investments may decline in value as a result of factors affecting the real estate industry, such as the supply of real property in certain markets, changes in zoning laws, delays in completion of construction, changes in real estate values, changes in property taxes, levels of occupancy, and local and regional market conditions. Equity REITs, which invest primarily in direct fee ownership or leasehold ownership of real property and derive most of their income from rents, are generally affected by changes in the values of and incomes from the properties they own. Mortgage REITs invest mostly in mortgages on real estate, which may secure, for example, construction, development or long-term loans, and the main source of their income is mortgage interest payments. Mortgage REITs may be affected by the credit quality of the mortgage loans they hold. A hybrid REIT combines the characteristics of equity REITs and mortgage REITs, generally by holding both ownership interests and mortgage interests in real estate, and thus may be subject to risks associated with both real estate ownership and investments in mortgage-related securities. Along with the risks common to different types of real estate-related securities, REITs, no matter the type, involve additional risk factors, including poor performance by the REIT's manager, adverse changes to the tax laws, and the possible failure by the REIT to qualify for the favorable tax treatment available to REITs under the Code or the exemption from registration under the 1940 Act. REITs are not diversified and are heavily dependent on cash flow.

Securities or Sector Selection Risk

The risk that the securities held by the Fund will underperform securities held in other funds investing in similar asset classes or comparable benchmarks because of the portfolio managers' choice of securities or sectors for investment. To the extent the Fund focuses or concentrates its investments in a particular sector or related sectors, the Fund will be more susceptible to events or factors affecting companies in that sector or related sectors. For example, the values of securities of companies in the same or related sectors may be negatively affected by the common characteristics they share, the common business risks to which they are subject, common regulatory burdens, or regulatory changes that affect them similarly. Such characteristics, risks, burdens or changes include, but are not limited to, changes in governmental regulation, inflation or deflation, rising or falling interest rates, competition from new entrants, and other economic, market, political or other developments specific to that sector or related sectors.

Short Position Risk

The risk that an increase in the value of an instrument with respect to which the Fund has established a short position will result in a loss to the Fund.

Structured Products and Structured Notes Risk

The risk that an investment in a structured product may decline in value due to changes in the underlying instruments on which the product is based. The cash flow or rate of return on the underlying investments may be apportioned among the newly issued securities to create different investment characteristics, such as varying maturities, credit quality, payment priorities and interest rate provisions. The cash flow or rate of return on a structured investment may be determined by applying a multiplier to the rate of total return on the underlying investments or referenced indicator. Application of a multiplier is comparable to the use of financial leverage, a speculative technique. Holders of structured products indirectly bear risks associated with the underlying investments, index or reference obligation, and are subject to counterparty risk. Structured products are generally privately offered and sold, and thus, are not registered under the securities laws. Certain structured products may be thinly traded or have a limited trading market and may have the effect of increasing a Fund's illiquidity to the extent that the Fund, at a particular point in time, may be unable to find qualified buyers for these securities. Structured notes are derivative securities for which the amount of principal repayment and/or interest payments is based on the movement of one or more "factors." Investments in structured notes involve risks including interest rate risk, credit risk and market risk. Where a Fund's investments in structured notes are based upon the movement of one or more factors, depending on the factor used and the use of multipliers or deflators, changes in interest rates and movement of the factor may cause significant price fluctuations.

U.S. Government Securities Risk

The risk that debt securities issued or guaranteed by certain U.S. Government agencies, instrumentalities, and sponsored enterprises are not supported by the full faith and credit of the U.S. Government, and so investments in their securities or obligations issued by them involve credit risk greater than investments in other types of U.S. Government securities.

Valuation Risk

The risk that the valuation of the Fund's investments involves subjective judgment. There can be no assurance that the Fund will value its investments in a manner that accurately reflects their market values or that the Fund will be able to sell any investment at a price equal to the valuation ascribed to that investment for purposes of calculating the Fund's NAV. Certain securities in which the Fund may invest may be more difficult to value accurately, especially during periods of market disruptions or extreme market volatility. Incorrect valuations of the Fund's portfolio holdings could result in the Fund's shareholder transactions being effected at an NAV that does not accurately reflect the underlying value of the Fund's portfolio, resulting in the dilution of shareholder interests.

First Tennessee IBA Underlying Investment

First Tennessee Bank National Association, part of First Horizon National Corporation, was founded in March 1864 in Memphis, Tennessee as a chartered national bank. Additional information about First Tennessee Bank National Association can be found at https://www.firsttennessee.com/.

The following is a description of the investment objective and principal risks of investing in an Investment Option corresponding with the First Tennessee IBA Underlying Investment:

Underlying Investment	Ticker	Investment Objective	Principal Risks
First Tennessee Interest Bearing Account	None	The underlying deposit account for the TN First Tennessee Interest Bearing Account is currently an Interest-Bearing Account ("IBA") established by the Trust Fund at First Tennessee Bank National Association ("Bank"). The account is held at the Bank in the name of the Department of Treasury for the benefit of Account Owner's investing in the TN First Tennessee Interest Bearing Account Investment Option in order that the FDIC requirements for pass-through FDIC deposit insurance may be satisfied.	Income and FDIC Insurance Coverage

Income Risk

Income risk is the chance that investment's income will decline because of various factors.

FDIC Insurance Coverage Risk

The amount of FDIC insurance provided to each Account Owner is based upon the total of (1) the value of amounts invested on behalf of an Account Owner in the First TN Interest Bearing Account plus (2) the value of other Accounts held by an Account Owner in the same capacity, if any, at the Bank, as determined by the Bank and by FDIC regulations. **It is the responsibility of an Account Owner to determine how selecting the TN First Tennessee Interest Bearing Account Investment Option would be aggregated with other Accounts, if any, at First Tennessee Bank National Association.** For more information about the amount of FDIC deposit insurance applicable to deposits in a particular capacity, and the various types of capacity in which deposits may be held, see fdic.gov/deposit/deposits/brochures/your_insured_deposits-english.html.

PrimeCap Underlying Investment

PRIMECAP Management Company was founded in September 1983 in Pasadena, California, as an independent investment management company. Additional information about PRIMECAP, including prospectus information, can be found at *primecap.com*.

The following is a description of the investment objective and principal risks of investing in an Investment Option corresponding with a PRIMECAP Underlying Investment:

Underlying Investment	Ticker	Investment Objective	Principal Risks
PRIMECAP Odyssey Aggressive Growth Fund	POAGX	The Mutual Fund's investment objective is long-term capital appreciation. The Mutual Fund invests mainly in stocks of U.S. companies, emphasizing those companies with prospects for rapid earnings growth.	Foreign Securities Risk, Growth Stock Risk, Investment Style Risk, Manager Risk, Sector-focus Risk, Small- and Mid-Cap Stocks Risk, Stock Market Risk

Stock Market Risk

The chance that stock prices overall will decline. Stock markets tend to move in cycles, with periods of rising prices and periods of falling prices.

Manager Risk

The chance that, as a result of poor security selection by the Advisor, the Fund may underperform relative to its benchmarks or other funds with similar investment objectives.

Investment Style Risk

The chance that returns from the mix of small- and mid-cap stocks in the Fund's portfolio will trail returns from the overall stock market. Historically, these stocks have been more volatile in price than the large-cap stocks that dominate the overall stock market, and they often perform quite differently. Additionally, from time to time, growth stocks may be more volatile than the overall stock market.

Growth Stocks Risk

The chance that returns from growth stocks in the Fund's portfolio will trail returns from the overall stock market. Growth stocks are likely to be more volatile in price than the stock market as a whole. Historically, growth funds have tended to outperform the market as a whole in rising markets and underperform the market as a whole in declining markets. Of course, there is no guarantee that this pattern will continue in the future.

Sector-focus Risk

The chance that investing a significant portion of the Fund's assets in one sector of the market exposes the Fund to greater market risk and potential monetary losses than if those assets were spread among various sectors.

Small- and Mid-Cap Stocks Risk

The chance that small- and midcap stocks may trade less frequently or in more limited volume than those of larger, more established companies; may fluctuate in value more; and, as a group, may suffer more severe price declines during periods of generally declining stock prices.

Foreign Securities Risk

The chance that the value of foreign securities will be adversely affected by the political and economic environments and other overall economic conditions in the countries where the Fund invests. Investing in foreign securities involves: country risk, which is the chance that domestic events – such as political upheaval, financial troubles, or natural disasters – will weaken a country's securities markets; and currency risk, which is the chance that the value of a foreign investment, measured in U.S. dollars, will decrease because of unfavorable changes in currency exchange rates.

Vanguard Underlying Investment

The Vanguard Group, Inc. was founded in 1975 in Pennsylvania, providing investment advisory services to the Vanguard family of funds. Additional information about Vanguard, including prospectus information, can be found at institutional.vanguard.com.

The following is a description of the investment objective and principal risks of investing in an Investment Option that is invested in the applicable Vanguard Underlying Investment described below:

Underlying Investment	Ticker	Investment Objective	Principal Risks
Vanguard Emerging Markets Stock Index Fund (Admiral)	VEMAX	The Mutual Fund employs an indexing investment approach designed to track the performance of the FTSE Emerging Markets All Cap China A Inclusion Index, a market-capitalization-weighted index that is made up of approximately 4,027 common stocks of large-, mid-, and small-cap companies located in emerging markets around the world.	Country/Regional, Currency, Index Sampling, Stock Market
Vanguard High-Yield Corporate Fund (Admiral)	VWEAX	The Mutual Fund invests primarily in a diversified group of high-yielding, higher-risk corporate bonds—commonly known as “junk bonds”—with medium- and lower-range credit quality ratings.	Call, Credit, Extension, Income, Interest Rate, Liquidity, Manager
Vanguard Real Estate Index Fund (Admiral)	VGSLX	The Mutual Fund employs an indexing investment approach designed to track the performance of the MSCI US Investable Market Real Estate 25/50 Transition Index, an interim index that will gradually increase exposure to other real estate-related investments while proportionately reducing exposure to other stocks based on their weightings in the MSCI US Investable Market Real Estate 25/50 Index.	Interest Rate, Investment Style, Non-Diversification, Stock Market
Vanguard Short-Term Inflation-Protected Securities Index Fund (Institutional)	VTSPX	The Mutual Fund employs an indexing investment approach designed to track the performance of the Bloomberg Barclays U.S. Treasury Inflation-Protected Securities (TIPS) 0-5 Year Index. The Index is a market-capitalization-weighted index that includes all inflation-protected public obligations issued by the U.S. Treasury with remaining maturities of less than 5 years.	Income, Interest Rate
Vanguard Small-Cap Index Fund (Admiral)	VSMAX	The Mutual Fund employs an indexing investment approach designed to track the performance of the CRSP US Small Cap Index, a broadly diversified index of stocks of small U.S. companies. The Mutual Fund attempts to replicate the target index by investing all, or substantially all, of its assets in the stocks that make up the Index, holding each stock in approximately the same proportion as its weighting in the Index.	Investment Style, Stock Market

Underlying Investment	Ticker	Investment Objective	Principal Risks
Vanguard Short-Term Corporation Bond Index (Admiral)	VSCSX	The Mutual Fund employs an indexing investment approach designed to track the performance of the Bloomberg Barclays U.S. 1–5 Year Corporate Bond Index. This Index includes U.S. dollar-denominated, investment-grade, fixed-rate, taxable securities issued by industrial, utility, and financial companies, with maturities between 1 and 5 years.	Credit, Income, Index Sampling, Interest Rate, Liquidity
Vanguard Total Bond Market Index Fund (Institutional)	VBTIX	The Mutual Fund employs an indexing investment approach designed to track the performance of the Bloomberg Barclays U.S. Aggregate Float Adjusted Index. This Index represents a wide spectrum of public, investment-grade, taxable, fixed income securities in the United States—including government, corporate, and international dollar-denominated bonds, as well as mortgage-backed and asset-backed securities— all with maturities of more than 1 year.	Call, Credit, Extension, Income, Index Sampling, Manager, Prepayment
Vanguard International Stock Index Fund (Institutional)	VTSNX	The Mutual Fund employs an indexing investment approach designed to track the performance of the FTSE Global All Cap ex US Index, a float-adjusted market capitalization-weighted index designed to measure equity market performance of companies located in developed and emerging markets, excluding the United States. The Index includes approximately 6,013 stocks of companies located in 48 markets.	Country/Regional, Currency, Investment Style, Stock Market
Vanguard Total Stock Market Index Fund (Institutional)	VITSX	The Mutual Fund employs an indexing investment approach designed to track the performance of the CRSP US Total Market Index, which represents approximately 100% of the investable U.S. stock market and includes large-, mid-, small-, and micro-cap stocks regularly traded on the New York Stock Exchange and Nasdaq.	Index Sampling, Stock Market
Vanguard Total International Bond Index Fund (Institutional)	VTIFX	The Mutual Fund employs an indexing investment approach designed to track the performance of the Bloomberg Barclays Global Aggregate ex-USD Float Adjusted RIC Capped Index (USD Hedged). This Index provides a broad-based measure of the global, investment-grade, fixed-rate debt markets. The Index includes government, government agency, corporate, and securitized non-U.S. investment-grade fixed income investments, all issued in currencies other than the U.S. dollar and with maturities of more than one year.	Call, Country/Regional, Credit, Currency, Derivatives, Income, Index Sampling, Interest Rate, Non-Diversification
Vanguard Wellington Fund (Admiral)	VWENX	The Mutual Fund invests 60% to 70% of its assets in dividend-paying and, to a lesser extent, non-dividend-paying common stocks of established large companies. In choosing these companies, the advisor seeks those that appear to be undervalued but have prospects for improvement.	Call, Credit, Income, Interest Rate, Investment Style, Liquidity, Manager, Prepayment, Stock Market

Call Risk

Call risk is the chance that during periods of falling interest rates, issuers of callable bonds may call (redeem) securities with higher coupons rates or interest rates before their maturity dates. The Mutual Fund would then lose any price appreciation above the bond's call price and would be forced to reinvest the unanticipated proceeds at lower interest rates, resulting in a decline in the Mutual Fund's income. For mortgage-backed securities, this risk is known as prepayment risk.

Country/ Regional Risk

Country/regional risk is the chance that world events —such as political upheaval, financial troubles, or natural disasters —will adversely affect the value of securities issued by companies in foreign countries or regions.

Credit Risk

Credit risk is the chance that a bond issuer will fail to pay interest or principal in a timely manner or that negative perceptions of the issuer's ability to make such payments will cause the price of that bond to decline.

Currency Risk
Currency risk is the chance that the value of a foreign investment, measured in U.S. dollars, will decrease because of unfavorable changes in currency exchange rates.

Derivatives Risk

The Fund may invest in derivatives, which may involve risks different from, and possibly greater than, those of investments directly in the underlying securities or assets.

Extension Risk

Extension risk is the chance that during periods of rising interest rates, certain debt securities will be paid off substantially more slowly than originally anticipated, and the value of those securities may fall. For funds that invest in mortgage-backed securities, extension risk is the chance that during periods of rising interest rates, homeowners will prepay their mortgages at slower rates.

Income Risk

Income risk is the chance that a Mutual Fund's income will decline because of falling interest rates.

Index Sampling Risk

Index sampling risk is the chance that the securities selected for the Fund, in the aggregate, will not provide investment performance matching that of the Fund's target index.

Interest Rate Risk

Interest rate risk is the chance that bond prices will decline because of rising interest rates.

Investment Style Risk

Investment style risk is the chance that returns from the types of investments in which a Mutual Fund invests will trail returns from the overall stock market. Specific types of stocks tend to go through periods of doing better—or worse—than other segments of the stock market. These periods have, in the past, lasted for as long as several years.

Liquidity Risk

Liquidity risk is the chance that the Fund may not be able to sell a security in a timely manner at a desired price.

Manager Risk

Manager risk is the chance that poor security selection will cause a Mutual Fund to underperform relevant benchmarks or other investments with a similar investment objective.

Non-Diversification Risk

Non-Diversification risk is the chance that the Mutual Fund's performance may be hurt disproportionately by the poor performance of bonds issued by just a few issuers or even a single issuer. The Mutual Fund is considered non-diversified, which means that it may invest a significant percentage of its assets in bonds issued by a small number of issuers as compared with diversified Mutual Funds.

Prepayment Risk

Prepayment risk is the chance that during periods of falling interest rates, homeowners will refinance their mortgages before their maturity dates, resulting in prepayment of mortgage-backed securities held by the Fund. The Fund would then lose any price appreciation above the mortgage's principal and would be forced to reinvest the unanticipated proceeds at lower interest rates, resulting in a decline in the Fund's income. Such prepayments and subsequent reinvestments would also increase the Fund's portfolio turnover rate.

Stock Market Risk

Stock market risk, which is the chance that stock prices overall will decline.

Western Asset Underlying Investment

Western Asset Management Company, a subadvisor for Legg Mason Partners Fund Advisor, LLC, was founded in 1971 in Pasadena, California, providing investment advisory services to the Western Asset family of funds. Additional information about Western Asset, including prospectus information, can be found at http://www.westernasset.com/us/en/index.cfm.

The following is a description of the investment objective and principal risks of investing in an Investment Option corresponding with the Western Asset Underlying Investment:

Underlying Investment	Ticker	Investment Objective	Principal Risks
Western Asset Core Plus Bond Fund – Institutional	WACPX	The Mutual Fund invests in a portfolio of fixed income securities of various maturities and, under normal market conditions, will invest at least 80% of its net assets in debt and fixed income securities.	Market and interest rate risk, credit risk, high yield bonds risk, derivatives risk, leveraging risk, liquidity risk, foreign investments and emerging markets risk, currency risk, sovereign debt risk, prepayment or call risk, extension risk, valuation risk, markets events risk, hedging risk, cash management and defensive investing risk, mortgage-backed and asset-backed securities risk, portfolio management risk, redemption risk, cybersecurity risk

Market and Interest Rate Risk

The value of the fund's securities may go up or down, sometimes rapidly or unpredictably, due to general market conditions, such as real or perceived adverse economic or political conditions, inflation, changes in interest rates, lack of liquidity in the bond markets or adverse investor sentiment. If the value of the securities owned by the fund falls, the value of your investment will decline. The value of your investment will generally go down when interest rates rise. A rise in rates tends to have a greater impact on the prices of longer term or duration securities. Interest rates have been historically low, so the fund faces a heightened risk that interest rates may rise. A general rise in interest rates may cause investors to move out of fixed income securities on a large scale, which could adversely affect the price and liquidity of fixed income securities and could also result in increased redemptions from the fund. The maturity of a security may be significantly longer than its duration. A security's maturity and other features may be more relevant than its duration in determining the security's sensitivity to other factors affecting the issuer or markets generally such as changes in credit quality or in the yield premium that the market may establish for certain types of securities.

Credit Risk

If an issuer or guarantor of a security held by the fund or a counterparty to a financial contract with the fund defaults or is downgraded, or is perceived to be less creditworthy, or if the value of the assets underlying a security declines, the value of your investment will typically decline. Subordinated securities are more likely to suffer a credit loss than non-subordinated securities of the same issuer and will be disproportionately affected by a default, downgrade or perceived decline in creditworthiness.

High Yield ("junk") Bonds Risk

High yield bonds are generally subject to greater credit risks than higher-grade bonds, including the risk of default on the payment of interest or principal. High yield bonds are considered speculative, tend to be less liquid and are more difficult to value than higher grade securities. High yield bonds tend to be volatile and more susceptible to adverse events, credit downgrades and negative sentiments and may be difficult to sell at a desired price, or at all, during periods of uncertainty or market turmoil.

Derivatives Risk

Using derivatives can increase fund losses and reduce opportunities for gains when market prices, interest rates, currencies, or the derivatives themselves, behave in a way not anticipated by the fund. Using derivatives also can have a leveraging effect and increase fund volatility. Certain derivatives have the potential for unlimited loss, regardless of the size of the initial investment. Derivatives may be difficult to sell, unwind or value, and the counterparty may default on its obligations to the fund. Derivatives are generally subject to the risks applicable to the assets, rates, indices or other indicators underlying the derivative. The value of a derivative may fluctuate more than the underlying assets, rates, indices or other indicators to which it relates. Use of derivatives may have different tax consequences for the fund than an investment in the underlying security, and those differences may affect the amount, timing and character of income distributed to shareholders. The U.S. government and foreign governments are in the process of adopting and implementing regulations governing derivatives markets, including mandatory clearing of certain derivatives, margin and reporting requirements. The ultimate impact of the regulations remains unclear. Additional regulation of derivatives may make derivatives more costly, limit their availability or utility, otherwise adversely affect their performance or disrupt markets. Credit default swap contracts involve heightened risks and may result in losses to the fund. Credit default swaps may be illiquid and difficult to value, and they increase credit risk since the fund has exposure to both the issuer whose credit is the subject of the swap and the counterparty to the swap.

Leveraging Risk

The value of your investment may be more volatile if the fund borrows or uses derivatives or other investments that have a leveraging effect on the fund's portfolio. Other risks described in the fund's prospectus also will be compounded because leverage generally magnifies the effect of a change in the value of an asset and creates a risk of loss of value on a larger pool of assets than the fund would otherwise have had. The fund may also have to sell assets at inopportune times to satisfy its obligations. The use of leverage is considered to be a speculative investment practice and may result in the loss of a substantial amount, and possibly all, of the fund's assets.

Liquidity Risk

Some assets held by the fund may be impossible or difficult to sell, particularly during times of market turmoil. These illiquid assets may also be difficult to value. Markets may become illiquid when, for instance, there are few, if any, interested buyers or sellers or when dealers are unwilling or unable to make a market for certain securities. As a general matter, dealers recently have been less willing to make markets for fixed income securities. If the fund is forced to sell an illiquid asset to meet redemption requests or other cash needs, the fund may be forced to sell at a loss. The fund may not receive its proceeds from the sale of certain securities for an extended period (for example, several weeks or even longer).

Foreign Investments and Emerging Markets Risk

The fund's investments in securities of foreign issuers or issuers with significant exposure to foreign markets involve additional risk. Foreign countries in which the fund may invest may have markets that are less liquid, less regulated and more volatile than U.S. markets. The value of the fund's investments may decline because of factors affecting the particular issuer as well as foreign markets and issuers generally, such as unfavorable or unsuccessful government actions, reduction of government or central bank support and political or financial instability. Lack of information may also affect the value of these securities. The risks of foreign investments are heightened when investing in issuers in emerging market countries. Emerging market countries tend to have economic, political and legal systems that are less fully developed and are less stable than those of more developed countries. Less developed markets are more likely to experience problems with the clearing and settling of trades and the holding of securities by banks, agents and depositories that are less developed than those in the United States. They are often particularly sensitive to market movements because their market prices tend to reflect speculative expectations. Low trading volumes may result in a lack of liquidity and in extreme price volatility.

Currency Risk

The value of investments in securities denominated in foreign currencies increases or decreases as the rates of exchange between those currencies and the U.S. dollar change. Currency conversion costs and currency fluctuations could erase investment gains or add to investment losses. Currency exchange rates can be volatile, and are affected by factors such as general economic conditions, the actions of the U.S. and foreign governments or central banks, the imposition of currency controls and speculation.

Sovereign Debt Risk

Sovereign government and supranational debt involve many of the risks of foreign and emerging markets investments as well as the risk of debt moratorium, repudiation or renegotiation and the fund may be unable to enforce its rights against the issuers.

Prepayment or Call Risk

Many issuers have a right to prepay their fixed income securities. Issuers may be more likely to prepay their securities if interest rates fall. If this happens, the fund will not benefit from the rise in the market price of the securities that normally accompanies a decline in interest rates, and will be forced to reinvest prepayment proceeds at a time when yields on securities available in the market are lower than the yield on prepaid securities. The fund may also lose any premium it paid on prepaid securities.

Extension Risk

When interest rates rise, repayments of fixed income securities, particularly asset- and mortgage-backed securities, may occur more slowly than anticipated, extending the effective duration of these fixed income securities at below market interest rates and causing their market prices to decline more than they would have declined due to the rise in interest rates alone. This may cause the fund's share price to be more volatile.

Valuation Risk

The sales price the fund could receive for any particular portfolio investment may differ from the fund's valuation of the investment, particularly for securities that trade in thin or volatile markets or that are valued using a fair value methodology. Investors who purchase or redeem fund shares on days when the fund is holding fair-valued securities may receive fewer or more shares or lower or higher redemption proceeds than they would have received if the fund had not fair-valued securities or had used a different valuation methodology. The fund's ability to value its investments may be impacted by technological issues and/or errors by pricing services or other third party service providers.

Market Events Risk

In the past decade financial markets throughout the world have experienced increased volatility, depressed valuations, decreased liquidity and heightened uncertainty. Governmental and non-governmental issuers have defaulted on, or been forced to restructure, their debts. These conditions may continue, recur, worsen or spread. Events that have contributed to these market conditions include, but are not limited to, major cybersecurity events; geopolitical events (including wars and terror attacks); measures to address budget deficits; downgrading of sovereign debt; declines in oil and commodity prices; dramatic changes in currency exchange rates; and public sentiment. The U.S. government and the Federal Reserve, as well as certain foreign governments and central banks, have taken steps to support financial markets, including by keeping interest rates at historically low levels. This and other government intervention may not work as intended, particularly if the efforts are perceived by investors as being unlikely to achieve the desired results. The Federal Reserve has reduced its market support activities and recently has begun raising interest rates. Certain foreign governments and central banks are implementing or discussing so-called negative interest rates (e.g., charging depositors who keep their cash at a bank) to spur economic growth. Further Federal Reserve or other U.S. or non-U.S. governmental or central bank actions, including interest rate increases or contrary actions by different governments, could negatively affect financial markets generally, increase market volatility and reduce the value and liquidity of securities in which the fund invests.

Policy and legislative changes in the United States and in other countries are affecting many aspects of financial regulation and may in some instances contribute to decreased liquidity and increased volatility in the financial markets. The impact of these changes on the markets, and the practical implications for market participants, may not be fully known for some time. Economies and financial markets throughout the world are increasingly interconnected. Economic, financial or political events, trading and tariff arrangements, terrorism, natural disasters and other circumstances in one country or region could have profound impacts on global economies or markets. As a result, whether or not the fund invests in securities of issuers located in or with significant exposure to the countries directly affected, the value and liquidity of the fund's investments may be negatively affected.

Hedging Risk

There can be no assurance that the fund will engage in hedging transactions at any given time, even under volatile market conditions, or that any hedging transactions the fund engages in will be successful. Hedging transactions involve costs and may reduce gains or result in losses.

Cash Management and Defensive Investing Risk

The value of the investments held by the fund for cash management or defensive investing purposes can fluctuate. Like other fixed income securities, they are subject to risk, including market, interest rate and credit risk. If the fund holds cash uninvested it will be subject to the credit risk of the depository institution holding the cash. If the fund holds cash uninvested, the fund will not earn income on the cash and the fund's yield will go down. If a significant amount of the fund's assets is used for cash management or defensive investing purposes, it may not achieve its investment objective.

Mortgage-Backed and Asset-Backed Securities Risk

When market interest rates increase, the market values of mortgage-backed securities decline. At the same time, however, mortgage refinancings and prepayments slow, which lengthens the effective duration of these securities. As a result, the negative effect of the interest rate increase on the market value of mortgage-backed securities is usually more pronounced than it is for other types of fixed income securities, potentially increasing the volatility of the fund. Conversely, when market interest rates decline, while the value of mortgage-backed securities may increase, the rate of prepayment of the underlying mortgages also tends to increase, which shortens the effective duration of these securities. Mortgage-backed securities are also subject to the risk that underlying borrowers will be unable to meet their obligations and the value of property that secures the mortgage may decline in value and be insufficient, upon foreclosure, to repay the associated loan. Investments in asset-backed securities are subject to similar risks.

Portfolio Management Risk

The value of your investment may decrease if the subadvisers' judgment about the quality, relative yield, value or market trends affecting a particular security, industry, sector or region, or about interest rates, is incorrect, or if there are imperfections, errors or limitations in the tools and data used by the subadvisers. In addition, the fund's investment strategies or policies may change from time to time. Those changes may not lead to the results intended by the subadvisers and could have an adverse effect on the value or performance of the fund.

Redemption Risk

The fund may experience heavy redemptions that could cause the fund to liquidate its assets at inopportune times or at a loss or depressed value, which could cause the value of your investment to decline.

Cybersecurity Risk

Cybersecurity incidents may allow an unauthorized party to gain access to fund assets, customer data (including private shareholder information), or proprietary information, or cause the fund, the manager, the subadvisers and/or their service providers (including, but not limited to, fund accountants, custodians, sub-custodians, transfer agents and financial intermediaries) to suffer data breaches, data corruption or loss of operational functionality.

Before investing, review the full Disclosure Brochure and carefully consider the Program's investment objectives, risks, fees and expenses.

ABLE TN, the Trustees and the Department of Treasury and its employees are not authorized to provide legal, financial or tax advice. Prospective and existing Account Owners should consult their personal legal, tax or other advisors for *inquiries specific to their circumstances.*

For more information about the Program, contact: ABLE TN, P.O. Box 55599, Boston, MA 02205–5599; (855) 922–5386; www.AbleTN.gov; email: ABLE.TN@tn.gov.