



MISSOURI STATE TREASURER

Program Description, Privacy Policy, and Participation Agreement

Program Description

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MOST—Missouri’s 529 College Savings Plan Highlights

Purpose of the Plan	To help individuals and families save for college expenses through a tax-advantaged investment plan sponsored by the State of Missouri.
Who’s Who in the Plan	<p>The State of Missouri sponsors MOST—Missouri’s 529 College Savings Plan (the “Plan”).</p> <p>Ascensus College Savings Recordkeeping Services, LLC, serves as Program Manager and Recordkeeping and Servicing Agent for the Plan, and—together with its affiliates, Ascensus Investment Advisors, LLC, and Ascensus Broker Dealer Services, Inc.—has contracted with the State Treasurer to provide services for the Plan. The MOST Services Contract between Ascensus and the State Treasurer will run through June 2021. Investment management services are provided by The Vanguard Group.</p> <p>See Part 1. Introduction, page 4.</p>
Contact Information	<p>MOST—Missouri’s 529 College Savings Plan P.O. Box 219212 Kansas City, MO 64121-9212</p> <p>MissouriMost.org Email: most529@missourimost.org Phone: 888-414-MOST (888-414-6678)</p>
Eligibility (Account Owner)	<p>The Plan is open to U.S. citizens and resident aliens who have a Social Security number or taxpayer identification number, and have a U.S. permanent address that is not a P.O. box. There are no restrictions on state of residence or income. Corporations and certain other types of entities may participate in the Plan.</p> <p>See Part 2. Getting Started, page 6.</p>
Beneficiary	<p>The Beneficiary may be a U.S. citizen or resident alien, with a Social Security number or taxpayer identification number, of any age, from newborn to adult. You can change Beneficiaries or transfer a portion of the account to a different Beneficiary without adverse tax consequences, provided the two Beneficiaries are members of the same family.</p> <p>See Part 7. Other Information About Your Account—Changing the Beneficiary, page 34.</p>
Contributions	<ul style="list-style-type: none">• Contributions may be made by anyone, regardless of income.• Initial contribution: No minimum.• Additional contributions: No minimum. This includes all recurring contributions (also known as an automatic investment plan, or AIP), payroll direct deposits, and contributions through Ugift®.• Maximum Contribution Limit: \$325,000—Accounts for the same Beneficiary that have reached the Maximum Contribution Limit may continue to accrue earnings, but additional contributions are prohibited. <p>See Part 7. Other Information About Your Account—Contributions, page 29.</p>
Investment Options and Performance	<p>19 different investment options, managed by Vanguard and Dimensional Fund Advisors LP (“DFA”):</p> <ul style="list-style-type: none">• 3 Age-Based Options.• 16 Individual Portfolios. <p>See Part 3. The Plan Investment Options, page 8.</p>

Risk Factors of the Plan	<p>Investing in the Plan involves certain risks, including (i) the possibility that you may lose money over short or even long periods, (ii) the risk of federal and/or state tax law changes, (iii) the risk of Plan changes including changes in fees, and (iv) the risk that contributions to the Plan may adversely affect the eligibility of the Beneficiary or the Account Owner for financial aid or other benefits.</p> <p>See Part 5. Risks of Investing in the Plan, page 26.</p>
Fees and Charges	<p>Asset-based management fee: 0.23% to 0.58%, depending on the investment option.</p> <p>See Part 4. The Plan Fees and Charges, page 24.</p>
Tax Advantages	<ul style="list-style-type: none"> • Earnings accrue free from federal income tax. • Depending on the state where you live or pay state income tax, your earnings may or may not be subject to state income tax. • Up to \$8,000 per year deduction from Missouri state income tax for single filers (\$16,000 if married filing jointly). • No federal income tax on Qualified Withdrawals. • No gift tax on contributions up to \$70,000 (single) and \$140,000 (married filing jointly)—prorated over five years. <p>Contributions to a 529 college savings plan are not deductible for federal income tax purposes. This Program Description does not contain tax advice. You should consult your tax advisor for more information.</p> <p>See Part 8. Federal and State Tax Treatment, page 36.</p>
Qualified Withdrawals	<p>Assets in your Plan account can be used to pay for tuition, room and board (with limitations), books, supplies, fees, and equipment required for enrollment or attendance at any eligible postsecondary school in the United States or abroad, as well as for computer and certain peripheral equipment, certain computer software, and internet access and related services, if the items are to be used primarily by the Beneficiary during any of the years the Beneficiary is enrolled at any eligible postsecondary school in the United States or abroad. You should consult your tax advisor for more information.</p> <p>See Part 7. Other Information About Your Account—Withdrawals, page 31.</p>
Account Control	<p>As Account Owner, you can:</p> <ul style="list-style-type: none"> • Retain control of how and when the money is used. • Change the Beneficiary without paying federal income tax or a penalty, if the new Beneficiary is a qualifying family member of the former Beneficiary. • Make Nonqualified Withdrawals, subject to applicable federal and state income taxes on earnings and a 10% federal penalty tax on earnings. <p>See Part 7. Other Information About Your Account, page 29.</p>
Online Applications and Account Information	<ul style="list-style-type: none"> • Account Owners may enroll online or obtain an Enrollment Application at MissouriMost.org or by mail. • Account Owners may choose to receive periodic account statements, transaction confirmations, and other personal correspondence online, rather than in paper format. • Other account activities can be completed online, including exchanges, Qualified Withdrawals, and account maintenance. <p>See Part 2. Getting Started, page 6.</p>
Privacy Policies	<p>All information you provide to the Plan is treated confidentially. The State of Missouri and Ascensus have privacy policies for the benefit of Plan Account Owners.</p> <p>See The Plan Privacy Policy, page 41.</p>

Part 1. Introduction

General Information About 529 Plans and the Plan

Section 529 of the Internal Revenue Code permits states and state agencies to sponsor qualified tuition programs (“529 plans”), which are tax-advantaged programs intended to help individuals and families pay the costs of higher education. MOST—Missouri’s 529 College Savings Plan (the “Plan”) is a 529 plan sponsored by the State of Missouri. Even if you do not live in Missouri, you may invest in the Plan.

Prospective Account Owners should consider many factors before deciding to invest in a 529 plan such as the Plan, including the Plan’s investment options and its performance history, the Plan’s flexibility and features, the reputation and expertise of the Plan’s investment managers, the Plan’s contribution limits, the Plan’s fees and expenses, and federal and state tax benefits associated with an investment in the Plan.

Who’s Who in the Plan

The Trust. The Missouri Higher Education Savings Program (the “Program Trust”) is a trust created by the State of Missouri. When you invest in the Plan, you are purchasing Portfolio Units issued by the Program Trust. Portfolio Units are municipal fund securities, subject to the applicable rules of the Municipal Securities Rulemaking Board.

The Board. The Plan has been implemented and is administered by the Missouri Higher Education Savings Program Board (the “Board”). The Board, whose chairman is the State Treasurer, has established a qualified tuition program within the meaning of Section 529 of the Internal Revenue Code of 1986.

Ascensus. Ascensus is the entity chosen by the Board to be the Program Manager for MOST—Missouri’s 529 College Savings Plan, responsible for the day-to-day operations of the Plan. (“Ascensus” is used to refer collectively or individually, as the case requires, to Ascensus College Savings Recordkeeping Services, LLC, Ascensus Broker Dealer Services, Inc., Ascensus Investment Advisors, LLC, and their affiliates.) Under the MOST Services Contract between Ascensus and the Board (which expires in 2021 and may be terminated sooner under certain circumstances, including a material breach of the contract by Ascensus or if subsequent legislation or regulation changes, making the continued operation of the Program Trust not in the best interest of you or the Beneficiaries), the Board may hire new or additional entities in the future to manage all or part of the Plan’s assets. With the exception of service providers authorized by the Board and retained by Ascensus to provide certain services under the MOST Services Contract, Ascensus will not be liable for the acts or omissions of other service providers to the Plan or the Board prior to or after June 2021.

Vanguard. Vanguard is the entity chosen by the Board and Ascensus to be the Plan’s Investment Manager and to assist Ascensus in marketing the Plan and distributing the securities issued through the Plan. (“Vanguard” is used to refer collectively or individually, as the case requires, to The Vanguard Group, Inc., Vanguard Marketing Corporation, and their affiliates.)

Dimensional Fund Advisors LP (“DFA”). DFA is an entity chosen by the Board to manage some of the investment options offered in the Plan.

Throughout this document, the State of Missouri, any instrumentality of the state, the Program Trust, the Board, Ascensus, Vanguard, and DFA are referred to collectively as “Associated Persons” of the Plan.

Important Legal Information

IMPORTANT INFORMATION ABOUT OPENING A NEW ACCOUNT. The Plan is required by federal law to obtain from each person who opens an account certain personal information—including name, street address, and date of birth, among other information—that will be used to verify identity. If you do not provide us with this information, we will not be able to open the account. If we are unable to verify your identity, the Plan reserves the right to close your account or take other steps we deem reasonable. 529 plans are intended to be used only to save for qualified higher-education expenses. 529 plans are not intended to be used, nor should they be used, by any taxpayer for the purpose of evading federal or state taxes or tax penalties. This Program Description is not intended to constitute, nor does it constitute, legal or tax advice. Taxpayers should seek tax advice from an independent financial, tax, or other advisor for more information on the tax implications of investing in the Plan based on their own particular circumstances.

State tax and other benefits. If you are not a Missouri taxpayer, consider before investing whether your or the Beneficiary’s home state offers a 529 plan that provides its taxpayers with favorable state tax or other benefits that may only be available through investment in the home state’s 529 plan, and which are not available through investment in the Plan. Since different states have different tax provisions, this Program Description contains limited information about the state tax consequences of investing in the Plan. Therefore, please consult your financial, tax, or other advisor to learn more about how state-based benefits (or any limitations) would apply to your specific circumstances. You may also wish to contact your home state’s 529 plan(s), or any other 529 plan, to learn more about those plans’ features, benefits, and limitations. Keep in mind that state-based benefits should be one of many appropriately weighted factors to be considered when making an investment decision.

Investments are not guaranteed or insured. Investments in the Plan are not guaranteed or insured by the Plan, any of its Associated Persons, the Federal Deposit Insurance Corporation (“FDIC”), or any other entity. The value of your account will depend on market conditions and the performance of the investment options you select. Investments in the Plan can go up or down in value, and you could lose money by investing in the Plan.

The Plan is not a mutual fund. Although money contributed to the Plan will be invested in portfolios that hold Vanguard mutual funds, DFA funds, a separate account, or any combination, neither the Plan nor any of the Plan’s investment portfolios are mutual funds. An investment in the Plan is an investment in municipal fund securities that are issued and offered by the Program Trust. These securities are not registered with the U.S. Securities and Exchange

Commission (“SEC”) or any state. The Program Trust, the Plan, and the Plan’s portfolios are not registered as investment companies with the SEC or any state.

Suitability. The Plan and its Associated Persons make no representations regarding the suitability of the Plan’s investment options for any particular investor. Other types of investments and other types of college savings vehicles may be more appropriate depending on your personal circumstances. Please consult your tax or investment advisor for more information.

Not an offer to sell. This Program Description does not constitute an offer to sell or the solicitation of an offer to buy, nor shall there be any sale of a security issued by the Program Trust by any person in any jurisdiction in which it is unlawful for such person to make such an offer, solicitation, or sale.

Information subject to change. The information in this Program Description is believed to be accurate as of the cover date but is subject to change without notice. No one is authorized to provide information that is different from the information in the most current form of this Program Description and any amendments to this Program Description.

Important reference material. Please keep this Program Description for future reference. This document gives you important information about the Plan, including information about the investment risks associated with, and the terms under which you agree to participate in, the Plan.

Part 2. Getting Started

This section offers a brief overview of the process needed to (1) open an account with the Plan, (2) choose a Beneficiary, (3) choose a successor Account Owner, (4) choose your investment options, and (5) contribute money to an account.

Before you begin, it is important that you understand two terms used throughout this Program Description:

- The **Account Owner** is the person who opens an account with the Plan and controls the assets held in the account. References in this document to “you” mean you in your capacity as the Account Owner.
- The **Beneficiary** (future student) is the person designated by the Account Owner whose higher-education expenses will be paid (in whole or in part) using money from the account.

1. Opening an Account

Who Can Open an Account?

To be an Account Owner, you must be a U.S. citizen or resident alien and must have a Social Security number or taxpayer identification number. You must provide the Plan with a U.S. permanent address that is not a P.O. box. Corporations and certain other types of entities may participate in the Plan. If you are opening an account as a trust, you must include copies of the pages of the trust agreement containing the name of the trust, the date of the trust, and a listing of all trustees and their signatures.

A state or local government (or agency or instrumentality) or organization described in Section 501(c)(3) of the Internal Revenue Code may open an account to fund scholarships. Please provide any legal documentation that identifies the person(s) who have the authority to act on behalf of the account. Minors may be Account Owners; however, if an account is opened in the name of a minor as Account Owner, a parent or guardian must execute the Enrollment Application on behalf of the minor.

Although contributions to an account can be made by anyone, only the Account Owner can control how those assets are invested and used. There can be only one Account Owner per account. You may grant another person the ability to take certain actions with respect to your account by completing the appropriate form(s). You may name a successor Account Owner to assume control of the account if you die.

How Do You Open an Account?

- **Online:** Complete the Enrollment Application at MissouriMost.org.
- **By mail:** Complete, sign, and mail an Enrollment Application to MOST—Missouri’s 529 College Savings Plan
P.O. Box 219212
Kansas City, MO 64121-9212

Please see **Part 7. Other Information About Your Account** for a description of the Enrollment Application process and for more details on setting up an account with the Plan.

2. Choosing a Beneficiary

- Designate a Beneficiary for the account on your Enrollment Application. A Beneficiary must be a U.S. citizen or resident alien and have a Social Security number or taxpayer identification number.
- You may designate only one Beneficiary per account, but different Account Owners may establish different accounts for the same Beneficiary.
- You do not have to be related to the Beneficiary.
- You may designate yourself as Beneficiary.

3. Choosing a Successor Account Owner

You may wish to consider designating who will become the Account Owner in the event of your death. This is optional but recommended by the Plan. Please see **Part 7. Other Information About Your Account—Designation of Successor Account Owner**.

4. Choosing an Investment Option

You may select from a number of investment options. The options fall into two categories:

- **Age-Based Options** (3 options). The asset allocation of money invested in the Age-Based Options is automatically adjusted over time to become more conservative as the Beneficiary approaches college age.
- **Individual Portfolios** (16 options). The asset allocation of money invested in any of the Individual Portfolios is static; it does not change over time.

Each time you contribute, you may choose up to five investment options. You must allocate a minimum of 5% of the contribution to each option you choose. Please see **Part 3. The Plan Investment Options** for details, including investment objectives, strategies, risks, and fees.

5. Contributing to an Account

Initial Contribution

- There is no minimum investment required to invest in the Plan.

Additional Contributions

- You may make additional contributions to your account at any time, in any amount. There is no minimum additional contribution requirement.

Rollover Contributions and Other Transfers

- You may contribute to the Plan through a rollover or transfer from another state’s 529 plan or from another account in the Plan.

Other Contributions

- You may contribute with assets liquidated from an UGMA/UTMA custodial account, an education savings account, or certain U.S. savings bonds issued after 1989.

Please see **Part 7. Other Information About Your Account—Contributions** for additional details on contributing to your account, setting up recurring contributions (also known as an automatic investment plan, or AIP), and the guidelines relating to transfers and rollovers.

Part 3. The Plan Investment Options

Investment Option Summary

The Plan offers many different investment options for your contributions.

- You can choose from among 3 Age-Based Options, in which your money automatically is moved to progressively more conservative Portfolios as your Beneficiary approaches college age. You can select the Age-Based Option—conservative, moderate, or aggressive—that best reflects your own risk tolerance.
- You can choose from among 16 Individual Portfolios that offer investment choices of stock funds, bond funds, and short-term reserves. If you choose an Individual Portfolio, your money will remain in that Portfolio until you instruct the Plan to move it.

Whenever you contribute money to your account, you may allocate the contribution among a maximum of five investment options. For example, you may choose five Individual Portfolios, or one Age-Based Option and four Individual Portfolios, etc.

Regardless of how many investment options you select, you must allocate a minimum of 5% of your contribution to each option you choose. For example, you could choose three investment options and allocate your contribution 60%, 35%, and 5%.

Each investment option invests its assets in one or more mutual funds or separate accounts managed by Vanguard or DFA (the “Underlying Investments”). Please keep in mind that you will not own shares of the mutual funds or interests in the separate accounts. You are purchasing units in the state Program Trust, which invests your money in the Underlying Investments.

The Board reserves the right to change, at any time and without prior notice, the investment options, the Portfolios that make up the Age-Based Options, the asset allocation of the Individual Portfolios, or the Underlying Investments in which the Portfolios invest.

Note: The investment time horizon for college investing is expected to be very short relative to that for retirement investing (i.e., 5 to 20 years versus 30 to 60 years). Also, the need for liquidity during the withdrawal phase (to pay for certain educational expenses) generally is very important. You should seriously consider the level of risk you wish to assume, your investment time horizon, and other factors important to you, before you select

investment options. You should periodically assess and, if appropriate, adjust your investment choices with the same factors in mind.

Note also that none of the Age-Based Options, the Multi-Fund Individual Portfolios, or Vanguard can offer any assurance that the recommended asset allocations will either maximize returns, minimize risk, or be the appropriate allocation in all circumstances for every investor with a particular time horizon or risk tolerance.

The Age-Based Options

You may choose from the following three Age-Based Options:

- Conservative Age-Based Option
- Moderate Age-Based Option
- Aggressive Age-Based Option

The Age-Based Options are designed to take into account a Beneficiary’s age and your investing time horizon—i.e., the number of years before the Beneficiary is expected to attend college or an accredited postsecondary educational institution (“Eligible Educational Institution”). Within the Age-Based Options, you may invest, according to your risk tolerance, in a conservative, a moderate, or an aggressive asset allocation. In general, for younger Beneficiaries, the Age-Based Options will be invested in Portfolios more heavily weighted in stocks to capitalize on the longer investment horizon and to try to maximize returns.

As time passes, account assets are automatically moved to more conservative Portfolios in an effort to preserve capital as the withdrawal phase approaches. There is no assurance that any Portfolio will be able to achieve its goals.

As the table below shows, for any particular age group, the Conservative Age-Based Option usually has a higher concentration of assets in bonds and short-term reserves than does the Moderate Age-Based Option. The same is true for the Moderate Age-Based Option compared with the Aggressive Age-Based Option. Portfolios with higher allocations in bonds and short-term reserves tend to be less volatile than those with higher stock allocations. Less volatile Portfolios generally will not decline as much when stock markets go down, but also generally will not appreciate in value as much when stock markets go up.

For each of the Age-Based Options, the Plan will automatically exchange assets from one Portfolio to another as the Beneficiary ages. The exchange occurs during the month following the month of the Beneficiary's birth date, according to the following schedule:

Age-Based Options

Age of Beneficiary	Conservative Option	Moderate Option	Aggressive Option
Newborn through 5	Vanguard Moderate Growth Portfolio 60% Stocks 40% Bonds	Vanguard Growth Portfolio 80% Stocks 20% Bonds	Vanguard Aggressive Growth Portfolio 100% Stocks
6 through 10	Vanguard Conservative Growth Portfolio 60% Bonds 40% Stocks	Vanguard Moderate Growth Portfolio 60% Stocks 40% Bonds	Vanguard Growth Portfolio 80% Stocks 20% Bonds
11 through 15	Vanguard Income Portfolio 80% Bonds 20% Stocks	Vanguard Conservative Growth Portfolio 60% Bonds 40% Stocks	Vanguard Moderate Growth Portfolio 60% Stocks 40% Bonds
16 through 18	Vanguard Conservative Income Portfolio 75% Bonds 25% Short-Term Reserves	Vanguard Income Portfolio 80% Bonds 20% Stocks	Vanguard Conservative Growth Portfolio 60% Bonds 40% Stocks
19 or older	Vanguard Interest Accumulation Portfolio 100% Short-Term Reserves	Vanguard Conservative Income Portfolio 75% Bonds 25% Short-Term Reserves	Vanguard Income Portfolio 80% Bonds 20% Stocks

Note: A Portfolio's investment in short-term reserves generally includes, but is not limited to, very short-term debt securities such as interest-bearing bank deposits, money market instruments, U.S. Treasury bills, short-term bonds, and funding agreements issued by one or more insurance companies.

The Individual Portfolios

Unlike the Age-Based Options, the Individual Portfolios do not change asset allocations as the Beneficiary ages. Instead, the asset allocation of each Portfolio remains fixed over time.

If you choose to invest in Individual Portfolios that have a significant weighting in stocks, you should consider moving your assets to more conservative Portfolios as your Beneficiary approaches college age. Please note that there are limitations on your ability to move assets from one Portfolio to another. See **Part 7. Other Information About Your Account—Changing Investment Options for Current Balances and Future Contributions.**

The Individual Portfolios consist of six Multi-Fund Individual Portfolios, which invest in multiple Underlying Investments (the percentages of those investments are detailed in the following table), and ten Single-Fund Individual Portfolios, which invest in a single Underlying Investment.

Multi-Fund Individual Portfolios:

- Vanguard Aggressive Growth Portfolio
- Vanguard Growth Portfolio
- Vanguard Moderate Growth Portfolio
- Vanguard Conservative Growth Portfolio
- Vanguard Income Portfolio
- Vanguard Conservative Income Portfolio

Single-Fund Individual Portfolios:

- Vanguard Interest Accumulation Portfolio
- DFA U.S. Large Cap Value Portfolio
- DFA U.S. Small Cap Portfolio
- DFA International Core Equity Portfolio
- DFA U.S. Core Equity 1 Portfolio
- DFA Two-Year Global Fixed Income Portfolio
- Vanguard Total Bond Market Index Portfolio
- Vanguard Total International Bond Index Portfolio
- Vanguard Total Stock Market Index Portfolio
- Vanguard Total International Stock Index Portfolio

The following table provides the allocations of the Underlying Investments for each Multi-Fund Individual Portfolio.

Underlying Investment	Vanguard Aggressive Growth Portfolio	Vanguard Growth Portfolio	Vanguard Moderate Growth Portfolio	Vanguard Conservative Growth Portfolio	Vanguard Income Portfolio	Vanguard Conservative Income Portfolio
Vanguard Institutional Total Stock Market Index Fund	60%	48%	36%	24%	12%	0%
Vanguard Total International Stock Index Fund	40	32	24	16	8	0
Total Stock	100%	80%	60%	40%	20%	0%
Vanguard Total Bond Market II Index Fund	0	14	28	42	56	34.5
Vanguard Total International Bond Index Fund	0	6	12	18	24	22.5
Vanguard Short-Term Inflation-Protected Securities Index Fund	0	0	0	0	0	18
Total Bond	0%	20%	40%	60%	80%	75%
Vanguard Short-Term Reserves Account	0	0	0	0	0	25
Total Short-Term Reserves	0%	0%	0%	0%	0%	25%
TOTAL	100%	100%	100%	100%	100%	100%

Portfolio Profiles

Requesting Additional Information About the Underlying Investments

Contributions to a Portfolio will be invested in one or more of the Underlying Investments. Please keep in mind that you will not own shares of the Underlying Investments. Instead, you will own interests in a trust created and sponsored by the State of Missouri. Additional information about the investment strategies and risks of each Underlying Investment, except for Vanguard Short-Term Reserves Account, is available in its current prospectus and statement of additional information. Information about Vanguard Short-Term Reserves Account is found later within this Program Description on page 39. You can request a copy of the current prospectus, the statement of additional information, or the most recent semiannual or annual report of any Vanguard Underlying Investment, except for Vanguard Short-Term Reserves Account, by visiting Vanguard's website at vanguard.com or by calling 888-414-MOST (888-414-6678). Information about Vanguard Total Bond Market II Index Fund can be found on Vanguard's Institutional Investors website.

The target indexes of certain of the Underlying Investments may change. Many of the Underlying Investments are index funds. Each index fund reserves the right to substitute a different index for the index it currently seeks to track. This could happen if the current index is discontinued, if the Underlying Investment's agreement with the sponsor of its current index is terminated, or for any other reason determined in good faith by the Underlying Investment's board of trustees. In any such instance, a substitute index would measure the same market segment as the current index.

Expense Ratio. The Plan charges an expense ratio (annual asset-based fee) to each Portfolio, which includes both administrative and investment management fees. See **Part 4. The Plan Fees and Charges—Expense Ratio (Total Annual Asset-Based Fee)**.

Risk Information. The profiles that follow identify the risks of each Portfolio. An explanation of these risks appears after the profiles.

Vanguard Aggressive Growth Portfolio

Investment Objective

The Portfolio seeks to provide capital appreciation.

Investment Strategy

The Portfolio invests in two Vanguard stock index funds. The percentages of the Portfolio's assets allocated to each Underlying Investment are:

Vanguard Institutional Total Stock Market Index Fund	60%
Vanguard Total International Stock Index Fund	40%

Through its investment in Vanguard Institutional Total Stock Market Index Fund, the Portfolio indirectly invests in primarily large-capitalization U.S. stocks and, to a lesser extent, mid-, small-, and micro-capitalization U.S. stocks. The Fund's target index represents approximately 100% of the investable U.S. stock market. Through its investment in Vanguard Total International Stock Index Fund, the Portfolio indirectly invests in international stocks.

Investment Risks

Because it invests entirely in stock funds, the Portfolio primarily is subject to stock market risk. The Portfolio also has high levels of country/regional risk, currency risk, and emerging markets risk, and low levels of index sampling risk, investment style risk, and derivatives risk. See **Explanation of the Risk Factors of the Portfolios—Vanguard Portfolios' Principal Risks** below for a description of these risks.

Total Annual Asset-Based Fee

The total annual asset-based fee for this Portfolio is 0.23%.

Vanguard Growth Portfolio

Investment Objective

The Portfolio seeks to provide capital appreciation and low to moderate current income.

Investment Strategy

The Portfolio invests in two Vanguard stock index funds and two Vanguard bond index funds, resulting in an allocation of 80% of its assets to stocks and 20% of its assets to investment-grade bonds. The percentages of the Portfolio's assets allocated to each Underlying Investment are:

Vanguard Institutional Total Stock Market Index Fund	48%
Vanguard Total International Stock Index Fund	32%
Vanguard Total Bond Market II Index Fund	14%
Vanguard Total International Bond Index Fund	6%

Through its investment in Vanguard Institutional Total Stock Market Index Fund, the Portfolio indirectly invests in primarily large-capitalization U.S. stocks and, to a lesser extent, mid-, small-, and micro-capitalization U.S. stocks. The Fund's target index represents approximately 100% of the investable U.S. stock market. Through its investment in Vanguard Total International Stock Index Fund, the Portfolio indirectly invests in international stocks.

Through its investment in Vanguard Total Bond Market II Index Fund, the Portfolio indirectly invests in a broadly diversified collection of securities that, in the aggregate, approximates the Bloomberg Barclays U.S. Aggregate Float Adjusted Index in terms of key risk factors and other characteristics. The 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. The Fund maintains a dollar-weighted average maturity consistent with that of the Index, which generally ranges between 5 and 10 years.

Through its investment in Vanguard Total International Bond Index Fund, the Portfolio also indirectly invests in 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 1 year. To minimize the currency risk associated with investment in bonds denominated in currencies other than the U.S. dollar, the Fund attempts to hedge its currency exposures.

Investment Risks

Because it invests mainly in stock funds, the Portfolio primarily is subject to stock market risk. Through its bond fund holdings, the Portfolio has low to moderate levels of interest rate risk, credit risk, income risk, call risk, prepayment risk, and extension risk. The Portfolio also has high levels of country/regional risk, currency risk, and emerging markets risk, and low levels of currency hedging risk, nondiversification risk, index sampling risk, investment style risk, and derivatives risk. See **Explanation of the Risk Factors of the Portfolios—Vanguard Portfolios’ Principal Risks** below for a description of these risks.

Total Annual Asset-Based Fee

The total annual asset-based fee for this Portfolio is 0.23%.

Vanguard Moderate Growth Portfolio

Investment Objective

The Portfolio seeks to provide capital appreciation and current income.

Investment Strategy

The Portfolio invests in two Vanguard stock index funds and two Vanguard bond index funds, resulting in an allocation of 60% of its assets to stocks and 40% of its assets to investment-grade bonds. The percentages of the Portfolio’s assets allocated to each Underlying Investment are:

Vanguard Institutional Total Stock Market Index Fund	36%
Vanguard Total International Stock Index Fund	24%
Vanguard Total Bond Market II Index Fund	28%
Vanguard Total International Bond Index Fund	12%

Through its investment in Vanguard Institutional Total Stock Market Index Fund, the Portfolio indirectly invests in primarily large-capitalization U.S. stocks and, to a lesser extent, mid-, small-, and micro-capitalization U.S. stocks. The Fund’s target index represents approximately 100% of the investable U.S. stock market. Through its investment in Vanguard Total International Stock Index Fund, the Portfolio indirectly invests in international stocks.

Through its investment in Vanguard Total Bond Market II Index Fund, the Portfolio indirectly invests in a broadly diversified collection of securities that, in the aggregate, approximates the Bloomberg Barclays U.S. Aggregate Float Adjusted Index in terms of key risk factors and other characteristics. The 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. The Fund maintains a dollar-weighted average maturity consistent with that of the Index, which generally ranges between 5 and 10 years.

Through its investment in Vanguard Total International Bond Index Fund, the Portfolio also indirectly invests in 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 1 year. To minimize the currency risk associated with investment in bonds denominated in currencies other than the U.S. dollar, the Fund attempts to hedge its currency exposures.

Investment Risks

Through its stock fund holdings, the Portfolio is subject to stock market risk. Through its bond fund holdings, the Portfolio is subject to low to moderate levels of interest rate risk, credit risk, income risk, call risk, prepayment risk, and extension risk. The Portfolio also has a high level of country/regional risk, moderate levels of currency risk and emerging markets risk, and low levels of currency hedging risk, nondiversification risk, index sampling risk, investment style risk, and derivatives risk. See **Explanation of the Risk Factors of the Portfolios—Vanguard Portfolios’ Principal Risks** below for a description of these risks.

Total Annual Asset-Based Fee

The total annual asset-based fee for this Portfolio is 0.23%.

Vanguard Conservative Growth Portfolio

Investment Objective

The Portfolio seeks to provide current income and low to moderate capital appreciation.

Investment Strategy

The Portfolio invests in two Vanguard bond index funds and two Vanguard stock index funds, resulting in an allocation of 60% of its assets to investment-grade bonds and 40% of its assets to stocks. The percentages of the Portfolio’s assets allocated to each Underlying Investment are:

Vanguard Total Bond Market II Index Fund	42%
Vanguard Total International Bond Index Fund	18%
Vanguard Institutional Total Stock Market Index Fund	24%
Vanguard Total International Stock Index Fund	16%

Through its investment in Vanguard Total Bond Market II Index Fund, the Portfolio indirectly invests in a broadly diversified collection of securities that, in the aggregate, approximates the Bloomberg Barclays U.S. Aggregate Float Adjusted Index in terms of key risk factors and other characteristics. The 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. The Fund maintains a dollar-weighted average maturity consistent with that of the Index, which generally ranges between 5 and 10 years.

Through its investment in Vanguard Total International Bond Index Fund, the Portfolio indirectly invests in 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 1 year. To minimize the currency risk associated with investment in bonds denominated in currencies other than the U.S. dollar, the Fund attempts to hedge its currency exposures.

Through its investment in Vanguard Institutional Total Stock Market Index Fund, the Portfolio indirectly invests in primarily large-capitalization U.S. stocks and, to a lesser extent, mid-, small-, and micro-capitalization U.S. stocks. The Fund’s target index represents approximately 100% of the investable U.S. stock market. Through its investment in Vanguard Total International Stock Index Fund, the Portfolio indirectly invests in international stocks.

Investment Risks

Because it invests mainly in bond funds, the Portfolio primarily is subject to low to moderate levels of interest rate risk, credit risk, income risk, call risk, prepayment risk, and extension risk. Through its stock fund holdings, the Portfolio is subject to stock market risk. The Portfolio also has a moderate to high level of country/regional risk, low to moderate levels of currency risk, emerging markets risk, currency hedging risk, and nondiversification risk, and low levels of index sampling risk, investment style risk, and derivatives risk. See **Explanation of the Risk Factors of the Portfolios—Vanguard Portfolios’ Principal Risks** below for a description of these risks.

Total Annual Asset-Based Fee

The total annual asset-based fee for this Portfolio is 0.23%.

Vanguard Income Portfolio

Investment Objective

The Portfolio seeks to provide current income.

Investment Strategy

The Portfolio invests in two Vanguard bond index funds and two Vanguard stock index funds, resulting in an allocation of 80% of its assets to investment-grade bonds and 20% of its assets to stocks. The percentages of the Portfolio’s assets allocated to each Underlying Investment are:

Vanguard Total Bond Market II Index Fund	56%
Vanguard Total International Bond Index Fund	24%
Vanguard Institutional Total Stock Market Index Fund	12%
Vanguard Total International Stock Index Fund	8%

Through its investment in Vanguard Total Bond Market II Index Fund, the Portfolio indirectly invests in a broadly diversified collection of securities that, in the aggregate, approximates the Bloomberg Barclays U.S. Aggregate Float Adjusted Index in terms of key risk factors and other characteristics. The 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. The Fund maintains a dollar-weighted average maturity consistent with that of the Index, which generally ranges between 5 and 10 years.

Through its investment in Vanguard Total International Bond Index Fund, the Portfolio indirectly invests in 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 1 year. To minimize the currency risk associated with investment in bonds denominated in currencies other than the U.S. dollar, the Fund attempts to hedge its currency exposures.

Through its investment in Vanguard Institutional Total Stock Market Index Fund, the Portfolio indirectly invests in primarily large-capitalization U.S. stocks and, to a lesser extent, mid-, small-, and micro-capitalization U.S. stocks. The Fund’s target index represents approximately 100% of the investable U.S. stock market. Through its investment in Vanguard Total International Stock Index Fund, the Portfolio indirectly invests in international stocks.

Investment Risks

Because it invests mainly in bond funds, the Portfolio primarily is subject to low to moderate levels of interest rate risk, credit risk, income risk, call risk, prepayment risk, and extension risk. Through its stock fund holdings, the Portfolio is subject to stock market risk. The Portfolio also has moderate levels of country/regional risk, currency hedging risk, and nondiversification risk, and low levels of currency risk, emerging markets risk, index sampling risk, investment style risk, and derivatives risk. See **Explanation of the Risk Factors of the Portfolios—Vanguard Portfolios’ Principal Risks** below for a description of these risks.

Total Annual Asset-Based Fee

The total annual asset-based fee for this Portfolio is 0.23%.

Vanguard Conservative Income Portfolio

Investment Objective

The Portfolio seeks to provide current income.

Investment Strategy

The Portfolio invests in three Vanguard bond funds and one Vanguard short-term reserves account, resulting in an allocation of 75% of its assets to investment-grade bonds and 25% of its assets to short-term investments. The percentages of the Portfolio’s assets allocated to each Underlying Investment are:

Vanguard Total Bond Market II Index Fund	34.5%
Vanguard Total International Bond Index Fund	22.5%
Vanguard Short-Term Inflation-Protected Securities Index Fund	18%
Vanguard Short-Term Reserves Account	25%

Through its investment in Vanguard Total Bond Market II Index Fund, the Portfolio indirectly invests in a broadly diversified collection of securities that, in the aggregate, approximates the Bloomberg Barclays U.S. Aggregate Float Adjusted Index in terms of key risk factors and other characteristics. The 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. The Fund maintains a dollar-weighted average maturity consistent with that of the Index, which generally ranges between 5 and 10 years.

Through its investment in Vanguard Total International Bond Index Fund, the Portfolio indirectly invests in 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 1 year. To minimize the currency risk associated with investment in bonds denominated in currencies other than the U.S. dollar, the Fund attempts to hedge its currency exposures.

Through its investment in Vanguard Short-Term Inflation-Protected Securities Index Fund, the Portfolio indirectly invests in inflation-indexed bonds issued by the U.S. government, its agencies and instrumentalities, and corporations. The Fund’s target 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.

Through its investment in Vanguard Short-Term Reserves Account, the Portfolio indirectly invests in funding agreements issued by one or more insurance companies, synthetic investment contracts (SICs), and shares of Vanguard Federal Money Market Fund. Funding agreements are interest-bearing contracts that are structured to preserve principal and accumulate interest earnings over the life of the investment. The agreements pay interest at a fixed minimum rate and have fixed maturity dates that normally range from 2 to 5 years. Vanguard Federal Money Market Fund invests in high-quality, short-term money market instruments issued by the U.S. government and its agencies and instrumentalities. For more information about Vanguard Short-Term Reserves Account, please see the **Vanguard Interest Accumulation Portfolio** profile.

Note: *Vanguard Short-Term Reserves Account's investment in Vanguard Federal Money Market Fund is not insured or guaranteed by the Federal Deposit Insurance Corporation or any other government agency. Although the Fund seeks to preserve the value of the investment at \$1 per share, it is possible that Vanguard Short-Term Reserves Account may lose money by investing in the Fund.*

Investment Risks

Because it invests mainly in bond funds, the Portfolio primarily is subject to low to moderate levels of interest rate risk, credit risk, income risk, call risk, prepayment risk, extension risk, and income-fluctuation risk. The Portfolio also has low to moderate levels of country/regional risk, currency hedging risk, and nondiversification risk, and low levels of manager risk, index sampling risk, and derivatives risk. See **Explanation of the Risk Factors of the Portfolios—Vanguard Portfolios' Principal Risks** below for a description of these risks.

Total Annual Asset-Based Fee

The total annual asset-based fee for this Portfolio is 0.23%.

Vanguard Interest Accumulation Portfolio

Investment Objective

The Portfolio seeks income consistent with the preservation of principal.

Investment Strategy

The Portfolio directs all of its assets into Vanguard Short-Term Reserves Account, through which the Portfolio indirectly owns funding agreements (traditional and separate account), synthetic investment contracts (SICs), and shares of Vanguard Federal Money Market Fund. Funding agreements and SICs are interest-bearing contracts that are structured to preserve principal and accumulate interest earnings over the life of the investment. Traditional funding agreements generally pay interest at a fixed interest rate and have fixed maturity dates that normally range from 2 to 5 years. Separate account funding agreements and SICs pay a variable interest rate and have an average duration range between 2 and 5 years. Investments in either new funding agreements or SICs are based on available liquidity in the Portfolio, and the competitiveness of offered yields, based on market conditions and trends. The Short-Term Reserves Account also purchases shares of the Federal Money Market Fund to meet normal liquidity needs.

The total amount invested in the Federal Money Market Fund is expected to range between 0% and 25%. The Federal Money Market Fund invests primarily in high-quality, short-term money market instruments issued by the U.S. government and its agencies and instrumentalities. Although these securities are high-quality, most of the securities held by the Fund are neither guaranteed by the U.S. Treasury nor supported by the full faith and credit of the U.S. government. To be considered high-quality, a security generally must be rated in one of the two highest credit-quality categories for short-term securities by at least two nationally recognized rating services (or by one, if only one rating service has rated the security). The Fund maintains a dollar-weighted average maturity of 60 days or less and a dollar-weighted average life of 120 days or less.

Under the new money market reforms, government money market funds are required to invest at least 99.5% of their total assets in cash, government securities, and/or repurchase agreements that are collateralized solely by government securities or cash (collectively, government securities). The Fund generally invests 100% of its assets in government securities and therefore will satisfy the 99.5% requirement for designation as a government money market fund.

The performance of the Interest Accumulation Portfolio will reflect the blended earnings of the funding agreements, SICs, and Federal Money Market Fund shares held by the Portfolio (minus the Portfolio's expenses).

The Portfolio has a longer average maturity than money market funds, which should result in higher yields when interest rates are stable or declining. However, because only a portion of the Portfolio's investment matures each year, its yield will change more slowly than that of a money market fund. As a result, when interest rates are rising, the Portfolio's yield may fall below money market funds' yields for an extended time period. The Portfolio may, from time to time, invest all or a significant portion of its assets in the Federal Money Market Fund.

Note: *Vanguard Conservative Income Portfolio and Vanguard Interest Accumulation Portfolio both invest in Vanguard Short-Term Reserves Account, which, in turn, invests in Vanguard Federal Money Market Fund. Vanguard Short-Term Reserves Account's investment in Vanguard Federal Money Market Fund is not insured or guaranteed by the Federal Deposit Insurance Corporation or any other government agency. Although the Fund seeks to preserve the value of the investment at \$1 per share, it is possible that Vanguard Short-Term Reserves Account may lose money by investing in the Fund.*

Investment Risks

The Portfolio primarily is subject to inflation risk, income risk, manager risk, and credit risk. It also has low levels of derivatives risk. Traditional funding agreements are backed by the financial strength of the insurance companies that issue the contracts. Every effort is made to select high-quality insurance companies. However, the Portfolio may lose value if an insurance company is unable to make interest or principal payments when due.

Separate account funding agreements and SICs are issued by banks, insurance companies, and other issuers, and are designed to provide a stable asset value. However, unlike traditional funding agreements, they are supported by a diversified portfolio of high-quality fixed income assets and mutual funds as well as the financial strength of the issuing institution. Returns earned vary

with the performance of the underlying fixed income assets or mutual funds. SICs are also called “alternative investment contracts” or “wrapped bond contracts.” See **Explanation of the Risk Factors of the Portfolios—Vanguard Portfolios’ Principal Risks** below for a description of these risks.

Equity Wash Rule

An Account Owner cannot transfer assets in an account directly from Vanguard Interest Accumulation Portfolio to an investment option that is considered a competing investment option. Competing investment options include money market funds or other investments that invest primarily or exclusively in money market instruments or certain fixed income investments. The only competing investment option in the Plan is the DFA Two-Year Global Fixed Income Portfolio.

Before an Account Owner may direct the transfer of assets in an Account from Vanguard Interest Accumulation Portfolio to the DFA Two-Year Global Fixed Income Portfolio, or any other competing investment option that may later be added to the Plan, the Account Owner must first direct the transfer to an investment option, other than a competing investment option, for at least 90 days. After 90 days, the Account Owner may then instruct the Plan to transfer the applicable amount to the DFA Two-Year Global Fixed Income Portfolio, or any other competing investment option.

Account Owners should note that moving allocations from Vanguard Interest Accumulation Portfolio to a noncompeting investment option for at least 90 days, and then to the desired competing investment option, will each count toward the limited number of times an Account Owner is permitted to direct changes in investment options for an account within a calendar year.

Total Annual Asset-Based Fee

The total annual asset-based fee for this Portfolio is 0.23%.

DFA U.S. Large Cap Value Portfolio

Investment Objective

The Portfolio seeks to achieve long-term capital appreciation.

Investment Strategy

The Portfolio invests 100% of its assets in the DFA U.S. Large Cap Value Portfolio, which invests substantially all of its assets in the U.S. Large Cap Value Series. The U.S. Large Cap Value Series, using a market-capitalization-weighted approach, purchases a broad and diverse group of readily marketable securities of large U.S. companies that Dimensional Fund Advisors LP (the “Advisor”) determines to be value stocks. A company’s market capitalization is the number of its shares outstanding times its price per share. In general, the higher the relative market capitalization of the U.S. large-cap company, the greater its representation in the Series. The Advisor may adjust the representation in the Series of an eligible company, or exclude a company after considering such factors as free float, momentum, trading strategies, liquidity management, profitability, and other factors that the Advisor determines to be appropriate, given market conditions. Securities are considered value stocks primarily because a company’s shares have a high book value in relation to their market value. In assessing profitability, the Advisor may consider different ratios, such as that of earnings or profits from operations relative to book value or assets.

As a non-fundamental policy, under normal circumstances, the U.S. Large Cap Value Series will invest at least 80% of its net assets in securities of large-cap U.S. companies. As of the date of its prospectus, for purposes of the U.S. Large Cap Value Series, the Advisor considers large-cap companies to be companies whose market capitalizations are generally in the highest 90% of total market capitalization or companies whose market capitalizations are larger than the 1,000th largest U.S. company, whichever results in the higher market capitalization break. Total market capitalization is based on the market capitalization of U.S. operating companies listed on the New York Stock Exchange (“NYSE”), NYSE MKT LLC, Nasdaq Global Market®, or such other securities exchanges deemed appropriate by the Advisor. Under the Advisor’s market capitalization guidelines described above, as of December 31, 2015, the market capitalization of a large-cap company was \$4.09 million or above. This dollar amount will change as a result of market conditions.

The U.S. Large Cap Value Series and the U.S. Large Cap Value Portfolio each may use derivatives, such as futures contracts and options on futures contracts for U.S. equity securities and indexes, to adjust market exposure based on actual or expected cash inflows to or outflows from the Series or Portfolio. The Series and Portfolio do not intend to use derivatives for purposes of speculation or leveraging investment returns.

The U.S. Large Cap Value Series may lend its portfolio securities to generate additional income.

Investment Risks

The Portfolio is subject to market risk, value investment risk, derivatives risk, securities lending risk, and cyber security risk. See **Explanation of the Risk Factors of the Portfolios—DFA Portfolios’ Principal Risks** below for a description of each of these risks.

Total Annual Asset-Based Fee

The total annual asset-based fee for this Portfolio is 0.47%.

DFA U.S. Small Cap Portfolio

Investment Objective

The Portfolio seeks to achieve long-term capital appreciation.

Investment Strategy

The Portfolio invests 100% of its assets in the DFA U.S. Small Cap Portfolio which, using a market-capitalization-weighted approach, purchases a broad and diverse group of readily marketable securities of U.S. small-cap companies. A company’s market capitalization is the number of its shares outstanding times its price per share. In general, the higher the relative market capitalization of the U.S. small-cap company, the greater its representation in the Portfolio. Dimensional Fund Advisors LP (the “Advisor”) adjust the representation in the U.S. Small Cap Portfolio of an eligible company, or exclude a company, after considering such factors as free float, momentum, trading strategies, liquidity management, profitability, and other factors that the Advisor determines to be appropriate, given market conditions. In assessing profitability, the Advisor may consider different ratios, such as that of earnings or profits from operations relative to book value or assets.

As a non-fundamental policy, under normal circumstances, the U.S. Small Cap Portfolio will invest at least 80% of its net assets in securities of small-cap U.S. companies. As of the date of its prospectus, for purposes of the U.S. Small Cap Portfolio, the Advisor considers small-cap companies to be companies whose market capitalizations are generally in the lowest 10% of total market capitalization or companies whose market capitalizations are smaller than the 1,000th largest U.S. company, whichever results in the higher market capitalization break. Total market capitalization is based on the market capitalization of U.S. operating companies listed on the NYSE, NYSE MKT LLC, Nasdaq Global Market, or such other securities exchanges deemed appropriate by the Advisor. Under the Advisor's market capitalization guidelines described above, as of December 31, 2015, the market capitalization of a small cap company was \$4.09 million or below. This dollar amount will change as a result of market conditions.

The U.S. Small Cap Portfolio may use derivatives, such as futures contracts and options on futures contracts for U.S. equity securities and indexes, to adjust market exposure based on actual or expected cash inflows to or outflows from the Portfolio. The Portfolio does not intend to use derivatives for purposes of speculation or leveraging investment returns.

The U.S. Small Cap Portfolio may lend its portfolio securities to generate additional income.

Investment Risks

The Portfolio is subject to market risk, small company risk, derivatives risk, securities lending risk, and cyber security risk. See **Explanation of the Risk Factors of the Portfolios—DFA Portfolios' Principal Risks** below for a description of these risks.

Total Annual Asset-Based Fee

The total annual asset-based fee for this Portfolio is 0.57%.

DFA International Core Equity Portfolio

Investment Objective

The Portfolio seeks to achieve long-term capital appreciation.

Investment Strategy

The Portfolio invests 100% of its assets in the DFA International Core Equity Portfolio, which purchases a broad and diverse group of securities of non-U.S. companies in developed markets with a greater emphasis on small-cap and value companies as compared with their representation in the International Universe. For purposes of this Portfolio, Dimensional Fund Advisors LP (the "Advisor") defines the International Universe as a market-capitalization-weighted portfolio of non-U.S. companies in developed markets that have been authorized as approved markets for investment by the Advisor's Investment Committee. The Portfolio's increased exposure to small-cap and value companies may be achieved by decreasing the allocation of the International Core Equity Portfolio's assets to the largest growth companies relative to their weight in the International Universe, which would result in a greater weight allocation to small-cap and value companies. An equity issuer is considered a growth company primarily because it has a low, non-negative book value in relation to its market capitalization. Securities are considered value stocks primarily because a company's shares have a high book value in relation to their market value.

The International Core Equity Portfolio intends to purchase securities of companies associated with developed market countries that the Advisor has designated as approved markets. As a non-fundamental policy, under normal circumstances, the International Core Equity Portfolio will invest at least 80% of its net assets in equity securities. The Advisor determines company size on a country- or region-specific basis and based primarily on market capitalization. The percentage allocation of the assets of the International Core Equity Portfolio to securities of the largest growth companies as defined above will generally be reduced from between 5% and 35% of their percentage weight in the International Universe. As of December 31, 2015, securities of the largest growth companies in the International Universe comprised approximately 14% of the International Universe and the Advisor allocated approximately 4% of the International Core Equity Portfolio to securities of the largest growth companies in the International Universe. The percentage by which the Portfolio's allocation to securities of the largest growth companies is reduced will change as a result of market movements and other factors. The Advisor may also adjust the representation in the International Core Equity Portfolio of an eligible company, or exclude a company, after considering such factors as free float, momentum, trading strategies, liquidity management, profitability, and other factors that the Advisor determines to be appropriate, given market conditions. In assessing profitability, the Advisor may consider different ratios, such as that of earnings or profits from operations relative to book value or assets.

The International Core Equity Portfolio may gain exposure to companies associated with approved markets by purchasing equity securities in the form of depositary receipts, which may be listed or traded outside the issuer's domicile country. The International Core Equity Portfolio also may use derivatives, such as futures contracts and options on futures contracts for foreign or U.S. equity securities and indexes, to adjust market exposure based on actual or expected cash inflows to or outflows from the Portfolio. The Portfolio does not intend to use derivatives for purposes of speculation or leveraging investment returns.

The International Core Equity Portfolio may lend its portfolio securities to generate additional income.

Investment Risks

The Portfolio is subject to foreign securities and currency risk, market risk, small company risk, value investment risk, derivatives risk, securities lending risk, and cyber security risk. See **Explanation of the Risk Factors of the Portfolios—DFA Portfolios' Principal Risks** below for a description of these risks.

Total Annual Asset-Based Fee

The total annual asset-based fee for this Portfolio is 0.58%.

DFA U.S. Core Equity 1 Portfolio

Investment Objective

The Portfolio seeks to achieve long-term capital appreciation.

Investment Strategy

The Portfolio invests 100% of its assets in the DFA U.S. Core Equity 1 Portfolio, which purchases a broad and diverse group of securities of U.S. companies with a greater emphasis on small-cap and value companies as compared with their representation in the

U.S. Universe. Dimensional Fund Advisors LP (the “Advisor”) generally defines the U.S. Universe as a free-float-adjusted, market-capitalization-weighted portfolio of U.S. operating companies listed on the NYSE, NYSE MKT LLC, Nasdaq Global Market, or such other securities exchanges deemed appropriate by the Advisor. The Portfolio’s increased exposure to small-cap and value companies may be achieved by decreasing the allocation of the Portfolio’s assets to the largest U.S. growth companies relative to their weight in the U.S. Universe, which would result in a greater weight allocation to small-cap and value companies.

An equity issuer is considered a growth company primarily because it has a low, non-negative book value in relation to its market capitalization. Securities are considered value stocks primarily because a company’s shares have a high book value in relation to their market value.

As a non-fundamental policy, under normal circumstances, U.S. Core Equity 1 Portfolio will invest at least 80% of its net assets in equity securities of U.S. companies. The percentage allocation of the assets of the U.S. Core Equity 1 Portfolio to securities of the largest U.S. growth companies as defined above will generally be reduced from between 2.5% and 25% of their percentage weight in the U.S. Universe. For example, as of December 31, 2015, securities of the largest U.S. growth companies comprised 33% of the U.S. Universe and the Advisor allocated approximately 25% of the U.S. Core Equity 1 Portfolio to securities of the largest U.S. growth companies. The percentage by which the U.S. Core Equity 1 Portfolio’s allocation to securities of the largest U.S. growth companies is reduced will change as a result of market movements. The Advisor may also adjust the representation in the U.S. Core Equity 1 Portfolio of an eligible company, or exclude a company, after considering such factors as free float, momentum, trading strategies, liquidity management, profitability, and other factors that the Advisor determines to be appropriate, given market conditions. In assessing profitability, the Advisor may consider different ratios, such as that of earnings or profits from operations relative to book value or assets.

The U.S. Core Equity 1 Portfolio also may use derivatives, such as futures contracts and options on futures contracts for U.S. equity securities and indexes, to adjust market exposure based on actual or expected cash inflows to or outflows from the Portfolio. The Portfolio does not intend to use derivatives for purposes of speculation or leveraging investment returns.

The U.S. Core Equity 1 Portfolio may lend its portfolio securities to generate additional income.

Investment Risks

The Portfolio is subject to market risk, small company risk, value investment risk, derivatives risk, securities lending risk, and cyber security risk. See **Explanation of the Risk Factors of the Portfolios—DFA Portfolios’ Principal Risks** below for a description of these risks.

Total Annual Asset-Based Fee

The total annual asset-based fee for this Portfolio is 0.39%.

DFA Two-Year Global Fixed Income Portfolio

Investment Objective

The Portfolio seeks to maximize total returns consistent with preservation of capital. Total return comprises income and capital appreciation.

Investment Strategy

The Portfolio invests 100% of its assets in the DFA Two-Year Global Fixed Income Portfolio (the “Two-Year Global Portfolio”), which seeks to maximize risk-adjusted total returns from a universe of U.S. and foreign debt securities maturing in 2 years or less. The Two-Year Global Portfolio invests in obligations issued or guaranteed by the U.S. and foreign governments, their agencies and instrumentalities, corporate debt obligations, bank obligations, commercial paper, repurchase agreements, obligations of other domestic and foreign issuers, securities of domestic or foreign issuers denominated in U.S. dollars but not trading in the United States, and obligations of supranational organizations. At the present time, Dimensional Fund Advisors LP (the “Advisor”) expects that most investments will be made in the obligations of issuers, which are in developed countries. However, in the future, the Advisor anticipates investing in issuers located in other countries as well. The fixed income securities in which the Two-Year Global Portfolio invests are considered investment-grade at the time of purchase. Under normal market conditions, the Portfolio intends to invest its assets to gain exposure to issuers of at least three different countries, one of which may be the United States. An issuer may be considered to be of a country if it is organized, has the majority of its assets in that country, or derives a majority of its operating income in that country. As a non-fundamental policy, under normal circumstances, the Portfolio will invest at least 80% of its net assets in fixed income securities that mature within 2 years from the date of settlement.

It is the policy of the Two-Year Global Portfolio that the weighted average length of maturity of investments will not exceed 2 years. However, investments may be made in obligations maturing in a shorter time period (from overnight to up to 2 years from the date of settlement). In making purchase decisions, if the anticipated maturity risk premium is greater for longer-term securities in the eligible maturity range, the Advisor will focus investment in the longer-term area; otherwise, the Portfolio will focus investment in the shorter-term area of the eligible maturity range. In addition, the Portfolio is authorized to invest more than 25% of its total assets in U.S. Treasury bonds, bills and notes, and obligations of federal agencies and instrumentalities.

Because many of the Portfolio’s investments may be denominated in foreign currencies, the Portfolio may also enter into forward foreign currency contracts to attempt to protect against uncertainty in the level of future foreign currency rates, to hedge against fluctuations in currency exchange rates, or to transfer balances from one currency to another. In regard to currency hedging, it is generally not possible to precisely match the foreign currency exposure of such forward foreign currency contracts to the value of the securities involved as a result of fluctuations in the market values of such securities and cash flows into and out of the Portfolio between the date a forward foreign currency contract is entered into and the date it expires. The Portfolio may use derivatives, such as futures contracts and options on futures contracts, to adjust market exposure based on actual or expected cash inflows to or outflows from the Portfolio. The Portfolio does

not intend to use derivatives for purposes of speculation or leveraging investment returns.

The Two-Year Global Portfolio may lend its portfolio securities to generate additional income.

Investment Risks

The Portfolio is subject to market risk, foreign securities and currencies risk, foreign government debt risk, interest rate risk, credit risk, income risk, liquidity risk, derivatives risk, securities lending risk, and cyber security risk. See **Explanation of the Risk Factors of the Portfolios—DFA Portfolios’ Principal Risks** below for a description of these risks.

Total Annual Asset-Based Fee

The total annual asset-based fee for this Portfolio is 0.38%.

Vanguard Total Bond Market Index Portfolio

Investment Objective

The Portfolio seeks to track the performance of a broad, market-weighted bond index.

Investment Strategy

The Portfolio invests 100% of its assets in Vanguard Total Bond Market Index Fund, which 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. The Fund invests by sampling the Index, meaning that it holds a broadly diversified collection of securities that, in the aggregate, approximates the full Index in terms of key risk factors and other characteristics. All of the Fund’s investments will be selected through the sampling process, and at least 80% of the Fund’s assets will be invested in bonds held in the Index. The Fund maintains a dollar-weighted average maturity consistent with that of the Index, which generally ranges between 5 and 10 years.

Investment Risks

The Portfolio primarily is subject to interest rate risk, income risk, credit risk, call risk, prepayment risk, extension risk, and index sampling risk. The Portfolio also has low levels of derivatives risk. See **Explanation of the Risk Factors of the Portfolios—Vanguard Portfolios’ Principal Risks** below for a description of these risks.

Total Annual Asset-Based Fee

The total annual asset-based fee for this Portfolio is 0.23%.

Vanguard Total International Bond Index Portfolio

Investment Objective

The Portfolio seeks to track the performance of a benchmark index that measures the investment return of non-U.S. dollar-denominated investment-grade bonds.

Investment Strategy

The Portfolio invests 100% of its assets in Vanguard Total International Bond Index Fund, which 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 1 year. The Fund invests by sampling the index, meaning that it holds a range of securities that, in the aggregate, approximates the full Index in terms of key risk factors and other characteristics. The Fund maintains a dollar-weighted average maturity consistent with that of the Index, which generally ranges between 5 and 10 years.

Investment Risks

The Portfolio is subject to high levels of country/regional risk and nondiversification risk and moderate levels of interest rate risk and income risk. The Portfolio is also subject to low levels of credit risk, call risk, currency hedging risk, index sampling risk, and derivatives risk. See **Explanation of the Risk Factors of the Portfolios—Vanguard Portfolios’ Principal Risks** below for a description of these risks.

Total Annual Asset-Based Fee

The total annual asset-based fee for this portfolio is 0.31%.

Vanguard Total Stock Market Index Portfolio

Investment Objective

The Portfolio seeks to track the performance of a benchmark index that measures the investment return of the overall stock market.

Investment Strategy

The Portfolio invests 100% of its assets in Vanguard Institutional Total Stock Market Index Fund, which employs an indexing investment approach designed to track the performance of the CRSP US Total Market Index. The Index represents approximately 100% of the investable U.S. stock market and includes large-, mid-, small-, and micro-capitalization stocks regularly traded on the New York Stock Exchange and Nasdaq. The Fund invests by sampling the Index, meaning that it holds a broadly diversified collection of securities that, in the aggregate, approximates the full Index in terms of key characteristics. These key characteristics include industry weightings and market capitalization, as well as certain financial measures, such as price/earnings ratio and dividend yield.

Investment Risks

The Portfolio primarily is subject to stock market risk and index sampling risk. The Portfolio also has low levels of derivatives risk. See **Explanation of the Risk Factors of the Portfolios—Vanguard Portfolios’ Principal Risks** below for a description of these risks.

Total Annual Asset-Based Fee

The total annual asset-based fee for this Portfolio is 0.23%.

Vanguard Total International Stock Index Portfolio

Investment Objective

The Portfolio seeks to track the performance of a benchmark index that measures the investment return of stocks issued by companies located in developed and emerging markets, excluding the United States.

Investment Strategy

The Portfolio invests 100% of its assets in Vanguard Total International Stock Index Fund, which 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 5,715 stocks of companies located in 45 countries. The Fund invests all, or substantially all, of its assets in the common stocks included in its target index.

Investment Risks

The Portfolio primarily is subject to stock market risk, country/regional risk, currency risk, emerging markets risk, and investment style risk. The Portfolio also has low levels of derivatives risk. See **Explanation of the Risk Factors of the Portfolios—Vanguard Portfolios’ Principal Risks** below for a description of these risks.

Total Annual Asset-Based Fee

The total annual asset-based fee for this Portfolio is 0.28%.

Certain Underlying Investment Summaries

Each Portfolio invests in one or more Underlying Investments, which generally are available for investment as Individual Portfolios, and information has therefore been provided in each investment strategy section. However, because three of the Underlying Investments are not available for investment as Individual Portfolios, more information about their investment strategies is presented below.

Vanguard Total Bond Market II Index Fund seeks to track the performance of a broad, market-weighted bond index. The 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. The Fund invests by sampling the Index, meaning that it holds a broadly diversified collection of securities that, in the aggregate, approximates the full Index in terms of key risk factors and other characteristics. All of the Fund’s investments will be selected through the sampling process, and at least 80% of the Fund’s assets will be invested in bonds held in the Index. The Fund maintains a dollar-weighted average maturity consistent with that of the Index, which generally ranges between 5 and 10 years.

Vanguard Short-Term Inflation-Protected Securities Index Fund seeks to track the performance of a benchmark index that measures the investment return of inflation-protected public obligations of the U.S. Treasury with remaining maturities of less than 5 years. The 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. The Fund attempts to replicate the target index by investing in all, or substantially all, of its assets in the securities that make up the Index, holding each security in approximately the same proportion as its weighting in the Index. The Fund maintains a dollar-weighted average maturity consistent with that of the target index, which generally does not exceed 3 years.

Note: Vanguard Short-Term Inflation-Protected Securities Index Fund seeks to provide protection from inflation (i.e., a rise in the general price level for goods and services) as measured by the Consumer Price Index. It is possible that the costs of higher education may increase at a rate that exceeds the rate of increase of the Consumer Price Index. There is no guarantee that the Fund will protect investors from the rising costs of higher education.

Vanguard Federal Money Market Fund seeks to provide current income while maintaining liquidity and a stable share price of \$1. The Fund invests primarily in high-quality, short-term money market instruments issued by the U.S. government and its agencies and instrumentalities. Although these securities are high-quality, most of the securities held by the Fund are neither guaranteed by the U.S. Treasury nor supported by the full faith and credit of the U.S. government. To be considered high-quality, a security generally must be rated in one of the two highest credit-quality categories for short-term securities by at least two nationally recognized rating services (or by one, if only one rating service has rated the security). The Fund maintains a dollar-weighted average maturity of 60 days or less and a dollar-weighted average life of 120 days or less.

Under the new money market reforms, government money market funds are required to invest at least 99.5% of their total assets in cash, government securities, and/or repurchase agreements that are collateralized solely by government securities or cash (collectively, government securities). The Fund generally invests 100% of its assets in government securities and therefore will satisfy the 99.5% requirement for designation as a government money market fund.

Note: *Vanguard Conservative Income Portfolio and Vanguard Interest Accumulation Portfolio both investment in Vanguard Short-Term Reserves Account, which, in turn, invests in Vanguard Federal Money Market Fund. Vanguard Short-Term Reserves Account’s investment in Vanguard Federal Money Market Fund is not insured or guaranteed by the Federal Deposit Insurance Corporation or any other government agency. Although the Fund seeks to preserve the value of the investment at \$1 per share, it is possible that Vanguard Short-Term Reserves Account may lose money by investing in the Fund.*

Explanation of the Risk Factors of the Portfolios

Vanguard Portfolios' Principal Risks

Call Risk. This is the risk that during periods of falling interest rates, issuers of callable bonds may call (redeem) securities with higher coupon rates or interest rates before their maturity dates. The Underlying Investment 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 Underlying Investment's income. Such redemptions and subsequent reinvestments would also increase the Underlying Investment's portfolio turnover rate.

Country/Regional Risk. This is the risk that world events—such as political upheaval, financial troubles, or natural disasters—will adversely affect the value and/or liquidity of securities issued by foreign companies, governments, or government agencies. Country/Regional risk is especially high in emerging markets.

Credit Risk. This is the risk that an issuer of a bond owned by an Underlying Investment or a funding agreement issued to an Underlying Investment 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 or funding agreement to decline.

Currency Hedging Risk. This is the risk that the currency hedging transactions entered into by an Underlying Investment may not perfectly offset the Underlying Investment's foreign currency exposures. Vanguard Total International Bond Index Fund seeks to mimic the performance of foreign bonds without regard to currency exchange rate fluctuations. To accomplish this goal, the Fund attempts to offset, or hedge, its foreign currency exposures by entering into currency hedging transactions. However, because it generally is not possible to perfectly hedge the Fund's foreign currency exposures, the Fund may decline in value if it underhedges or overhedges in certain circumstances. Also, the Fund will incur expenses to hedge its foreign currency exposures. By entering into currency hedging transactions, the Fund may eliminate any chance to benefit from favorable fluctuations in relevant currency exchange rates.

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

Cyber Security Risk. The Portfolio's and its service providers' use of internet, technology, and information systems may expose the Portfolio to potential risks linked to cyber security breaches of those technological or information systems. Cyber security breaches, among other things, could allow an unauthorized party to gain access to proprietary information, customer data, or fund assets, or cause the Portfolio and/or its service providers to suffer data corruption or lose operational functionality.

Derivatives Risk. Each of the Underlying Investments may invest, to a limited extent, in derivatives. Generally speaking, a derivative is a financial contract whose value is based on the value of a financial asset (such as a stock, bond, or currency), a physical asset (such as gold, oil, or wheat), a market index (such as the S&P 500 Index), or a reference rate (such as LIBOR). Investments in derivatives may subject the Underlying Investments to risks different from, and possibly greater than, those of investments directly in the

underlying securities or assets, or market indexes. The Underlying Investments will not use derivatives for speculation or for the purpose of leveraging (magnifying) investment returns.

Emerging Markets Risk. This is the risk that the stocks of companies located in emerging markets will be substantially more volatile, and substantially less liquid, than the stocks of companies located in more developed foreign markets.

Extension Risk. This is the risk that, during periods of rising interest rates, certain debt securities will be paid off substantially more slowly than originally anticipated and that the value of those securities may fall. For an Underlying Investment that invests in mortgage-backed securities, this is the risk that, during periods of rising interest rates, homeowners will prepay their mortgages at slower rates.

Income-Fluctuation Risk. This is the risk that an Underlying Investment's quarterly income distributions will fluctuate considerably more than the income distributions of a typical bond fund. For Vanguard Short-Term Inflation-Protected Securities Index Fund, income fluctuations associated with changes in interest rates are expected to be low; however, income fluctuations associated with changes in inflation are expected to be high.

Income Risk. This is the risk that falling interest rates will cause an Underlying Investment's income to decline. Income risk is generally high for short-term bond funds, moderate for intermediate-term bond funds, and low for long-term bond funds.

Index Sampling Risk. This is the risk that the securities selected for an Underlying Investment using the sampling method of indexing, in the aggregate, will not provide investment performance matching that of the Underlying Investment's target index.

Interest Rate Risk. This is the risk that bond prices overall will decline because of rising interest rates. Interest rate risk should be low for short-term bond funds, moderate for intermediate-term bond funds, and high for long-term bond funds.

Investment Style Risk. This is the chance that returns from the types of stocks in which an Underlying Investment invests will trail returns from the overall stock market. Specific types of stocks (for instance, value or growth stocks, small- or large-capitalization stocks) tend to go through cycles of doing better—or worse—than the stock market in general. These periods have, in the past, lasted for as long as several years.

Manager Risk. This is the risk that poor security selection will cause an Underlying Investment to underperform relevant benchmarks or other funds with a similar investment objective.

Market Risk. Even a long-term investment approach cannot guarantee a profit. Economic, political, and issuer-specific events will cause the value of securities, and the Portfolio that owns them, to rise or fall. Because the value of your investment in the Portfolio will fluctuate, there is the risk that you will lose money.

Nondiversification Risk. This is the risk that Vanguard Total International Bond Index Fund's performance may be hurt disproportionately by the poor performance of bonds issued by just a few or even a single issuer. The Fund is considered nondiversified, which means that it may invest a significant percentage of its assets in bonds issued by a small number of issuers.

Prepayment Risk. This is the risk 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 Underlying Investment. The Underlying Investment 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 Underlying Investment's income. Such prepayments and subsequent reinvestments would also increase the Underlying Investment's portfolio turnover rate.

Securities Lending Risk. Securities lending involves the risk that the borrower may fail to return the securities in a timely manner or at all. As a result, the Portfolio may lose money and there may be a delay in recovering the loaned securities. The Portfolio could also lose money if it does not recover the securities and/or the value of the collateral falls, including the value of investments made with cash collateral. Securities lending also may have certain adverse tax consequences.

Small Company Risk. Securities of small companies are often less liquid than those of large companies and this could make it difficult to sell a small-company security at a desired time or price. As a result, small-company stocks may fluctuate relatively more in price. In general, smaller-capitalization companies are also more vulnerable than larger companies to adverse business or economic developments, and they may have more limited resources.

Stock Market Risk. This is the risk that stock prices overall will decline. Stock markets tend to move in cycles, with periods of rising prices and periods of falling prices. Prices of mid- and small-cap stocks often fluctuate more than those of large-cap stocks. An Underlying Investment's investments in foreign stocks can be riskier than U.S. stock investments. Foreign stocks tend to be more volatile and less liquid than U.S. stocks. The prices of foreign stocks and the prices of U.S. stocks may move in opposite directions. In addition, an Underlying Investment's target index may, at times, become focused in stocks of a particular market sector, which would subject the Underlying Investment to proportionately higher exposure to the risks of that sector.

Value Investment Risk. Value stocks may perform differently from the market as a whole and, following a value-oriented investment strategy, may cause the Portfolio to, at times, underperform equity funds that use other investment strategies.

DFA Portfolios' Principal Risks

Credit Risk. Credit risk is the risk that the issuer of a security may be unable to make interest payments and/or repay principal when due. A downgrade to an issuer's credit rating or a perceived change in an issuer's financial strength may affect a security's value and, thus, impact a Portfolio's performance. Government agency obligations have different levels of credit support and, therefore, different degrees of credit risk. Securities issued by agencies and instrumentalities of the U.S. government that are supported by the full faith and credit of the United States, such as the Federal Housing Administration and Ginnie Mae, present little credit risk. Other securities issued by agencies and instrumentalities sponsored by the U.S. government that are supported only by the issuer's right to borrow from the U.S. Treasury, subject to certain limitations, and securities issued by agencies and instrumentalities sponsored by the U.S. government that are sponsored by the credit of the issuing agencies, such as Freddie Mac and Fannie Mae, are subject to a greater degree of credit risk. U.S. government agency

securities issued or guaranteed by the credit of the agency may still involve a risk of non-payment of principal and/or interest.

Cyber Security Risk. The Portfolio's and its service providers' use of internet, technology, and information systems may expose the Portfolio to potential risks linked to cyber security breaches of those technological or information systems. Cyber security breaches, among other things, could allow an unauthorized party to gain access to proprietary information, customer data, or fund assets, or cause the Portfolio and/or its service providers to suffer data corruption or lose operational functionality.

Derivatives Risk. Derivatives are instruments, such as futures and foreign exchange forward contracts, whose value is derived from that of other assets, rates, or indexes. Derivatives can be used for hedging (attempting to reduce risk by offsetting one investment position with another) or non-hedging purposes. Hedging with derivatives may increase expenses, and there is no guarantee that a hedging strategy will work. While hedging can reduce or eliminate losses, it can also reduce or eliminate gains or cause losses if the market moves in a manner different from that anticipated by the Portfolio or if the cost of the derivative outweighs the benefit of the hedge. The use of derivatives for non-hedging purposes may be considered more speculative than other types of investments. When the Portfolio uses derivatives, the Portfolio will be directly exposed to the risks of that derivative. Derivative instruments are subject to a number of risks including counterparty, liquidity, interest rate, market, credit, and management risks, and the risk of improper valuation. Changes in the value of a derivative may not correlate perfectly with the underlying asset, rate, or index, and the Portfolio could lose more than the principal amount invested.

Foreign Government Debt Risk. The risk that: (a) the governmental entity that controls the repayment of government debt may not be willing or able to repay the principal and/or to pay the interest when it becomes due as a result of factors such as political considerations, the relative size of the governmental entity's debt position in relation to the economy, cash flow problems, insufficient foreign currency reserves, the failure to put in place economic reforms required by the International Monetary Fund or other multilateral agencies, and/or other national economic factors; (b) governments may default on their debt securities, which may require holders of such securities to participate in debt rescheduling; and (c) there is no legal or bankruptcy process by which defaulted government debt may be collected in whole or in part.

Foreign Securities and Currencies Risk. Foreign securities prices may decline or fluctuate because of: (a) economic or political actions of foreign governments, and/or (b) less regulated or liquid securities markets. Investors holding these securities may also be exposed to foreign currency risk (the possibility that foreign currency will fluctuate in value against the U.S. dollar or that a foreign government will convert, or be forced to convert, its currency to another currency, changing its value against the U.S. dollar).

Income Risk. Income risk is the risk that falling interest rates will cause a Portfolio's income to decline because, among other reasons, the proceeds from maturing short-term securities in its Portfolio may be reinvested in lower-yielding securities.

Interest Rate Risk. Fixed income securities are subject to interest rate risk because the prices of fixed income securities tend to move in the opposite direction of interest rates. When interest

rates rise, fixed income security prices fall. When interest rates fall, fixed income security prices rise. In general, fixed income securities with longer maturities are more sensitive to changes in interest rates.

Liquidity Risk. Liquidity risk exists when particular portfolio investments are difficult to purchase or sell. To the extent that a Portfolio holds illiquid investments, the Portfolio's performance may be reduced as a result of an inability to sell the investments at opportune prices or times. Liquid portfolio investments may become illiquid or less liquid after purchase by the Two-Year Global Portfolio as a result of low trading volume, adverse investor perceptions, and/or other market developments. Liquidity risk includes the risk that a Portfolio will experience significant net redemptions at a time when it cannot find willing buyers for its Portfolio securities or can only sell its Portfolio securities at a material loss. Liquidity risk can be more pronounced in periods of market turmoil.

Market Risk. Even a long-term investment approach cannot guarantee a profit. Economic, political, and issuer-specific events will cause the value of securities, and the Portfolio that owns them, to rise or fall. Because the value of your investment in the Portfolio will fluctuate, there is the risk that you will lose money.

Securities Lending Risk. Securities lending involves the risk that the borrower may fail to return the securities in a timely manner or at all. As a result, the Portfolio may lose money and there may be a delay in recovering the loaned securities. The Portfolio could also lose money if it does not recover the securities and/or the value of the collateral falls, including the value of investments made with cash collateral. Securities lending also may have certain adverse tax consequences.

Small Company Risk. Securities of small companies are often less liquid than those of large companies and this could make it difficult to sell a small company security at a desired time or price. As a result, small-company stocks may fluctuate relatively more in price. In general, smaller-capitalization companies are also more vulnerable than larger companies to adverse business or economic developments, and they may have more limited resources.

Value Investment Risk. Value stocks may perform differently from the market as a whole, and following a value-oriented investment strategy may cause the Portfolio to, at times, underperform equity funds that use other investment strategies.

Performance

The table below shows the performance of the Portfolios since inception. The performance data include each Portfolio's asset-based fee. **The performance data shown represent past performance, which is not a guarantee of future results. Investment returns and principal value will fluctuate, so investors' Portfolio Units, when sold, may be worth more or less than their original cost. For performance data current to the most recent month-end, which may be higher or lower than that cited, visit our website at MissouriMost.org.**

The performance of the Portfolios will differ from the performance of the Underlying Investments. Because the Portfolios have higher expense ratios than the Underlying Investments, over comparable periods of time, all other things being equal, a Portfolio would have

lower performance than its comparable Underlying Investment. (Of course, the Underlying Investments do not offer the same tax advantages as the Portfolios.) Performance differences also are caused by differences in the trade dates of Portfolio purchases. When you invest money in a Portfolio, you will receive Portfolio Units as of the trade date noted in **Part 7. Other Information About Your Account—Pricing of Portfolio Units**. The Portfolio will use your money to purchase shares of an Underlying Investment. However, the trade date for the Portfolio's purchase of Underlying Investment shares typically will be one business day after the trade date for your purchase of Portfolio Units. Depending on the amount of cash flow into or out of the Portfolio and whether the Underlying Investment is going up or down in value, this timing difference will cause the Portfolio's performance either to trail or exceed the Underlying Investment's performance.

Average Annual Total Returns as of August 31, 2016

Portfolio Name (date of inception)	1 Year	3 Years	5 Years	10 Years	Since Inception*
Vanguard Aggressive Growth Portfolio (6/2/2006)	8.56	8.64	10.87	5.44	5.39
Vanguard Growth Portfolio (6/2/2006)	8.24	7.91	9.46	5.53	5.51
Vanguard Moderate Growth Portfolio (6/2/2006)	8.04	7.19	8.00	5.50	5.52
Vanguard Conservative Growth Portfolio (6/2/2006)	7.64	6.34	6.46	5.30	5.34
Vanguard Income Portfolio (6/2/2006)	7.04	5.40	4.81	4.98	5.06
Vanguard Conservative Income Portfolio (6/2/2006)	4.15	2.89	1.98	3.61	3.73
Vanguard Interest Accumulation Portfolio (6/2/2006)	0.61	0.29	0.23	1.35	1.42
DFA U.S. Large Cap Value Portfolio (4/8/2016)	—	—	—	—	-9.80
DFA U.S. Small Cap Portfolio (4/8/2016)	—	—	—	—	10.70
DFA International Core Equity Portfolio (4/8/2016)	—	—	—	—	6.10
DFA U.S. Core Equity 1 Portfolio (4/8/2016)	—	—	—	—	—
DFA Two-Year Global Fixed Income Portfolio (4/8/2016)	—	—	—	—	0.30
Vanguard Total Bond Market Index Portfolio (6/2/2011)	5.92	4.10	2.90	—	3.20
Vanguard Total International Bond Index Portfolio (11/25/2013)	7.81	—	—	—	5.51
Vanguard Total Stock Market Index Portfolio (6/2/2011)	11.24	11.46	14.16	—	11.98
Vanguard Total International Stock Index Portfolio (6/2/2011)	3.63	2.58	3.51	—	1.58

*Since-inception returns for less than 1 year are not annualized.

If you are invested in an Age-Based Option, the assets in the Portfolio in which you are currently invested ("Current Portfolio") will automatically transfer to other Portfolios as the Beneficiary ages and depending on the Option you chose. Accordingly, your assets in your Current Portfolio may not have been invested in the Current Portfolio for all or a portion of the period reported in the performance table shown above. Thus, your personal performance may be different than the performance for a Portfolio as shown above.

Part 4. The Plan Fees and Charges

The Board, in its sole discretion, will establish, and may change at any time, the fees and charges it deems appropriate for the Plan. In the future, the Plan's fees and charges could be higher or lower than those discussed in this Program Description.

Expense Ratio (Total Annual Asset-Based Fee)

The Plan charges a total annual asset-based fee that includes both administrative and investment management fees (the Plan Management Fee plus the Investment Services Fee). As part of the total annual asset-based fee, each account also indirectly bears its

pro rata share of the annual fees and expenses associated with the Underlying Investments in which each Portfolio held by the account invests (the Investment Services Fee). Vanguard, Ascensus, and the Board have agreed to a specific formula for the allocation among the parties of the total annual asset-based fee. The total annual asset-based fee is charged daily against the assets of each Portfolio at an annualized rate approximately equal to the total annual asset-based fee identified in **Part 3. The Plan Investment Options—Portfolio Profiles**. As of June 30, 2016, the Plan's total assets were \$2,546,700,571. The fees and expenses associated with an Underlying Investment fluctuate. Accordingly, the total annual asset-based fee of a Portfolio, and that of an Underlying Investment, may change.

Portfolio	Investment Services Fee*	State Fee**	Plan Management Fee	Total Annual Asset-Based Fee***
Vanguard Aggressive Growth Portfolio	0.05%	None	0.18%	0.23%
Vanguard Growth Portfolio	0.06	None	0.17	0.23
Vanguard Moderate Growth Portfolio	0.06	None	0.17	0.23
Vanguard Conservative Growth Portfolio	0.06	None	0.17	0.23
Vanguard Income Portfolio	0.07	None	0.16	0.23
Vanguard Conservative Income Portfolio	0.08	None	0.15	0.23
Vanguard Interest Accumulation Portfolio	0.08****	None	0.15	0.23
DFA U.S. Large Cap Value Portfolio	0.27	None	0.20	0.47
DFA U.S. Small Cap Portfolio	0.37	None	0.20	0.57
DFA International Core Equity Portfolio	0.38	None	0.20	0.58
DFA U.S. Core Equity 1 Portfolio	0.19	None	0.20	0.39
DFA Two-Year Global Fixed Income Portfolio	0.18	None	0.20	0.38
Vanguard Total Bond Market Index Portfolio	0.06	None	0.17	0.23
Vanguard Total International Bond Index Portfolio	0.12	None	0.19	0.31
Vanguard Total Stock Market Index Portfolio	0.02	None	0.21	0.23
Vanguard Total International Stock Index Portfolio	0.10	None	0.18	0.28

*Expenses for multiple-fund Portfolios represent a weighted average of the expenses of the Portfolio's Underlying Investments. Expense ratios have been derived from each Underlying Investment's most recent prospectus. Underlying Investment expenses include investment advisory fees, administrative fees, and other expenses, which are paid to Vanguard or DFA, as applicable. As of November 1, 2016.

**Account Owners are not charged a state fee.

***Total Annual Asset-Based Fee as of November 1, 2016.

****Expense ratio of the Interest Accumulation Portfolio may include a stable value wrap fee of between 0.20% and 0.30%, which could reduce the return of the Portfolio.

Other Charges

Transaction Fees

The Plan reserves the right to charge an account in any circumstance in which the Plan incurs expenses on behalf of the account (e.g., when a check, recurring contribution, or electronic bank transfer (EBT) is returned unpaid by the financial institution on which it is drawn). In particular, if you request delivery of distribution proceeds by priority delivery service, outgoing wire or, if available, electronic payment to schools, the Plan will deduct the applicable fee listed in the below chart directly from your account. In its discretion, the Plan may deduct directly from your account the other fees and expenses identified in this chart or similar fees or charges. Please consult your tax advisor regarding calculating and reporting any tax liability associated with the payment of any of these fees out of your account in a year.

Transaction	Charge Amount*
Returned check	\$30
Rejected recurring contribution	\$30
Rejected EBT	\$30
Priority delivery	\$15 weekday
Electronic payments to schools (where available)	\$10

*The Plan will report the fees (and other optional convenience fees as applicable) as distributions on Form 1099-Q.

The fees listed above may be considered Nonqualified Withdrawals. You should consult your tax advisor regarding calculating and reporting any tax liability as applicable.

Investment Cost Example

The below example is intended to help you compare the cost of investing in the Portfolios over different time periods. It illustrates the hypothetical expenses that you would incur over various periods if you invest \$10,000 in a Portfolio. This example assumes that a Portfolio provides a return of 5% a year, and that the Portfolio's expense ratio (total annual asset-based fee) remains the same as shown in the table on page 24. The results apply whether or not the investment is redeemed at the end of the period, but they do not take into account any redemptions that are Nonqualified (defined in Part 7. Other Information About Your Account—Withdrawals) or otherwise subject to state or federal income taxes, or any penalties.

Portfolio	1 Year	3 Years	5 Years	10 Years
Vanguard Aggressive Growth Portfolio	\$23.55	\$74.07	\$129.52	\$293.03
Vanguard Growth Portfolio	23.55	74.07	129.52	293.03
Vanguard Moderate Growth Portfolio	23.55	74.07	129.52	293.03
Vanguard Conservative Growth Portfolio	23.55	74.07	129.52	293.03
Vanguard Income Portfolio	23.55	74.07	129.52	293.03
Vanguard Conservative Income Portfolio	23.55	74.07	129.52	293.03
Vanguard Interest Accumulation Portfolio	23.55	74.07	129.52	293.03
DFA U.S. Large Cap Value Portfolio	48.06	150.82	263.10	591.45
DFA U.S. Small Cap Portfolio	58.26	182.65	318.29	713.62
DFA International Core Equity Portfolio	59.28	185.82	323.80	725.76
DFA U.S. Core Equity 1 Portfolio	39.90	125.30	218.76	492.80
DFA Two-Year Global Fixed Income Portfolio	38.88	122.10	213.20	480.41
Vanguard Total Bond Market Index Portfolio	23.55	74.07	129.52	293.03
Vanguard Total International Bond Index Portfolio	31.73	99.71	174.23	393.33
Vanguard Total Stock Market Index Portfolio	23.55	74.07	129.52	293.03
Vanguard Total International Stock Index Portfolio	28.66	90.10	157.49	355.82

Part 5. Risks of Investing in the Plan

Investing in the Plan involves certain risks, including the possibility that you may lose money over short or even long periods. In addition to the investment risks of the Portfolios, described in **Part 3**, there are certain risks relating to the Plan generally. These risks are described below.

No Guarantee of Principal or Earnings; No Insurance

The value of your account may increase or decrease over time based on the performance of the Portfolio(s) you select. It is possible that, at any given time, your account's value may be less than the total amount contributed. Neither the Plan nor any of its Associated Persons makes any guarantee of, or has any legal obligations to ensure, a particular level of investment return. An investment in the Plan is not a bank deposit, and it is not insured or guaranteed by the federal government, the FDIC, or any other government agency.

Limited Investment Direction

An Account Owner or contributor may not direct the Underlying Investments of a Portfolio. The ongoing money management is the responsibility of the Board, Ascensus, and Vanguard.

Limited Liquidity

Investments in a 529 plan, such as the Plan, are considered less liquid than other types of investments (for example, investments in mutual fund shares), because the circumstances in which you may withdraw money from a 529 plan account without a penalty or adverse tax consequences are significantly more limited.

Potential Changes to the Plan

The Board reserves the right, in its sole discretion, to discontinue the Plan or to change any aspect of the Plan. For example, the Board may change the Plan's fees and charges; add, subtract, or merge Portfolios; close a Portfolio to new investors; or change the Underlying Investment(s) of a Portfolio. Depending on the nature of the change, Account Owners may be required to participate in, or be prohibited from participating in, the change with respect to accounts established before the change. Ascensus may not necessarily continue as Program Manager, and Vanguard may not necessarily continue as Investment Manager indefinitely.

Change in Status of Federal and State Law and Regulations Governing the Plan

Federal and state law and regulations governing the administration of 529 plans could change in the future. In addition, federal and state laws on related matters, such as the funding of higher-education expenses, treatment of financial aid, and tax rules, are subject to frequent change. It is unknown what effect these kinds of changes could have on an account. You should also consider the potential impact of any other state laws on your account. Consult your tax advisor for more information.

No Indemnification

Neither the Program, the Trust, Ascensus, nor Vanguard will indemnify any Account Owner or Beneficiary against losses or other claims arising from the official or unofficial acts, negligent or otherwise, of Board members or state employees.

Eligibility for Financial Aid

Being the Owner or Beneficiary of a 529 plan account may adversely affect one's eligibility for financial aid.

- In making decisions about eligibility for financial aid programs offered by the U.S. government and the amount of such aid required, the U.S. Department of Education takes into consideration a variety of factors, including the assets owned by the student (i.e., the Beneficiary) and the assets owned by the student's parents. The Department generally expects the student to spend a substantially larger portion of his or her own assets on educational expenses than the parents. Available balances in a 529 plan account are treated as an asset of (a) the student if the student is not a dependent, or (b) the parent if the student is treated as a dependent, regardless of whether the owner of the 529 plan account is the student or the parent. Assets in an UGMA/UTMA 529 plan account are treated as parental assets. Please see **Part 8. Federal and State Tax Treatment** for additional information.
- With respect to financial aid programs offered by educational institutions and other nonfederal sources, the effect of being the Owner or Beneficiary of a 529 plan account varies from institution to institution. Accordingly, no generalizations can be made about the effect of being the Owner or Beneficiary of a 529 plan account on the student's eligibility for financial aid, or the amount of aid the student may qualify for, from such sources.
- The federal and nonfederal financial aid program treatments of assets in a 529 plan are subject to change at any time. You should therefore check and periodically monitor the applicable laws and other official guidance, as well as particular program and institutional rules and requirements, to determine the impact of 529 plan assets on eligibility under particular financial aid programs.
- Contributions and earnings from Plan assets are not considered income for purposes of determining an Account Owner's eligibility for financial assistance under any Missouri student aid program.

No Guarantee That Investments Will Cover Education-Related Expenses

There is no guarantee that the money in your account will be sufficient to cover all of a Beneficiary's higher-education expenses, even if contributions are made in the maximum allowable amount for the Beneficiary. The future rate of increase in higher-education expenses is uncertain and could exceed the rate of investment return earned by any or all of the Portfolios over any relevant period of time.

Education Savings and Investment Alternatives

In addition to the Plan, there are many other qualified tuition programs, including programs designed to provide prepaid tuition and certain other educational expenses, as well as other education savings and investment alternatives. These alternative programs may offer different investment vehicles and may result in different tax and other consequences. They may have different eligibility requirements and other features, as well as fees and expenses that may be more or less than those charged by the Plan. You should consider other investment alternatives before establishing an account in the Plan.

Medicaid and Other Federal and State Benefits

The effect of an account on eligibility for Medicaid or other state and federal benefits is uncertain. It is possible that an account in the Plan will be viewed as a “countable resource” in determining an individual’s financial eligibility for Medicaid. Withdrawals from an account during certain periods also may have the effect of delaying the disbursement of Medicaid payments. You should consult a qualified advisor to determine how a 529 plan account may affect eligibility for Medicaid or other state and federal benefits.

No Guarantee of Admittance

Participation in the Plan does not guarantee or otherwise provide a commitment that the Beneficiary will be admitted to, be allowed to continue to attend, or receive a degree from any educational institution. Participation in the Plan also does not guarantee that a Beneficiary will be treated as a resident of any state for tuition or any other purpose.

Part 6. Information About the Plan and Ascensus

The Plan

The Plan is administered by the Board and is authorized by Sections 166.400 through 166.456 of the Missouri Revised Statutes (the "Statute") to apply to tax years beginning on or after January 1, 1999. The Program Trust, established as an investing vehicle for higher-education expenses, is designed to qualify for treatment as a qualified tuition program under Section 529 of the Internal Revenue Code of 1986, as amended, and any regulations and other guidance issued thereunder ("Section 529"). The Statute authorized the creation of the Program Trust to hold all of the assets of the Plan. The Plan is administered by the Board, which is chaired by the Missouri State Treasurer. The Board also acts as trustee of the Program Trust. Ascensus serves as Program Manager and provides management, administration, recordkeeping, and transfer agency services for the Plan. Ascensus is in the business of providing program management and administrative services to qualified tuition programs. Vanguard provides investment management for the mutual funds or separate accounts held in each investment Portfolio. Vanguard also provides distribution, marketing, and customer services.

Upromise Service

The Plan makes saving for college even easier with Upromise®, a rewards service that is free to join and that lets members get back a percentage of their qualified spending with hundreds of America's leading companies as college savings. Once you enroll in the Plan, your Upromise account and your Plan account can be linked so that your rebate dollars are automatically transferred to your 529 account on a periodic basis. The minimum amount for an automatic transfer from a Upromise account to an account in the Plan is \$25.

The Upromise service is offered by Upromise, Inc., and is not affiliated with the Program Manager. This Program Description provides information concerning the Plan but is not intended to provide detailed information concerning the Upromise service. The Upromise service is administered in accordance with the terms and procedures set forth in the Upromise Member Agreement (as amended from time to time), which is available on the Upromise website at upromise.com/Missouri. If you want more information about Upromise, visit upromise.com/Missouri.

MOST Matching Grant Program ("MOST Matching Grant" or "Matching Grant")

The MOST 529 Matching Grant Program was discontinued as of January 2015. If you were awarded a grant under the Matching Grant Program, your Matching Grant account will continue to be linked to your Plan account and governed by the terms and conditions of the Program Description and any amendments or supplements thereto. Matching Grant accounts continue to be subject to fees and charges that otherwise apply to Plan accounts, as described in **Part 4. The Plan Fees and Charges**.

The Plan will retain control of the assets in the Matching Grant account until the Account Owner submits a request in good order for a Qualified Withdrawal. To withdraw assets from a Matching Grant account, the withdrawal must be a Qualified Withdrawal that is made to an Eligible Educational Institution. Under certain circumstances, the Matching Grant and any earnings made may be fully or partially forfeited and the Matching Grant account could be closed.

These circumstances include:

- A change of Beneficiary when the new Beneficiary has previously received a Matching Grant or is not an eligible "member of the family" of the former Beneficiary;
- The Beneficiary dies or becomes disabled and cannot attend an Eligible Educational Institution, unless the Account Owner changes the Beneficiary to an eligible "member of the family" of the former Beneficiary; and
- A Nonqualified Withdrawal or rollover to another state's 529 plan from the Plan account is made, and the remaining Plan account balance falls below the balance in the Matching Grant account, unless the balance in the Plan account is increased as described below.
 - o In the event of a rollover to another state's 529 plan or Nonqualified Withdrawal resulting in the Account Owner having a lower balance in the Plan account than in the Matching Grant account, the Account Owner will have a period of 18 months to contribute to his/her Plan account to prevent forfeiture of that portion of the Matching Grant account that does not have corresponding assets in his/her Plan account.

The Matching Grant program is designed so that the grant, together with any earnings used for qualified higher-education expenses, will not be subject to federal income tax. It is possible that future changes in the law may cause a Matching Grant to be taxable or that the Internal Revenue Service ("IRS") may take the position that a Matching Grant is taxable in the year the grant is awarded or distributed. You should consult your tax advisor for more information on the potential tax consequences of receiving a Matching Grant. The Account Owner is solely responsible for determining the effect of the Matching Grant on the Account Owner's or the Beneficiary's eligibility for public assistance programs.

Part 7. Other Information About Your Account

Contributions

You may contribute money to the Plan by any of the following methods: check, third-party personal check up to \$10,000, money orders, recurring contributions, payroll direct deposit, electronic bank transfer, transfer from a Upromise account, or rollover. The Plan will not accept contributions made with cash, credit card, stocks, securities, or other nonbank account assets.

Note: The Plan may deduct money from your account for any expenses incurred by the Plan on your behalf as a result of any check, recurring contribution, or electronic bank transfer being returned unpaid by the financial institution upon which it is drawn.

Contributions by Check

Please make all checks payable to: *MOST—Missouri's 529 College Savings Plan*, and send them to the following address: MOST—Missouri's 529 College Savings Plan, P.O. Box 219212, Kansas City, MO 64121-9212. For established accounts, please include your account number on the check.

The Plan will not accept contributions made by a starter check, bank courtesy check, instant loan check, credit card check, traveler's check, foreign check not in U.S. dollars, check dated more than 180 days before the Plan receives it, postdated check, check with unclear instructions, or any other check the Plan deems unacceptable. Family and friends may contribute by check through Ugift as described under **Ugift** in this section.

Payroll Direct Deposit*

You may be eligible to make automatic contributions to your Plan account by payroll direct deposit. There is no minimum amount for your initial or subsequent payroll direct deposit contribution.

Contributions by payroll direct deposit will only be permitted from employers able to meet the Plan's operational and administrative requirements for payroll direct deposit. Please check with your employer to see whether you are eligible to contribute to the Plan through payroll direct deposit. You may set up payroll direct deposit by submitting the appropriate form, which you can get by visiting MissouriMost.org or by calling 888-414-MOST (888-414-6678).

Recurring Contributions*

You may contribute to the Plan through periodic automated debits from a checking or savings account at your bank, if your bank is a member of the Automated Clearing House, subject to certain processing restrictions. There is no charge for establishing or maintaining recurring contributions. To initiate recurring contributions during enrollment, you must complete the appropriate section of the online or paper enrollment. You also may set up recurring contributions after an account has been established, either by visiting MissouriMost.org or by submitting the appropriate form. If you already have banking information on file, you can set up recurring contributions by calling 888-414-MOST (888-414-6678).

Your bank account will be debited on the day you designate, provided the day is a regular business day. If the day you designate falls on a weekend or a holiday, the debit from your bank account will occur on the next business day. You will receive a trade date of one business day prior to the day the bank debit occurs. For example, if the 15th of every month was selected as the debit date and the 15th falls on a business day, then the trade date for the transaction will be the 14th. If you indicate a debit date that is within the first three days of the month, there is a chance that your investment will be credited on the last business day of the previous month. Please note that recurring contributions with a debit date of January 1, 2, 3, or 4 will be credited in the same year as the debit date. The first debit of a recurring contribution must be at least three days from the date of receipt of the request to initiate recurring contributions. Quarterly recurring contributions will be made on the day indicated every three months, not on a calendar-quarter basis. If no date is designated, your bank account will be debited on the 20th of the month. (If the 20th is not a business day, the debit will be made on the next business day.)

Authorization to perform automated periodic deposits will remain in effect until the Plan has received notification of its termination. Either you or the Plan may terminate your recurring contributions at any time. You can also sign up to increase your recurring contributions automatically on an annual basis. There is no charge for establishing this annual increase. You can select the dollar amount and the month of the increase. Each year, your recurring contributions will increase automatically by the dollar amount selected. The first increase will occur at the time of the first recurring contribution in the month selected. Changes to, or termination of, recurring contributions must occur at least five business days before a debit is scheduled to be deducted from your bank account and are not effective until received and processed by the Plan. If your recurring contribution cannot be processed because the bank account on which it is drawn contains insufficient assets or because of incomplete information or inaccurate information, or if the transaction would violate processing restrictions, the Plan reserves the right to suspend processing of future recurring contributions.

Electronic Bank Transfer (EBT)

You may contribute to your Plan account by giving authorization to make a onetime EBT from your bank checking or savings account, subject to certain processing restrictions. To authorize an EBT, you must provide certain information about the bank account from which money will be withdrawn (the same information required to establish recurring contributions). Once you have provided that information, you may make an EBT from the designated bank account to the Plan by visiting MissouriMost.org or by calling 888-414-MOST (888-414-6678). There is no charge for making an EBT.

Please note that the Plan may place a limit on the total dollar amount per day you may contribute to your Plan account by EBT. Contributions in excess of such limit will be rejected. If you plan to contribute a large dollar amount (over \$140,000) to your Plan

*A plan of regular investment cannot assure a profit or protect against a loss in a declining market.

account by EBT, you should contact a client service representative at **888-414-MOST** (888-414-6678) to inquire about the current limit prior to making your contribution.

If your EBT contribution cannot be processed because the bank account on which it is drawn contains insufficient assets or because of incomplete information or inaccurate information, or if the transaction would violate processing restrictions, the Plan reserves the right to suspend processing of future EBT contributions.

Ugift

You may invite family and friends to contribute to your Plan accounts through Ugift to provide a gift to your Beneficiary. You provide a unique contribution code to selected family and friends and gift givers can either contribute online through an electronic bank transfer or by mailing in a gift contribution coupon with a check made payable to *Ugift–MOST—Missouri’s 529 College Savings Plan*.

Gift contributions received in good order will be held for approximately five business days before being transferred into your account. Gift contributions through Ugift are subject to the Maximum Contribution Limit. Gift contributions will be invested according to the Portfolio allocation on file for the account at the time the gift contribution is transferred. There may be potential tax consequences of gift contributions invested in your account. You and the gift giver should consult a tax advisor for more information. Ugift is an optional service. For more information, please visit MissouriMost.org or call the Plan at **888-414-MOST** (888-414-6678).

Incoming Rollover Contributions

You can contribute to the Plan with money transferred from another state’s 529 plan. This transaction is known as a rollover. You may roll over assets from an account in another state’s 529 plan to an account in the Plan for the same Beneficiary without penalty or federal income tax consequences provided it has been more than 12 months since any previous rollover for that Beneficiary. You also may roll over money from an account in another state’s 529 plan to an account in the Plan at any time without penalty or federal income tax consequences when you change Beneficiaries provided that the new Beneficiary is a family member of the old Beneficiary. (See **Changing the Beneficiary** in this section for a list of the persons eligible.) A 529 plan rollover that does not meet these criteria will be considered a Nonqualified Withdrawal (defined under **Withdrawals** in this section) that is subject to federal income tax, an additional 10% federal penalty tax on earnings, and possibly state tax.

Incoming rollovers can be direct or indirect. Direct rollovers involve the transfer of money from one 529 plan directly to another. Indirect rollovers involve the transfer of money from an account in another state’s 529 plan to the Account Owner, who then contributes the money to an account in the Plan. To avoid penalties and federal income tax consequences, money received by an Account Owner in an indirect rollover must be contributed to the Plan within 60 days of the withdrawal. You should be aware that not all states permit direct rollovers from 529 plans. In addition, there may be state income tax consequences (and, in some cases,

state-imposed penalties) resulting from a rollover out of a state’s 529 plan.

You can roll over assets to the Plan either as an initial contribution when you open an account or as an additional contribution to an existing account. When making the rollover, you will need to provide the Plan with an account statement or other documentation from the distributing 529 plan account indicating how much of the rollover money is attributable to earnings. Until the Plan receives this documentation, the entire amount of your contribution will be treated as earnings, which would be subject to taxation in the case of a Nonqualified Withdrawal.

Contributions From an Education Savings Account or a Qualified U.S. Savings Bond

You can contribute to the Plan with proceeds from the sale of assets held in an education savings account (formerly known as an Education IRA) or a Qualified U.S. Savings Bond (eligible Series EE and I bonds issued after 1989). You will need to provide the Plan with the following documentation:

- **For assets from an education savings account:** an account statement or other documentation from the custodial financial institution showing the total amount contributed and the proportion of the assets that represent earnings.
- For assets obtained by redeeming a Qualified U.S. Savings Bond: an account statement, a Form 1099-INT, or other documentation from the financial institution that redeemed the bond showing how much of the proceeds represented interest and how much represented principal.

Until the Plan receives this documentation, the entire amount of your contribution will be treated as earnings, which would be subject to taxation in the case of a Nonqualified Withdrawal.

Contributions From UGMA/UTMA Custodial Accounts

The custodian for a minor under the Uniform Gifts to Minors Act or Uniform Transfers to Minors Act (UGMA/UTMA) may use the assets previously held in an UGMA/UTMA account to open an account in the Plan and act as the Account Owner, subject to the laws of the state under which the UGMA/UTMA account was established. The minor and/or the minor’s parent may incur capital gains (or losses) from the sale of noncash assets held by an UGMA/UTMA account. Please contact a tax professional to determine how to transfer UGMA/UTMA custodial assets and what the implications of such a transfer may be for you.

UGMA/UTMA custodians should consider the following:

- The custodian may make withdrawals only as permitted under UGMA/UTMA regulations and the Plan;
- The custodian may not change the Beneficiary of the account (directly or by means of a rollover distribution), except as permitted under UGMA/UTMA;
- The custodian should not change the Account Owner to anyone other than a successor custodian during the term of the custodial account under UGMA/UTMA;

- When the custodianship terminates, the Beneficiary is legally entitled to take control of the account and may become the Account Owner subject to the provisions of the Plan that are applicable to accounts established or funded with non-UGMA/UTMA assets, if applicable; and
- Additional contributions of money not previously gifted to the Beneficiary under UGMA/UTMA should be made to a separate and noncustodial 529 plan account. A noncustodial 529 plan account will allow the Account Owner to retain control of the assets and make Beneficiary changes.

Neither the Plan nor any of its Associated Persons will be liable for any consequences related to a custodian's improper use, transfer, or characterization of custodial assets funds.

Transfer of Assets to Another Beneficiary Within the Plan

If you transfer assets from one Beneficiary's account to the account of another Beneficiary within the Plan, and if the new Beneficiary is an eligible family member of the prior Beneficiary, then the transfer will be treated as a nontaxable rollover of assets for federal income tax purposes.

Changing Investment Options for Current Balances and Future Contributions

You may move money already in your account to a different mix of investment options within the Plan (i.e., make exchanges or reallocate) up to two times per calendar year.

Systematic exchanges that occur because of the assets being in an Age-Based Portfolio do not count toward the twice-per-calendar-year limit. A reallocation of existing assets in your account will count towards the twice-per-year limit.

However, you may change the allocation of future contributions at any time. Please note that a decision to change the allocation of future contributions will not affect the allocation of assets already in your account, and vice versa. For example, assume that since you opened your account, your contributions have been allocated 60% to Option A and 40% to Option B. You decide to reallocate existing assets as follows: 60% to Option A and 40% to Option C. At the same time, you decide to allocate 100% of future contributions to Option D. You may make one other change to the allocation of existing assets in your account during the current calendar year. However, you may change the allocation of future contributions at any time.

You may make exchanges anytime you change the Beneficiary. See **Changing the Beneficiary** in this section. However, the Plan reserves the right to suspend processing of a Beneficiary transfer if it suspects it is being requested for reasons other than intended by the Plan.

Note: If you withdraw assets from an account in the Plan and subsequently redeposit those assets into an account for the same Beneficiary in the Plan, the withdrawal will be treated as a Nonqualified Withdrawal (defined under **Withdrawals** below) subject to tax consequences and penalties. However, you may request a direct transfer of assets from your account to another account in the Plan for the same Beneficiary. Such a direct transfer will be treated as a change of investment options (exchange) and will not be subject to federal income tax or the 10% federal penalty

tax on earnings, provided that it, together with other investment-option changes, does not occur more than two times per calendar year. You may exchange existing assets or change the allocation of future contributions by visiting **MissouriMost.org**, by calling **888-414-MOST** (888-414-6678), or by submitting the Exchange/Future Contribution Allocation Form.

Withdrawals

You may withdraw money from your account at any time, except as noted below. To make a Qualified Withdrawal, you may make your request online, by phone, or by mail. If you make your request by mail, you must submit the appropriate form and provide such other information as the Plan may require. If the request is in good order, the Plan typically will process the withdrawal and initiate payment of a distribution within three business days after the trade date. (The trade date is determined in accordance with the policies described in **Pricing of Portfolio Units** in this section.) During periods of market volatility and at year-end, withdrawal requests may take up to five business days to process. Please allow ten business days to receive the distribution. The Plan will not send any proceeds from your withdrawal request until all the money has been collected (i.e., until the money's availability in your account is confirmed). Contributions made by check, recurring contributions, or EBT will not be available for withdrawal for seven business days.

Withdrawals will be held for nine business days from a mailing address change if proceeds are requested by check to the Account Owner or for a Beneficiary address change if the proceeds are requested by check to the Beneficiary. The nine-business-day hold does not apply to checks sent directly to the Eligible Educational Institution. Withdrawals by EBT will not be available for 15 calendar days after bank information has been added or edited. There are two types of withdrawals: Qualified and Nonqualified.

- In a Qualified Withdrawal, the proceeds are used for the Qualified Higher-Education Expenses (as defined below) of your Beneficiary.
- **A Nonqualified Withdrawal is any withdrawal that is NOT:**
 - o a Qualified Withdrawal;
 - o a withdrawal paid to a beneficiary of the Beneficiary (or the estate of the Beneficiary) on or after the death of the Beneficiary;
 - o a withdrawal by reason of the disability of the Beneficiary;
 - o a withdrawal by reason of the receipt of a scholarship or attendance at a U.S. Military Academy by the Beneficiary (to the extent the amount withdrawn does not exceed the amount of the scholarship);
 - o a withdrawal that is rolled over into another 529 plan in accordance with Section 529;
 - o a transfer of assets to the credit of another Beneficiary within the Plan, so long as the other Beneficiary is a family member of the prior Beneficiary; or
 - o a refund from an Eligible Educational Institution of Qualified Higher-Education Expenses of a Beneficiary that is recontributed to the same or another 529 plan account of the Beneficiary within 60 days of the refund and does not exceed the refund amount.

Each of these exceptions to treatment as a Nonqualified Withdrawal is explained in more detail below.

The earnings portion of a Qualified Withdrawal is not subject to federal income tax. The earnings portion of a Nonqualified Withdrawal (a) is treated as income to the person who receives it and, thus, subject to applicable federal and state income taxes, and (b) is subject to an additional 10% federal penalty tax on earnings. Although the Plan will report the earnings portion of all withdrawals, it is solely the responsibility of the person receiving the withdrawal to calculate and report any resulting tax liability.

If you have been awarded a MOST Matching Grant, any Qualified Withdrawals to an Eligible Educational Institution generally will be taken proportionately from your Plan account and the related Matching Grant account at the time the Qualified Withdrawal is requested to be sent to the Eligible Educational Institution. If the Qualified Withdrawal amount you request will cause your Matching Grant account to have a market value that falls below \$10, the prorated amount of your Qualified Withdrawal will be adjusted so that your Matching Grant account is fully liquidated and the amount taken from your Plan account will be reduced accordingly. If the Qualified Withdrawal amount you request will result in a withdrawal from your Matching Grant account that is less than \$10, the distribution will be adjusted so that the entire amount of the withdrawal will be taken from your Plan account. In the event you have been awarded a MOST Matching Grant and request a Qualified Withdrawal other than to an Eligible Educational Institution, the Qualified Withdrawal will only be taken from your Plan account.

Qualified Higher-Education Expenses

Qualified Higher-Education Expenses currently include:

- Tuition, fees, and the costs of books, supplies, and equipment required for the enrollment or attendance of a Beneficiary at an Eligible Educational Institution;
- Expenses for the purchase of computer or peripheral equipment (as defined in Section 168(i)(2)(B) of the Internal Revenue Code), computer software (as defined in Section 197(e)(3)(B) of the Internal Revenue Code), or internet access and related services, if such equipment, software, or services are to be used primarily by the Beneficiary during any of the years the Beneficiary is enrolled at an Eligible Educational Institution;
- Certain room and board costs incurred while attending an Eligible Educational Institution at least half-time; and
- In the case of a special-needs Beneficiary, expenses for special-needs services incurred in connection with enrollment or attendance at an Eligible Educational Institution.

Room and board expenses (unlike expenses for tuition, fees, books, supplies, equipment, and special-needs services) may be treated as a Qualified Higher-Education Expense only if the Beneficiary is enrolled at least half-time. Half-time is defined as half of a full-time academic workload for the course of study the Beneficiary pursues, based on the standard at the institution where he or she is enrolled. Room and board expenses that may be treated as Qualified Higher-Education Expenses generally will be limited to the room and board allowance calculated by the Eligible Educational Institution in its "cost of attendance" for purposes of determining eligibility for federal education assistance for that year. For students living in housing owned or operated by the Eligible Educational Institution, if the actual amount charged for room and board is higher than the "cost of attendance" figure, then the actual amount may be treated as qualified room and board costs.

Expenses for computer software designed for sports, games, or hobbies do not qualify as Qualified Higher-Education Expenses unless the software is predominantly educational in nature.

Eligible Educational Institutions

Eligible Educational Institutions include accredited postsecondary educational institutions in the United States or abroad offering credit toward an associate's degree, a bachelor's degree, a graduate-level or professional degree, or another recognized postsecondary credential, and certain postsecondary vocational and proprietary institutions. To be an Eligible Educational Institution for purposes of Section 529, an institution must be eligible to participate in U.S. Department of Education student financial aid programs.

Certain Other Withdrawals Exempt From the 10% Federal Penalty Tax

Death of the Beneficiary

If the Beneficiary dies, you may select a new Beneficiary or authorize a payment to a beneficiary of the Beneficiary or the estate of the Beneficiary. A payment to a beneficiary of the Beneficiary or the estate of the Beneficiary will not be subject to the additional 10% federal penalty tax on earnings, but earnings will be subject to any applicable federal and state income taxes at the recipient's (the party receiving the withdrawal) tax rate. If you select a new Beneficiary who is a "member of the family" (defined in this section) of the former Beneficiary (see **Changing the Beneficiary** in this section), you will not owe federal income tax or a penalty on withdrawals.

Refunds From Eligible Educational Institutions

In the event the Beneficiary receives from an Eligible Educational Institution a refund of assets originally withdrawn from an account to pay for Qualified Higher-Education Expenses, such assets up to the amount of the refund will not be subject to federal income tax or the additional 10% federal penalty tax on earnings, provided that the assets are recontributed to the same or another account in a 529 plan for the same Beneficiary within 60 days of the refund. For tax purposes, please maintain proper documentation evidencing the refund from the Eligible Educational Institution.

Disability of the Beneficiary

If the Beneficiary becomes disabled, you may change the Beneficiary or withdraw all or a portion of the account balance. A withdrawal as a result of the disability of the Beneficiary will not be subject to the additional 10% federal penalty tax on earnings, but earnings will be subject to any applicable federal and state income taxes at the recipient's (the party receiving the withdrawal) tax rate. If you change the Beneficiary to an individual who is a "member of the family" (defined in this section) of the former Beneficiary (see **Changing the Beneficiary** in this section), you will not owe federal income tax or a penalty on withdrawals.

Receipt of Scholarship/Attendance at a U.S. Military Academy

If the Beneficiary receives a qualified scholarship or attends a U.S. Military Academy, you may withdraw money from the account for non-educational purposes up to the amount of the scholarship without imposition of the additional 10% federal penalty tax on

earnings. A qualified scholarship includes certain educational assistance allowances under federal law as well as certain payments for educational expenses (or attributable to attendance at certain educational institutions) that are exempt from federal income tax. The earnings portion of a withdrawal as a result of a qualified scholarship is subject to any applicable federal and state income taxes at the recipient's (the party receiving the withdrawal) tax rate.

Rollovers to Other 529 Plans

You may perform a tax-free rollover of a 529 account for the same Beneficiary once every 12 months. The Plan will accept another custodian's rollover request to process a rollover and send a check directly to the 529 plan custodian, if the request is in good order.

Maximum Contribution Limit

You may contribute to an account for a Beneficiary provided the aggregate balance of all accounts for the same Beneficiary in the Plan does not exceed the Maximum Contribution Limit (the "Maximum Contribution Limit"), which currently is \$325,000. Accounts that have reached the Maximum Contribution Limit may continue to accrue earnings, but the excess portion of any contribution that would cause the account balance to exceed the Maximum Contribution Limit will not be accepted and will be returned to the contributor. The determination of whether the Maximum Contribution Limit has been reached is based on the aggregate market value of the account(s) for a Beneficiary plus the amount of total Qualified Withdrawals, and not solely on the aggregate contributions made to the account(s). If, however, the market value of such account(s) falls below the Maximum Contribution Limit because of market fluctuations and not as a result of Qualified Withdrawals from such account(s), additional contributions will be accepted. The Plan may, in its discretion, refuse to accept a proposed contribution, on determination that acceptance of such proposed contribution would not comply with federal or Missouri state requirements. None of the Associated Persons will be responsible for any loss, damage, or expense incurred in connection with a rejected or returned contribution. The Board expects to evaluate the Maximum Contribution Limit annually but reserves the right to make adjustments more or less frequently.

Unused Account Assets

If the Beneficiary graduates from an Eligible Educational Institution or chooses not to pursue higher education, and assets remain in the account, you generally have three options:

1. You can change the Beneficiary to an eligible "member of the family" of the former Beneficiary (defined in this section).
2. You can keep the assets in the account to pay future Qualified Higher-Education Expenses, such as graduate or professional school expenses, of the existing Beneficiary.
3. You can withdraw the remaining assets (including earnings).

Options 1 and 2 are not subject to federal and state income taxes or penalties. Option 3 is a Nonqualified Withdrawal subject to applicable federal and state income taxes, including the additional 10% federal penalty tax on earnings.

Pricing of Portfolio Units

When you contribute to the Plan, your money will be invested in units of one or more Portfolios, depending on the investment option(s) you select. The price of a Portfolio Unit is calculated each business day after the close of trading on the New York Stock Exchange ("NYSE"). The price is determined by dividing the dollar value of the Portfolio's net assets (i.e., total Portfolio assets minus total Portfolio liabilities) by the number of Portfolio Units outstanding. On holidays or other days when the NYSE is closed, the Portfolio's unit price is not calculated, and the Plan does not transact purchase, exchange, transfer, or redemption requests.

When you purchase or redeem units of a Portfolio, you will do so at the price of the Portfolio's units on the trade date. Your trade date will be determined as follows:

- If the Plan receives your transaction request (whether to contribute money, withdraw money, or exchange money between investment options) in good order on a business day prior to the close of the NYSE, your transaction will receive that day's trade date.
- If the Plan receives your transaction request in good order on a business day after the close of the NYSE or at any time on a nonbusiness day, your transaction will receive the next business day's trade date.

As an exception to the two points above, recurring contributions will receive a trade date of the business day before the day the bank debit occurs.

Confirmations and Statements/Safeguarding Your Account

You will receive quarterly account statements indicating, for the applicable time period: (1) contributions made to the account, (2) withdrawals made from the account, (3) exchanges between investment options, (4) contribution percentages among selected investment options in the account, and (5) the total value of the account at the end of that time period. You will receive transaction confirmations for any activity in the account, except for contributions made by recurring contributions or payroll direct deposit, for account assets that are automatically moved to a more conservative Age-Based Option as a Beneficiary ages, or for transfers from a Upromise service account to your Plan account; instead, these transactions will appear on your quarterly statement. The Plan periodically matches and updates the addresses of record against a change-of-address database maintained by the U.S. Postal Service to reduce the possibility that items sent by first-class mail, such as account statements, will be undeliverable.

You can securely access and manage your account information—including quarterly statements, transaction confirmations, and tax forms—24 hours a day at MissouriMost.org once you have created an online user name and password. If you open an account online, the Plan requires you to select a user name and password right away. If you open an account by submitting a paper application, you may establish a user name and password at MissouriMost.org.

You are expected to regularly and promptly review all transaction confirmations, account statements, and any email or paper correspondence sent by the Plan. Contact the Plan immediately if you believe someone has obtained unauthorized access to your account or if you believe there is a discrepancy between a transaction you requested and your transaction confirmation.

Safeguarding Your Account

To safeguard your account, it is important that you keep your Account information confidential, including your username and password. The Plan uses reasonable procedures and internal controls to confirm that transaction requests are genuine, but these measures do not guarantee that fraudulent or unauthorized instructions received by the Plan will be detected. Neither the Plan nor any of its Associated Persons will be responsible for losses resulting from fraudulent or unauthorized instructions received by the Plan, provided the Plan or its service providers reasonably believed the instructions were genuine. For more information about how the Plan protects your information and important information about how you can protect your information, see the **Security** link at MissouriMost.org.

Affirmative Duty to Promptly Notify the Plan of Errors

If you receive a confirmation that you believe does not accurately reflect your instructions—e.g., the amount invested differs from the amount contributed or the contribution was not invested in the particular investment options you selected—you must promptly notify the Plan of the error. If you do not notify the Plan within ten business days of the mailing of the confirmation at issue, you will be considered to have approved the information in the confirmation and to have released the Plan and its Associated Persons from all responsibility for matters covered by the confirmation. Moreover, any liability as a result of such an error resulting from participation in the Plan for which the Plan or any Associated Persons are determined to be responsible shall be limited to an amount equal to gains because of market movement that would have resulted from the transaction during the ten-day time period in which you should have acted.

Account Restrictions

In addition to rights expressly stated elsewhere in this Program Description, the Plan reserves the right to (1) freeze an account and/or suspend account services when the Plan has received reasonable notice of a dispute regarding the assets in an account, including notice of a dispute in account ownership or when the Plan reasonably believes a fraudulent transaction may occur or has occurred; (2) freeze an account and/or suspend account services upon the notification to the Plan of the death of an Account Owner until the Plan receives required documentation in good order and reasonably believes that it is lawful to transfer account ownership to the successor Account Owner; (3) redeem an account, without the Account Owner's permission, in cases of threatening conduct or suspicious, fraudulent, or illegal activity; and (4) reject a contribution for any reason, including contributions to the Plan that the Program Manager or the Board believe are not in the best interests of the Plan, a Portfolio, or the Account Owners. The risk of market loss, tax implications, penalties, and any other expenses

as a result of such an account freeze or redemption will be solely the Account Owner's responsibility.

Control Over the Account

Pursuant to Section 529, the Account Owner controls the account and the disposition of all assets held in the account, including earnings, whether contributed by the Account Owner or by another person. A Beneficiary who is not the Account Owner has no control over any of the account assets.

Designation of Successor Account Owner

You may designate a successor Account Owner (to the extent permitted under applicable law) to succeed to all of your rights, title, and interest in an account (including the right to change the Beneficiary) upon your death. This designation can be made on the initial Enrollment Application, which is available at MissouriMost.org.

If you do not initially designate a successor Account Owner but later decide to do so, or if you wish to revoke or change a designation, you may either make the change by visiting MissouriMost.org, by calling 888-414-MOST (888-414-6678), or by submitting the Account Information Change Form. The designation will become effective for the successor Account Owner once this paperwork has been received and processed. All requests to transfer ownership to a successor Account Owner after your death must be submitted by authorized persons in writing. The successor Account Owner will be required to give the Program Manager a certified copy of a death certificate sufficiently identifying you by name and Social Security number or other proof recognized under applicable law and acceptable to the Program Manager before taking any action regarding the account following your death. To complete the transfer, your successor Account Owner must also complete a new Enrollment Application. Contact the Plan at 888-414-MOST (888-414-6678) for information needed to complete the change of ownership.

Changing the Account Owner

You may transfer ownership of your account to a new Account Owner by completing the appropriate form. Please note that a change in Account Owner may have adverse tax consequences and you should consider consulting with a tax advisor before completing a change in Account ownership.

Changing the Beneficiary

Section 529 permits an Account Owner to change Beneficiaries without adverse federal income tax consequences if the new Beneficiary is a "member of the family" (as defined below) of the former Beneficiary. If the new Beneficiary is not a family member of the former Beneficiary, then the change is treated as a Nonqualified Withdrawal subject to the additional 10% federal penalty tax on earnings, as well as the tax consequences, previously described.

There may be federal gift tax, estate tax, or generation-skipping transfer tax consequences in connection with changing the Beneficiary of a 529 plan account. Please see **Part 8. Federal and State Tax Treatment—Federal Gift and Estate Taxes**.

You can process a Beneficiary change by visiting MissouriMost.org or by submitting the Beneficiary Change Form. You may also process a Beneficiary change by phone at **888-414-MOST** (888-414-6678), as long as you have previously established an Account for the new Beneficiary either online or by submitting a new Enrollment Application. At the time you change Beneficiaries, you may reallocate assets in the account to a different mix of investment options.

Note: Assets invested in an Age-Based Option, if not reallocated to a different investment option, will automatically be moved to the Portfolio within the Option that corresponds to the age of the new Beneficiary (unless the new Beneficiary is in the same age bracket as the former Beneficiary).

Member of the Family

A “member of the family” of the Beneficiary is defined as:

- Father, mother, or an ancestor of either.
- Son, daughter, or a descendant of either.
- Stepfather or stepmother.
- Stepson or stepdaughter.
- Brother, sister, stepbrother or stepsister, half-brother or half-sister.
- Brother or sister of the father or mother of the original Beneficiary.
- Brother-in-law, sister-in-law, son-in-law, daughter-in-law, father-in-law, or mother-in-law.
- Son or daughter of a brother or sister.
- Spouse of the Beneficiary or any of the individuals mentioned above.
- First cousin.

A legally adopted child of an individual shall be treated as the child of such individual by blood.

Part 8. Federal and State Tax Treatment

This section summarizes key aspects of the federal and state tax treatment of contributions to, and withdrawals from, 529 plan accounts. The information provided below is not exhaustive. It is based on the Plan's understanding of current law and regulatory interpretations relating to 529 plans generally and is meant to provide 529 plan Account Owners with general background information about the tax characteristics of these programs.

Neither this **Part 8** nor any other information provided throughout this Program Description is intended to constitute, nor does it constitute, legal or tax advice. This Program Description was developed to support the marketing of the Plan and cannot be relied on for purposes of avoiding the payment of federal or state taxes or penalties. You should consult your legal or tax advisor about the impact of these rules on your individual situation.

The summary tax and legal description provided below is based on the Internal Revenue Code of 1986, as amended (the "Code"), and proposed regulations in effect as of the date of this Program Description, as well as other administrative guidance and announcements issued by the IRS and the U.S. Department of the Treasury. It is possible that Congress, the Treasury Department, the IRS, or the federal or state courts may take action that will affect, including potentially retroactively, the tax treatment of 529 plan contributions, earnings, withdrawals, or the availability of state tax deductions. Individual state legislation may also affect the state tax treatment of a 529 plan for residents of that state.

The Plan strongly encourages Account Owners and Beneficiaries to consult with their tax advisors regarding the impact of Missouri tax law relating to Section 529 plans, and the tax consequences of contributing money to, or withdrawing money from, a qualified 529 plan account. If you are not a Missouri taxpayer, consider before investing whether your or the Beneficiary's home state offers a 529 plan that provides its taxpayers with favorable state tax or other benefits that may only be available through investment in the home state's 529 plan, and which are not available through investment in the Plan. Since different states have different tax provisions, this Program Description contains limited information about the state tax consequences of investing in the Plan. Therefore, please consult your financial, tax, or other advisor to learn more about how state-based benefits (or any limitations) would apply to your specific circumstances. You may also wish to contact your home state's 529 plan(s), or any other 529 plan, to learn more about those plans' features, benefits, and limitations. Keep in mind that state-based benefits should be one of many appropriately weighted factors to be considered when making an investment decision.

General 529 Plan Tax Treatment

529 plans allow individuals and certain other entities to provide for the education-related expenses of a Beneficiary in a tax-advantaged manner. To be eligible for these tax benefits, 529 plan account assets must be used to pay the Qualified Higher-Education Expenses of the Beneficiary at an Eligible Educational Institution. The terms "Qualified Higher-Education Expenses" and "Eligible Educational Institutions" are defined in **Part 7. Other Information About Your Account**.

529 Plan Contributions and Withdrawals

Federal law does not allow a tax deduction for contributions to 529 plans. However, the income earned on any such contributions may generally grow free of federal income tax until distributed. Qualified Withdrawals (i.e., withdrawals to pay for the Qualified Higher-Education Expenses of a Beneficiary) and qualified rollovers are not subject to federal income taxation. The earnings portion of Nonqualified Withdrawals, however, is subject to all applicable federal and state income taxes and, in most cases, to an additional 10% federal penalty tax on earnings.

The additional 10% federal penalty tax on earnings does not apply to certain withdrawals made because of (1) the death or disability of the Beneficiary; (2) a qualified rollover, as described below; (3) attendance at a U.S. Military Academy or a scholarship, allowance, or similar payment made to the Beneficiary, but only to the extent of such payment; or (4) a refund from an Eligible Educational Institution of an amount withdrawn from an account to pay Qualified Higher-Education Expenses of the Beneficiary that is recontributed to the same or another 529 plan account of the same Beneficiary within 60 days of the date of the refund. See **Part 7. Other Information About Your Account—Certain Other Withdrawals Exempt From the 10% Federal Penalty Tax**.

Withdrawals may comprise: (1) principal, which is not taxable when distributed and (2) earnings, if any, which may be subject to federal income tax. The Plan determines the earnings portion based on IRS rules and reports to the IRS and the recipient. However, the Plan does not report whether the withdrawal is a Qualified Withdrawal or a Nonqualified Withdrawal. The earnings portion of a withdrawal will generally be calculated on an account-by-account basis.

If you don't select one or more specific Portfolios from which to take a withdrawal, the withdrawal will be taken proportionally from all the Portfolios in the account. If you request that a withdrawal be taken from one or more specific Portfolios, the earnings, for tax-reporting purposes, will be calculated based on the earnings of all the Portfolios in your account. Therefore, the earnings reported for tax purposes may differ from the earnings generated in the specific Portfolio(s) from which the withdrawal was made. You are responsible for preparing and filing the appropriate forms when completing your federal income tax return and for paying any applicable tax directly to the IRS.

Qualified Rollovers

An Account Owner may transfer all or part of the assets in a 529 plan account to an account in another 529 plan without adverse federal income tax consequences if, within 60 days of the withdrawal from the distributing account, such assets are transferred to or deposited into an account at another 529 plan for the benefit of (1) an individual who is a "member of the family" (defined in **Part 7. Other Information About Your Account—Changing the Beneficiary**) of the former Beneficiary or (2) the same Beneficiary, but only if no other such rollover distribution or transfer has been made for the benefit of such individual within the preceding 12 months. See **Part 7. Other Information About Your Account—Changing Investment Options for Current Balances and Future Contributions**.

Other Contributions and Transfers

An individual may generally transfer into a 529 plan account, without adverse federal income tax consequences, all or part of (1) money held in an account in the Plan for a "member of the family" of the Beneficiary, if the money is transferred within 60 days of the withdrawal from the distributing account, (2) money from an education savings account described in Section 530 of the Code, or (3) the proceeds from the redemption of a Qualified U.S. Savings Bond described in Section 135 of the Code.

In addition, in the event the Beneficiary receives from an Eligible Educational Institution a refund of assets originally withdrawn from an account to pay for Qualified Higher-Education Expenses, such assets, up to the amount of the refund, will not be subject to adverse federal income tax consequences, provided that the funds are recontributed to the same or another account in a 529 plan for the same Beneficiary within 60 days of the refund.

Coordination With Other Higher-Education Expense Benefit Programs

The tax benefits afforded to 529 plans must be coordinated with other programs designed to provide tax benefits for meeting higher-education expenses in order to avoid the duplication of such benefits. The coordinated programs include education savings accounts under Section 530 of the Code and the Hope and Lifetime Learning Credits under Section 25A of the Code.

Education Savings Accounts

An individual may contribute money to, or withdraw money from, both a 529 plan account and an education savings account in the same year. However, to the extent the total withdrawals from both accounts exceed the amount of the Qualified Higher-Education Expenses incurred that qualifies for tax-free treatment under Section 529, the recipient must allocate his or her Qualified Higher-Education Expenses between both such withdrawals in order to determine how much may be treated as tax-free under each program.

Hope Scholarship and Lifetime Learning Tax Credits

The use of a Hope Scholarship tax credit or Lifetime Learning tax credit by a qualifying Account Owner and Beneficiary will not affect participation in or benefits from a 529 plan account, so long as the 529 plan assets are not used for the same expenses for which the credit was claimed. However, if the 529 plan assets are used for the same expenses for which the tax credit was claimed, the amount of the Beneficiary's Qualified Higher-Education Expenses will be reduced by the amount of those expenses. As a result of this reduction, the earnings portion of the 529 plan withdrawal for those expenses may be subject to federal and state income tax (but not the additional 10% federal income tax penalty).

Federal Gift and Estate Taxes

Contributions (including certain rollover contributions) to a 529 plan account generally are considered completed gifts to the Beneficiary and are eligible for the applicable annual exclusion from gift and generation-skipping transfer taxes (in 2016, \$14,000 for a single

individual or \$28,000 for an electing married couple). Except in the situations described later in this section, if the Account Owner were to die while assets remain in a 529 plan account, the value of the account would not be included in the Account Owner's estate.

In cases where contributions to a 529 plan account exceed the applicable annual exclusion amount for a single Beneficiary, the contributions may be subject to federal gift tax and possibly the generation-skipping transfer tax in the year of the contribution. However, in these cases, a contributor may elect to apply the contribution against the annual exclusion equally over a five-year period. This option is applicable only for contributions up to five times the available annual exclusion amount in the year of the contribution. For example, for 2016, the maximum contribution that may be made using this rule would be \$70,000 (for a single individual) or \$140,000 (for a married couple). Once this election is made, if the contributor makes any additional gifts to the same Beneficiary in the same or the next four years, such gifts may be subject to gift or generation-skipping transfer taxes in the calendar year of the gift. However, any excess gifts may be applied against the contributor's lifetime gift tax exclusion.

If the Account Owner chooses to use the five-year forward election and dies before the end of the five-year period, the portion of the contribution allocable to the years remaining in the five-year period (beginning with the year after the Account Owner's death) would be included in the Account Owner's estate for federal estate tax purposes.

If the Beneficiary of a 529 plan account is changed to a "member of the family" of the old Beneficiary, or amounts in an account are rolled over to a new Beneficiary of the same generation as the old Beneficiary (or an older generation), a gift or generation-skipping transfer tax will not apply. If the new Beneficiary is of a younger generation than the former Beneficiary, there will be a taxable gift to the extent of the amount transferred. Generation-skipping transfer taxes may apply if the new Beneficiary is two or more generations below (younger than) the old Beneficiary. The five-year rule explained previously may be applicable here. In certain circumstances, the gross estate of a Beneficiary may include the value of the 529 plan account.

Income, estate, gift, and generation-skipping transfer tax issues arising in conjunction with 529 plans can be quite complicated. You should consult your tax advisor if you have any questions about these issues in light of your personal circumstances.

State Taxes

Earnings from the investment of contributions to an account will not be subject to Missouri income tax until assets are withdrawn in whole or in part from the account. The earnings portion of a Qualified Withdrawal will not be taxed, whereas the earnings portion of a Nonqualified Withdrawal will be taxable to the recipient.

The assets of the Plan and any income derived therefrom are exempt from all taxation from Missouri or any of its political subdivisions, and income earned or received from Qualified Withdrawals from an account by an Account Owner or a Beneficiary is not subject to Missouri income tax. This exemption only applies to assets and income maintained, accrued, or expended pursuant to the requirements of the Plan.

Contributions by an Account Owner to his or her accounts are deductible in computing the Account Owner's Missouri adjusted gross income in an amount not to exceed \$8,000 (\$16,000 if married filing jointly) in the aggregate for all contributions to all accounts of the Account Owner in any taxable year. The Missouri Department of Revenue does not consider rollovers from another qualified tuition program into the Plan to be contributions eligible for the deduction. For purposes of this paragraph, rollovers (which are transfers made to a new Beneficiary who is a "member of the family" of the prior Beneficiary) include (i) direct transfers of assets from an account in another state's qualified tuition program to an account and (ii) a deposit within 60 days to an account of assets withdrawn from another state's qualified tuition program. Contributions, other than rollovers, of up to \$8,000 per taxable year (\$16,000 if married filing jointly) are deductible by the Account Owner for Missouri income tax purposes. In order for Missouri Account Owners to claim their Missouri state tax deduction for 529 contributions to MOST, they must file a separate tax form (Form MO-A) and attach it to their state tax return form (Form MO-1040). In addition, the Missouri Department of Revenue requires Account Owners claiming the deduction to attach a statement provided by the Program Manager.

This information is not intended as individual tax advice, and Account Owners should consult with their own tax advisors concerning their individual circumstances. Only the Account Owner may claim a deduction for contributions to an account. In computing Missouri adjusted gross income, a husband and wife filing jointly may deduct up to \$16,000 from federal adjusted gross income for contributions to a qualified 529 plan. The amount of the deduction may be split between the spouses in any ratio, as long as it does not exceed \$16,000. For contributions to be deductible for a given taxable year, they must be made by the Account Owner prior to the end of that year. Contributions that are sent by U.S. mail will be treated as having been made in a particular year if the envelopes in which they are sent are postmarked on or before December 31 of that year. Contributions done by EBT will be treated as having been made in a particular year if the EBT request is submitted by 11:59 p.m., Eastern time, on the last calendar day of that year. Recurring contributions will be treated as having been made based on the designation date of that recurring contribution transaction. (If your recurring contribution designation date is January 1, 2, 3, or 4, that recurring contribution will be treated as having been made in the new calendar year.) See **Part 7. Other Information About Your Account—Recurring Contributions** for more detail on designation dates.

Contributions are not includable in computing the Missouri taxable income of Beneficiaries for Missouri personal income tax purposes. No portion of any Qualified Withdrawal will be includable in computing the Missouri taxable income of either the Account Owner or the Beneficiary of the account for Missouri tax purposes.

In the case of any withdrawal other than a Qualified Withdrawal or a rollover into another state's qualified 529 plan, the portion of the withdrawal that is attributable to contributions that were previously deductible for Missouri income tax purposes, as well as the portion that is attributable to earnings in the account, will be includable in computing the Missouri taxable income of the Account Owner for the year in which the withdrawal is made. This includes withdrawals made from an account prior to satisfying the minimum length of time established by the Board, if at all, and withdrawals made on account of the death or disability of, or award of scholarship to, or attendance at one of the Military Academies by,

the Beneficiary. Rollovers to another state's qualified 529 plan are not taxable for Missouri income tax purposes and are not subject to recapture on the Missouri income tax return.

Missouri does not currently impose a gift tax. Consequently, contributions to and withdrawals from an account are not taxable gifts for Missouri purposes.

It is also possible that an Account Owner in the Plan may be entitled to a deduction in computing the income tax imposed by a state where he or she lives or pays taxes. Likewise, it is possible that a recipient of money withdrawn from the Plan may be subject to income tax on those withdrawals by the state where he or she lives or pays taxes. It is also possible that amounts rolled over into the Plan from another state's 529 plan may be subject to a state tax imposed on the rollover amount. You should consult with your tax advisor regarding the state tax consequences of participating in the Plan.

Tax Reports

The Plan will report withdrawals and other matters to the IRS, the Missouri Department of Revenue, distributees, and other persons, if any, to the extent required pursuant to federal, state, or local law, regulation, or ruling. Under federal law, a separate report will be filed by the Program Manager with the IRS reporting withdrawals from an account to each distributee reflecting, among other information, the earnings portion withdrawn during the calendar year to which the report pertains.

Part 9. Legal and Administrative Information About the Plan

Continuing Disclosure

To comply with Rule 15c2-12(b)(5) of the Securities Exchange Act of 1934 (the "Rule"), Ascensus and the Board, as appropriate, will make appropriate arrangements for the benefit of Account Owners to produce and disseminate certain financial information and operating data (the "Annual Information") relating to the Plan and notices of the occurrence of certain enumerated events as required by the Rule. They will make provisions for the filing of the Annual Information with the Municipal Securities Rulemaking Board's Electronic Municipal Market Access system ("EMMA"). They will also make appropriate arrangements to file notices of certain enumerated events with EMMA.

Creditor Protection Under U.S. Laws

Federal bankruptcy legislation excludes from property of the debtor's bankruptcy estate certain assets that have been contributed to a 529 plan account. However, bankruptcy protection in this respect is limited and has certain conditions. This information is not meant to constitute individual tax or bankruptcy advice, and you should consult with your own advisors concerning your individual circumstances.

Unclaimed Property

Under Missouri's Uniform Disposition of the Unclaimed Property Act, all property held by the program administrator will be presumed abandoned if the account is inactive for five years. All abandoned property is then placed in Missouri's Abandoned Fund Account and held in perpetuity until the original owner or the appropriate heir submits a claim for the abandoned assets.

Independent Registered Public Accounting Firm

The Plan has contracted with PricewaterhouseCoopers LLP, an independent registered public accounting firm, which is expert in accounting and auditing. The Plan's financial statements for the most recent fiscal year-end have been audited by PricewaterhouseCoopers LLP and are available by calling 888-414-MOST (888-414-6678).

Custodial Arrangements

With respect to the assets in the Plan, The Bank of New York Mellon Corporation ("The Bank of New York Mellon") is the Plan's custodian. As such, The Bank of New York Mellon holds in safekeeping cash, shares of investment companies registered under the Investment Company Act of 1940, as amended, and interests of Vanguard Short-Term Reserves Account belonging to the Plan. Upon instruction, The Bank of New York Mellon receives and delivers cash and shares of the investment companies of the Plan in connection with Portfolio transactions and collects all income payable to and all distributions made with respect to the Plan's share of investment companies.

Special Considerations

The Board reserves the right to:

- Refuse, change, discontinue, or temporarily suspend account services, including accepting contributions and processing withdrawal requests, for any reason.
- Delay sending out the proceeds of a withdrawal request (this generally applies only to very large withdrawal requests made without advance notice or during unusual market conditions).
- Refuse, following receipt of any contributions, withdrawal requests for up to 15 calendar days.
- Suspend the processing of withdrawal requests or postpone sending out the proceeds of a withdrawal request when the NYSE is closed for any reason other than its usual weekend or holiday closings, when trading is restricted by the SEC, or under any emergency circumstances.

Conflicts

In the event of any conflicts, the Missouri statutes and the U.S. Internal Revenue Code shall prevail over this Program Description.

Representations

Statements contained in this Program Description that involve estimates, forecasts, or matters of opinion, whether or not expressly so described herein, are intended solely as such and are not to be construed as representations of facts.

Part 10. Arbitration

This Part 10 is a predispute arbitration clause. Any controversy or claim arising out of or relating to this Plan or the Enrollment Application, or the breach, termination, or validity of this Plan or the Enrollment Application, shall be settled by arbitration administered by the American Arbitration Association (the "AAA") in accordance with its Commercial Arbitration Rules (except that if Vanguard or Ascensus is a party to the arbitration, it may elect that arbitration will instead be subject to the Code of Arbitration Procedure of the Financial Industry Regulatory Authority), which are made part of this Agreement, and judgment on the award rendered by the arbitrator(s) may be entered in any court having jurisdiction thereof.

By the Account Owner signing an Enrollment Application and upon acceptance of the Account Owner's initial contribution by the Plan, the Account Owner and the other parties to this Plan agree as follows:

- All parties to this Plan are giving up important rights under state law, including the right to sue each other in court and the right to a trial by jury, except as provided by the rules of the arbitration forum;
- Arbitration awards are generally final and binding; a party's ability to have a court reverse or modify an arbitration award is very limited;
- The ability of the parties to obtain documents, witness statements, and other discovery is generally more limited in arbitration than in court proceedings;
- The potential costs of arbitration may be more or less than the cost of litigation;
- The arbitrators do not have to explain the reason(s) for their award, unless, in an eligible case, a joint request for an explained decision has been submitted by all parties to the panel at least 20 days prior to the first scheduled hearing date;
- The panel of arbitrators will typically include a minority of arbitrators who were or are affiliated with the securities industry;
- The rules of the arbitration forum may impose time limits for bringing a claim in arbitration;
- In some cases, a claim that is eligible for arbitration may be brought in court; and
- No person shall bring a putative or certified class action to arbitration, nor seek to enforce any predispute arbitration agreement against any person who has initiated in court a putative class action, who is a member of a putative class who has opted out of the class with respect to any claims encompassed by the putative class action until (i) the class certification is denied, (ii) the class is decertified, or (iii) the customer is excluded from the class by the court. Such forbearance to enforce an agreement to arbitrate shall not constitute a waiver of any rights under this agreement except to the extent set forth in this section.

The Plan Privacy Policy

The MOST Privacy Policy

All providers of personal financial services are now required by federal law to inform their customers of their policies regarding privacy of customer information. MOST—Missouri’s 529 College Savings Plan (the “Plan” or “We”), a college savings plan created and administered by the State of Missouri, may be considered a provider of personal financial services for purposes of this new federal law. Accordingly, this notice is being provided to you, as an Account Owner in the Plan, to inform you of our policies regarding privacy of certain information.

Types of Nonpublic Personal Information Collected. We collect nonpublic personal information about you that is provided to us by you or obtained by us with your authorization. This includes information that We receive from you on applications and other forms.

Parties to Whom We Disclose Information. We do not disclose any nonpublic personal information about you to anyone, except as permitted by law. Permitted disclosures include, for instance, providing information to our employees and to related service providers who need to know the information to assist us in providing services to you. We stress the confidential nature of the information being shared in all situations.

Protecting the Confidentiality and Security of Current and Former Account Owners’ Information. We retain records relating to services that the Plan provides so that We are better able to assist you with your college planning needs and, in some cases, to comply with governmental reporting requirements. In the case of former Account Owners, We will continue to adhere to the privacy policies and practices as described in this notice.

To guard your nonpublic personal information, We maintain physical, electronic, and procedural safeguards that comply with our privacy standards.

Your personal and financial information is very important to us. Please call **888-414-MOST** (888-414-6678) if you have any questions.

Ascensus Privacy Statement

Under the terms of the MOST Services Contract between Ascensus College Savings Recordkeeping Services, LLC, Ascensus Investment Advisors, LLC, Ascensus Broker Dealer Services, Inc., and the Board, the Ascensus parties are required to treat all Account Owner and Beneficiary information confidentially. The Ascensus parties are prohibited from using or disclosing such information, except as may be necessary to perform its obligations under the terms of its contract with the Board, or if required by applicable law, by court order, or other order.

Participation Agreement

I hereby agree with, and represent and warrant to, the Missouri Higher Education Savings Program Board (the "Board"), as Trustee of MOST—Missouri's 529 College Savings Plan (the "Plan"), as set forth below. Each capitalized term used but not defined in this Participation Agreement has the same meaning as it has in the Program Description.

A. General Information.

1. I understand and agree that this Participation Agreement is subject to and incorporates by reference those portions of the Program Description concerning the Plan and the terms applicable to accounts, as modified from time to time.
2. I understand that the Board has retained Ascensus College Savings Recordkeeping Services, LLC, as the Program Manager and Recordkeeping and Servicing Agent for the Plan ("Ascensus" or "Program Manager") and that the Program Manager's affiliates, Ascensus Investment Advisors, LLC, and Ascensus Broker Dealer Services, Inc., also provide or delegate services for the Plan.
3. I have received, read, and understand the Program Description. I have been given the opportunity to obtain answers to all of my questions concerning the Plan, my account, and this Participation Agreement. I understand that this Participation Agreement shall become effective upon the opening of the account on the records of the Program Manager. In making a decision to open an account and enter into this Participation Agreement, I have not relied on any representations or other information, whether oral or written, other than as set forth in the Program Description and this Participation Agreement.
4. I certify that I am opening and contributing to my account to provide assets for the Qualified Higher-Education Expenses of the Beneficiary. I understand that any contribution, or portion of such contribution, that causes the total account balance in the aggregate for all accounts for the Plan plus the total amount of Qualified Withdrawals for the same Beneficiary to exceed the applicable Maximum Contribution Limit (currently \$325,000 but subject to change) will be rejected and returned.
5. I recognize that the investment of assets in the investment options available through the Plan involves certain risks, and I have taken into consideration and understand the risk factors relating to these investments, including, but not limited to, those set forth in the Program Description. I understand and acknowledge that once invested in a particular investment option, contributions and any earnings thereon may only be transferred to another investment option up to two times per calendar year or upon a change of the Beneficiary.
6. With respect to each investment option, I understand and acknowledge that neither my contributions nor investment returns so allocated to my account are guaranteed or insured by any person or entity. I understand that there is no guarantee that the Plan's investment objectives will be achieved.
7. I understand and acknowledge that with respect to each investment option in the Plan, there is no guarantee or commitment whatsoever from the State of Missouri, the Board, the Plan, the Program Manager, or any other person or entity that (a) actual higher-education expenses will be equal

to projections and estimates provided by the Plan; (b) the Beneficiary will be admitted to any institution (including an Eligible Educational Institution); (c) upon admission to an institution, the Beneficiary will be permitted to continue to attend; (d) upon admission to an institution, state residency will be created for tuition, tax, financial aid eligibility, or any other purpose for the Beneficiary; (e) the Beneficiary will graduate or receive a degree from any institution; or (f) contributions and investment returns in this account will be sufficient to cover the Qualified Higher-Education Expenses of the Beneficiary.

8. I understand that Ascensus will not necessarily continue as Program Manager for the entire period my account is open and that the Board may retain in the future different investment manager(s) to manage all or part of the Program Portfolio whether or not Ascensus is still the Program Manager. I acknowledge that if this occurs, or even if it does not occur, there is no assurance that the terms and conditions of the current Participation Agreement would continue without material change, and that there are, accordingly, various potential consequences I should take into consideration as discussed in the Program Description, including (i) changes in the investment manager, currently Ascensus and its affiliates; (ii) changes in the current fees; and (iii) the possibility that if Ascensus ceases to be Program Manager, I may have to open a new account in the Plan with the successor Program Manager in order to make future contributions on behalf of the Beneficiary of the account hereby established.
 9. I understand that I will retain ownership of contributions made to my account in the Plan and earnings thereon until distribution.
 10. *The following sentence is applicable for individuals executing this Participation Agreement in a representative or fiduciary capacity.* I have full power and authority to enter into and perform this Participation Agreement on behalf of the individual named above as Account Owner. If I am establishing an account as a custodian for a minor under UGMA/UTMA, I understand and agree that I assume responsibility for any adverse consequences resulting from establishing this account.
 11. I understand and acknowledge that I have not been advised by the Program Manager, the State of Missouri, the Board, or any other person or entity to invest, or to refrain from investing, in a particular investment option.
 12. I understand that I may cancel this Participation Agreement at any time by written notice to the Program Manager. I also understand that this may be accomplished by a Qualified Withdrawal or a Nonqualified Withdrawal and that in the event of a Nonqualified Withdrawal, the penalty referred to in paragraph B of this Participation Agreement may apply.
- B. *Penalties, Fees, and Taxes.* I understand and agree that I will be subject to an Additional Tax of 10% of the earnings portion of a Nonqualified Withdrawal and that this tax is payable through my federal income tax return to the U.S. Treasury, and I acknowledge that the rate of the Additional Tax may be changed and that the Plan fees are also subject to change, as described in

the Program Description. In addition, I acknowledge and agree that I may be subject to other fees, taxes, charges, or penalties, as referred to in the Program Description.

- C. *Limitations on Certain Distributions From Account.* I understand that if my mailing address or banking information has changed in the last 15 days, no distributions can be made from my account until the waiting periods described in the Program Description have been satisfied.
- D. *Necessity of Qualification.* I understand that the Plan is intended to be a "qualified tuition program" under Section 529 of the Internal Revenue Code of 1986 and to achieve favorable Missouri state tax treatment under Missouri state law. I agree that the Board may make changes unilaterally to the Plan, this Participation Agreement, and the Program Description at any time if it is determined by the Board that such changes are necessary for the continuation of the federal income tax treatment provided by Section 529 or the favorable Missouri state income tax treatment provided by Missouri state law, or any similar successor legislation.
- E. *Rules and Regulations.* The account and this Participation Agreement are subject to future changes to the Program Description and to such rules and regulations as the Board may promulgate in accordance with Missouri state law.
- F. *Indemnity.* I understand that the establishment of my account will be based on my agreements, representations, and warranties set forth in this Participation Agreement. I agree to indemnify and hold harmless the Board; Ascensus and its subcontractors and affiliates; any vendors, contractors, investment advisors, or investment managers selected or approved by the Board; and any agents, representatives, or successors of any of the foregoing, from and against any and all loss, damage, liability, or expense, including reasonable attorney's fees, that any of them may incur by reason of, or in connection with, any misstatement or misrepresentation made by me herein or otherwise with respect to my account, and any breach by me of any of the agreements, representations, or warranties contained in this Participation Agreement.

All of my agreements, representations, and warranties shall survive the termination of this Participation Agreement.
- G. *Binding Nature; Third-Party Beneficiaries.* This Participation Agreement shall survive my death and shall be binding upon my personal representatives, heirs, successors, and assigns. The Program Manager is a third-party beneficiary of my agreements, representations, and warranties in this Participation Agreement.
- H. *Transfer; Cancellation.* I understand that I may transfer this Participation Agreement to another Account Owner or cancel this Participation Agreement at any time, as described more fully in the Program Description and subject to the rules and regulations promulgated by the Board. Such transfers shall not be effective until written notice is received by the Board as Trustee.
- I. *No Grant of Security Interest.* I understand that neither I nor my Beneficiary may use my account or other interest in the Plan, or any part thereof, as security for a loan.

- J. *Amendment and Termination.* At any time, and from time to time, the Board may amend this Participation Agreement or the Plan may be suspended or terminated, but except as permissible under applicable law, my account will be held in trust by the Plan for my benefit and the benefit of my Beneficiary. Any amendments to statutes or regulations governing the Plan automatically amend this Participation Agreement, and any amendments to operating procedures and policies of the Plan will amend this Participation Agreement when such amendments become effective.
- K. *Governing Law.* This Participation Agreement is governed by Missouri law.



MISSOURI STATE TREASURER

**MOST—Missouri's 529
College Savings Plan**
P.O. Box 219212
Kansas City, MO 64121-9212

Email
most529@missourimost.org

Toll-Free Information
888-414-MOST (888-414-6678)

World Wide Web
MissouriMost.org



Vanguard®

 **ascensus™ | college savings**

 **Dimensional**

The Missouri Higher Education Savings Program (the "Program Trust") is a trust created by the State of Missouri. When you invest in MOST—Missouri's 529 College Savings Plan (the "Plan"), you are purchasing portfolio units issued by the Program Trust. Portfolio units are municipal securities. The Plan has been implemented and is administered by the Missouri Higher Education Savings Program Board (the "Board").

Ascensus College Savings Recordkeeping Services, LLC ("ACSR"), serves as the Program Manager. ACSR and its affiliates have overall responsibility for the day-to-day operations of the Plan, including recordkeeping and administrative services. The Vanguard Group, Inc., serves as Investment Manager for the Plan. Vanguard Marketing Corporation, an affiliate of The Vanguard Group, Inc., markets and distributes the Plan. The Plan's portfolios, although they invest in mutual funds, are not mutual funds.

Investment returns are not guaranteed, and you could lose money by investing in the Plan. Participants assume all investment risks, including the potential for loss of principal, as well as responsibility for any federal and state tax consequences.

Upromise is a service offered by Upromise, Inc., and is separate from MOST—Missouri's 529 College Savings Plan. Specific terms and conditions apply. Participating companies, contribution levels, and terms and conditions are subject to change without notice. Transfers are subject to a \$25 minimum amount.

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MOSTPD 102016