



Empower

*Clarity in a Complex World:
Plan Fee Disclosure for Plan Fiduciaries*

Fee Disclosure

Seafarers International Union AGLIW 401(k) Plan

780479-01

As of February 29, 2024



Introduction

This report will help you as plan fiduciaries better understand the costs associated with your retirement plan - for both you as a plan sponsor and for your plan participants. The report is designed to meet the ERISA fee disclosure regulations of the United States Department of Labor (DOL).

We have summarized the plan cost components, and have provided a description of the services provided for those costs. We feel that the more you know about the costs in your plan - including all fees and expenses - the better you will understand the value of Empower.

Fee transparency is a sponsor and participant right

Sponsors and participants are entitled to clear information about the fees and expenses associated with their retirement plans.

Fee transparency is integral to meeting fiduciary responsibilities

We believe that understanding the relationship between cost and benefit is a crucial part of a plan sponsor's fiduciary responsibilities.

ERISA Requirements

DOL regulations require certain service providers that receive more than \$1,000 in compensation to make explicit disclosures to certain retirement plans that they serve. For more information, please visit the DOL Employee Benefits Security Administration's website (www.dol.gov/ebsa).

What This Report Contains

This report provides an estimate of the fees paid by your plan.

As your plan's Recordkeeper, we may make payments to other plan service providers on behalf of the plan. We are not responsible for the disclosures of any unrelated service providers.

This document begins with a high-level summary of the estimated fees and becomes detailed throughout each section. All the information shown is in dollar figure estimates, where appropriate. To simplify readability, superscript letters identify dollar figures that carry over from one section and appear in another section as a line item.

Some of the services and fees described may not be applicable to your plan but are representative of available services.

Report Sections

- A. Summary of Fee and Expense Estimates
- B. Explanation of Services
- C. Estimated Cash Flow Summary
- D. Disclosures
- E. Itemized Services and Costs

A. Summary of Fee and Expense Estimates

Estimates presented are based on information as of February 29, 2024 on the following:

| | |
|-------------------------|--------------|
| Total Assets | \$70,140,209 |
| Unallocated Plan Assets | \$61,840 |
| Participant Assets | \$67,405,959 |
| Loan Balances | \$2,672,410 |
| Number of Participants | 2,143 |

As the fees and expenses contained in this disclosure are estimates based on the above information at a point in time, they will not necessarily match the actual amounts paid or the amounts contained in any financial report, such as an Annual Plan Summary.

Total Assets are the sum of Unallocated Assets, Participant Assets and Loan Balances. **Plan Unallocated Assets** consist of plan assets that are not allocated to plan participants. This might include unclaimed participant balances, amounts received but not yet allocated to participants, forfeitures, and amounts set aside for plan expenses. **Participant Assets** are amounts held in participants' accounts. **Loan Balances** equal the outstanding loan amounts for participants. **Number of Participants** includes participants with an account balance as of the month-end.

In this document, estimates provided may not match amounts billed to the Plan Sponsor or debited from participant accounts and may not match financial reports. These **annual estimates** are generally based on month-end projections that are annualized over a 12-month period and rounded to the nearest dollar.

| CATEGORY OF SERVICE | ANNUAL ESTIMATE | ESTIMATED AVERAGE COST PER PARTICIPANT | ESTIMATED PERCENTAGE OF TOTAL ASSETS |
|---|---------------------------------|--|--------------------------------------|
| Payments to Investment Providers (IP) | ^(Q) \$209,652 | \$98 | 0.30% |
| Payments to Recordkeeper (RK) | ^(X) \$127,847 | \$60 | 0.18% |
| Payments to Others | ^(Z) \$155,176 | \$72 | 0.22% |
| Total Estimate | ^(K) \$492,675 | \$230 | 0.70% |
| Estimated Total after credit to Plan Expense Account | \$337,499 | \$157 | 0.48% |

Superscript letters in parentheses (x) denote the flow of fee totals throughout this document.

Empower Retirement LLC. (Empower) and its affiliates do not provide fiduciary services, except in the case(s) where the fiduciary status is specifically and affirmatively disclosed below.

If Empower Annuity Insurance Company of America or an affiliate provides participant investment advice services or agrees to provide certain administrative services in a fiduciary capacity to the Plan under the Administrative Services Agreement, it is a fiduciary with respect to such services.

B. Explanation of Services

The services reflected may not be applicable to all plans, but are representative of available services.

| SERVICE CODE | Investment Providers (IP) |
|--------------|--|
| 1.1 | Investment Management Services: Includes all Plan investments selected by Plan Sponsor for which the Recordkeeper provides recordkeeping services. |
| SERVICE CODE | Recordkeeper (RK) |
| 2.1 | Plan Services: Performing the duties necessary for the plan to comply with legal, regulatory and the plan's own requirements. Some of these duties include plan document service, compliance service and distribution tax reporting. Plan services would also include plan communication, education, enrollment, website and voice response system. |
| 2.2 | Participant Services: Creating and maintaining records of all participant and beneficiary accounts and the transactions and changes affecting them. This may include participant loan initiation, loan maintenance, fund transfers, distributions or hardship withdrawals. Participant services would include communications to the participant - quarterly statements and newsletters. |
| 2.3 | Additional Services: These plan level transactional services are available to the Plan Sponsor and can be requested in writing to the Recordkeeper. |
| SERVICE CODE | Others |
| 3.1 | Plan Expense Account / Participant Revenue Credit: Includes revenue sharing paid back to the Plan's account and other allocations paid back to the plan to lower plan fees/expense. |

For a listing of your Plan services please refer to your Service Agreement and/or Schedule of Services.

C. Estimated Cash Flow Summary

This section lists each investment manager and service provider that collects fees directly or indirectly from your Retirement Plan, from participants or from the administrator, and all remittances paid out on behalf of your Plan.

Payments to Investment Providers (IP)

| SERVICE CODE | INVESTMENT PROVIDER | ESTIMATED GROSS PAYMENTS TO IP | ESTIMATED PAYMENTS FROM IP | ESTIMATED NET PAYMENTS TO IP |
|-----------------------|--------------------------------|--------------------------------|----------------------------------|--------------------------------|
| 1.1 | American Funds | \$98,264 | (\$54,073) | \$44,191 |
| | Columbia Threadneedle | \$2,704 | (\$1,502) | \$1,202 |
| | Delaware Funds by Macquarie | \$10,404 | (\$4,954) | \$5,450 |
| | Franklin Templeton Investments | \$26,447 | (\$12,654) | \$13,793 |
| | Invesco | \$15,228 | (\$7,614) | \$7,614 |
| | MFS | \$79,783 | (\$37,880) | \$41,903 |
| | MassMutual | \$220,210 | (\$143,154) | \$77,056 |
| | Natixis Funds | \$1,005 | (\$612) | \$393 |
| | PIMCO | \$25,467 | (\$9,788) | \$15,679 |
| | T. Rowe Price | \$2,736 | (\$641) | \$2,095 |
| | Vanguard | \$276 | (\$0) | \$276 |
| Total Estimate | | \$482,524 | ^(M)(\$272,872) | ^(Q)\$209,652 |

Payments to Recordkeeper (RK)

| SERVICE CODE | SERVICE PROVIDED | ESTIMATED DIRECT PAYMENTS TO RK [A] | ESTIMATED PAYMENTS FROM IP TO RK [B] | ESTIMATED PAYMENTS TO RK [A + B = C] |
|---------------------------|----------------------|--|---|---|
| 2.1 | Plan Services | ^(M) \$0 | ^(V) \$272,872 | \$272,872 |
| 2.2 | Participant Services | ^(W) \$10,151 | | \$10,151 |
| 2.3 | Additional Services | \$0 | | \$0 |
| Payments to Others | | | | ^(Z)(\$155,176) |
| Total Estimate | | | | ^(X)\$127,847 |

Payments to Others

| SERVICE CODE | SERVICE PROVIDED | ESTIMATED NET PAYMENTS TO OTHERS |
|-----------------------|---|----------------------------------|
| 3.1 | Plan Expense Account / Participant Revenue Credit | \$155,176 |
| Total Estimate | | ^(Z)\$155,176 |

Note: This section may include amounts that are not paid to or by the Recordkeeper, but paid to another party through the recordkeeping system.

| | |
|---------------------------------------|--------------------------------|
| Total Annual Net Cost Estimate | ^(K)\$492,675 |
|---------------------------------------|--------------------------------|

Superscript letters in parentheses (x) denote the flow of fee totals throughout this document.

D. Disclosures

This document contains estimates of plan expenses and is intended to provide a detailed summary of fees being charged to the plan or its participants to the extent such information is in the Recordkeeper's possession. While it is intended to provide information regarding all material fees, this document may not be comprehensive, and it may not include full information on fees associated with some specially negotiated services or with certain investment options, such as Self-Directed Brokerage Accounts, Life Insurance, Employer Stock, etc. For further fee information, please refer to the relevant service agreements and/or prospectuses, including information that may be needed to comply with Participant Disclosure obligations. As your Recordkeeper, we make no representation as to the completeness or accuracy of materials, such as prospectuses, created and/or provided by a third-party investment provider.

Additional Compensation Paid to Recordkeeper for Correction of Transactional Errors:

Participant and Plan Transaction Errors. If the Recordkeeper does not accurately process contribution or investment instructions provided in good order by a Participant or the Plan Sponsor (e.g., investment allocation of Plan contributions, investment exchanges or transfers) or does not accurately process a Plan transaction as instructed by a Participant or directed by the Plan Sponsor (e.g. timely processing a Plan distribution or processing a Participant's direct rollover request as a lump sum) and the issue is timely brought to the Recordkeeper's attention, Empower will, at its own expense, retroactively correct the error by adjusting the Participant's account to the financial position where it would have been, adjusted for earnings and reduced by any losses, had the error not occurred.

Trading Gains. If Empower does not accurately process a trade with the mutual fund company as directed by the Plan Sponsor or as instructed by a Participant, then the Recordkeeper will correct the share position at the mutual fund company as if the error had not occurred. In the event there are multiple funds involved, the Recordkeeper will net gains and losses across all funds involved.

If a correction to adjust the Participant's account to the financial position where it would have been if the error had not occurred is made at the Recordkeeper's expense and results in a transactional net loss, the Recordkeeper will bear the transaction loss. However, if the correction results in a transactional net gain, the Recordkeeper will retain the transaction gain as compensation for services provided to the plan and to defray costs of servicing the plan.

Bank Credit Disclosure:

If the Plan's assets pass through a bank account held by Empower Retirement LLC. (Empower) or its affiliates/subsidiaries (Empower Trust Company, LLC), it may earn credits and/or interest on Plan assets awaiting investment or pending distribution. Any credits or interest earned by Empower are aggregated with credits and/or interest earned by Empower affiliates/subsidiaries and will be used to defray the aggregate expenses for the maintenance of bank accounts. Empower will not retain credits and/or interest earned in excess of such maintenance expenses.

Credits and/or interest are earned from the use of (i) uninvested contributions received too late in the day or not received in good order to be invested same-day and (ii) proceeds from investment option redemptions where Plan distribution checks have not been presented for payment by Plan participants. Credits and/or interest (i) begin to accrue on contributions, on the date such amounts are deposited into the bank account and end on the date such amounts are invested pursuant to Plan participant or Plan representative instructions and (ii) begin to accrue on distributions, on the date the check is written or on the wire date, as applicable and end on the date the check is presented for payment or when the wire clears against the account, as applicable. Earnings of credits and/or interest are at the rate the bank provides from time to time.

Investments

Mutual Fund Expense Ratio & Collective Investment Trust (CIT) Expense:

The Service Provider has entered into agreements with certain mutual funds/CITs (or their service providers, including advisors, administrators or transfer agents, and underwriters) whereby the Service Provider provides shareholder and/or distribution services and receives compensation from the mutual fund/CIT (or their service providers) based on the value of the plan's investment in the fund/CIT. This compensation may include fees for administrative and other expenses and/or fees paid under a plan of distribution under SEC Rule 12b-1 ("12b-1 fees"). The fees received by the Service Provider are included in the expense ratio described in the applicable fund's prospectus or similar disclosure document, and reduce the investment option's net asset value (NAV). Generally, fees and expenses included in the expense ratio are deducted at regular intervals based on a percentage of the investment option's average daily net assets. For CITs, an investment company may include other fees that are not disclosed in this fee disclosure document but are provided in a separate disclosure under separate cover.

Redemption Fees:

Redemption fees are charged by mutual fund companies to discourage investors from making a short-term "round trip" (i.e. a purchase, typically a transfer, followed by a sale within a short period of time). Most mutual fund companies that charge redemption fees will impose the fee upon the purchase and subsequent sale occurring within a specified time frame. Please refer to your mutual fund prospectuses for specific redemption fee details.

Additional Fund Compensation:

The Service Provider may receive additional revenue as a finder's fee from non-affiliated fund companies as shown in the prospectus and other regulatory documents for each of the funds held by the plan.

Empower Annuity Insurance Company of America ("Empower") receives payments from some investment fund families through the Empower Fund Partnership Program ("EFPP"). Under the EFPP, fund families receive several services based on the EFPP tier in which they participate. These services are provided directly to fund families and include: (i) consideration for inclusion in Empower products developed for some segments of the retirement and IRA market, (ii) inclusion on the Empower Select investment platform, which is available in the small plan recordkeeping market, (iii) a waiver of the connectivity fee described below, (iv) enhanced marketing opportunities, (v) additional reporting capabilities, (vi) collaboration in thought leadership opportunities, (vii) access to meetings with Empower leadership, Empower staff, and the third party advisory and brokerage firms through whom Empower distributes its services, and (viii) access to conferences put on by Empower. The yearly fees for EFPP participation are up to \$1,200,000 for tier 1 and up to \$600,000 for tier 2. These fees do not vary based on an Empower client's use of the funds offered by the fund family.

For additional information about fund families that participate in the fund partner program, please visit <https://docs.empower.com/advisor/Empowering-Fund-Partnership-Disclosure.pdf>.

Empower also receives payments from fund families through a connectivity program (the "Connectivity Program"). The Connectivity Program charges fund families for the cost of administering funds on Empower investment platforms, and for building and maintaining data connections between Empower and the fund family. Effective January 1, 2024, the Connectivity Program generally charges \$1200 per investment fund used on recordkeeping and IRA investment platforms. Additionally, a small or medium sized retirement plan may have an investment access fee of \$1,000 charged to the plan, if they select a fund that is not part of the Empower Fund Partner Program or Connectivity Program. Depending on plan selection of the non-participating fund family, the investment access fee charge may be more or less than the fees received under the Connectivity Program from the fund family.

Investment Access Fee:

Empower charges an investment access fee if the plan's fiduciary selects a fund for the plan's investment lineup from a fund provider that does not participate in the Connectivity Program, under which the fund provider compensates Empower or its related companies for costs associated with providing and maintaining the fund on the investment platforms (the "Investment Access Fee"). The investment access fee is a charge per plan of \$1,000 annually and is billed quarterly to the plan sponsor. On an annual basis, Empower will review all plans being assessed an investment access fee. If no investment access fee funds are being used, the investment access fee will not be assessed to your plan. If investment access fee funds are used in future years, or are added through fund changes, the investment access fee will be added or reinstated at that time. Empower reserves the right to change the Investment Access Fee, at any time, upon ninety (90) days' advance written notice to the plan sponsor.

Rollover Programs:

Empower may receive payments of up to \$35 per rollover under separate agreements with certain rollover providers (including Millennium Trust Company and WMSI Securities LLC) for providing transaction and administrative services. Any such payments are not fees for distribution services to the plan under the plan's administrative services agreement with Empower.

5500 Schedule C

As applicable, the disclosures herein are intended to satisfy the eligible indirect compensation ("EIC") requirements for Form 5500 Schedule C purposes.

Direct Compensation:

As your Recordkeeper, Empower tracks and reports all direct fee compensation (such as the standard fees and non-standard fees that are paid from plan assets during the plan year) as part of the plan-level reporting in your Annual Plan Summary. A detailed list of direct fees are provided in the Fee and Withdrawal report as well as summarized in the supplemental report section containing the Information for Completing Form 5500 Schedule C.

Indirect Compensation:

The listed expenses and costs are the types of eligible indirect compensation that may have been received either by (i) the Recordkeeper for their services or (ii) mutual fund companies whose funds are investment options in your Plan. The disclosures herein are intended to satisfy the EIC requirements for Form 5500 Schedule C purposes, as applicable.

Other Investment-Related Fees:

The investment funds offered by your Plan may have fees that are retained by the fund company or other investment provider as payment for ongoing management of the fund and other services. The fee amounts will vary from fund to fund and are generally charged as a percentage of the fund's value.

Please refer to the latest investment materials such as **prospectuses and other regulatory disclosures for each of the funds** held by your Plan (as provided by your Plan's investment advisor or directly from the fund companies or investment firms) for details regarding services and fees.

The latest prospectus and other regulatory documents for each of the funds held by the plan can be found within the Investment section of the Plan Service Center.

This list of investment fees is intended to give the plan a list of the most important fees being charged to the plan or its participants. It is intended to provide information regarding all material fees, but may not be comprehensive and may not include information on fees such as Self Directed Brokerage Accounts, Life

Insurance, Employer Stock, etc. For other fee information, please refer to all other plan documents including service agreement and/or prospectus, including information that may be needed to comply with participant Disclosure obligations. As your Recordkeeper, we make no representation as to the completeness or accuracy of materials, such as prospectuses, created and/or provided by a third-party investment provider.

Affiliates and Subcontractors

We are required to disclose certain fees paid between Empower Retirement LLC. (Empower) and its related parties (affiliates/subsidiaries and subcontractors). This includes compensation paid in connection with the services Empower or its affiliates/subsidiaries have agreed to provide to the Plan, if the compensation is set on a transaction/incentive basis (such as commissions, soft dollars, or finder's fees) or if the compensation is charged directly against a plan investment and reflected in the investment's net value.

The fees disclosed are not in addition to previously disclosed fees; rather, this information is intended to increase transparency about how Empower uses the fees it receives.

Affiliates:

The following entities are affiliates of the Recordkeeper, in that they directly or indirectly control, are controlled by, or are under common control with the Recordkeeper. These affiliates may receive fees from the plan, or from the Recordkeeper or another affiliate for performing certain services for the plan.

Refer to the Itemized Services and Cost section for details regarding affiliate payments.

Empower Financial Services, Inc. is an affiliate that receives payments from the Investment Provider. Payments are first paid to Empower Financial Services, Inc. which in turn pays the Recordkeeper.

Affiliates: The following are affiliates or subsidiaries of Empower Retirement LLC. (Empower), but not all Empower affiliates or subsidiaries may pertain to your Plan.

-
- Empower Financial Services, Inc.
- Empower Retirement, LLC
- Empower Capital Management, LLC
- Empower Funds, Inc.
- Empower Annuity Insurance Company
- Empower Trust Company, LLC
- Empower Life & Annuity Insurance Company of New York

Empower is affiliated with Great-West Lifeco Inc. ("Lifeco") who entered into a transaction to sell Putnam Investments, LLC to Franklin Resources, Inc. ("Franklin"). As a result of the transaction, Empower's affiliate owns approximately 6% of Franklin as of January 1st, 2024. As a part of the transaction, Lifeco entered into arrangements with Franklin under which Lifeco has committed to allocate assets over a period of time to be managed by Franklin's investment managers and has agreed to support the availability of Franklin and its affiliates' products and services on enterprise platforms. If certain Franklin revenue thresholds are achieved under those arrangements, Lifeco will receive contingent transaction consideration and other financial benefits. Franklin also includes Alcentra, Benefit Street Partners, Brandywine Global, Clarion Partners, ClearBridge Investments, Franklin Templeton Investments, K2 Lexington Partners, Martin Currie, Putnam Investments, Royce Investment Partners and Western Asset Management as of January 1st, 2024.

Subcontractors:

A subcontractor is any person or entity that is not an affiliate of Empower, which is expected to receive \$1,000 or more in compensation for performing one or more services for the plan under a contract or arrangement with Empower.

| COMPANY SUBCONTRACTOR | PROVIDED SERVICE |
|-----------------------|------------------|
| None | |

E. Itemized Services and Costs

This section details how each service expense is calculated. Totals here are presented in the Summary of Fee and Expense Estimates section. **Estimates** presented are based on expenditures and activity in the 12 month period ending February 29, 2024 and on the following:

| | |
|--------------------------------|--------------|
| <i>Total Assets</i> | \$70,140,209 |
| <i>Unallocated Plan Assets</i> | \$61,840 |
| <i>Participant Assets</i> | \$67,405,959 |
| <i>Loan Balances</i> | \$2,672,410 |
| Number of Participants | 2,143 |

The **annual estimates** displayed in this document will not match actual financial reports such as the Annual Plan Summary.

Payments to Investment Providers (IP)

| SERVICE CODE 1.1 | | | | | | | |
|---|--------------------------|-------------------------|---|-------|-------|--|---|
| INVESTMENT | BASIS FOR ESTIMATE | GROSS/NET EXPENSE RATIO | ESTIMATED GROSS PAYMENTS TO IP <small>[estimate X net expense ratio]</small> | 12B-1 | ADMIN | ESTIMATED PAYMENTS FROM IP <small>[(12b1 X estimate)+ (Admin X estimate)]</small> | ESTIMATED NET PAYMENTS <small>[gross prmts- prmts from IP]</small> |
| American Funds | | | | | | | |
| American Funds 2010 Trgt Date Retire R4 | \$3,639 Assets in fund | 0.64%/0.64% | \$23 | 0.25% | 0.10% | (\$13) | \$10 |
| American Funds 2015 Trgt Date Retire R4 | \$3,458 Assets in fund | 0.65%/0.65% | \$22 | 0.25% | 0.10% | (\$12) | \$10 |
| American Funds 2020 Trgt Date Retire R4 | \$3,108 Assets in fund | 0.66%/0.66% | \$21 | 0.25% | 0.10% | (\$11) | \$10 |
| American Funds 2025 Trgt Date Retire R4 | \$542,552 Assets in fund | 0.67%/0.67% | \$3,635 | 0.25% | 0.10% | (\$1,899) | \$1,736 |
| American Funds 2030 Trgt Date Retire R4 | \$107,658 Assets in fund | 0.68%/0.68% | \$732 | 0.25% | 0.10% | (\$377) | \$355 |
| American Funds 2035 Trgt Date Retire R4 | \$87,985 Assets in fund | 0.70%/0.70% | \$616 | 0.25% | 0.10% | (\$308) | \$308 |
| American Funds 2040 Trgt Date Retire R4 | \$79,718 Assets in fund | 0.72%/0.72% | \$574 | 0.25% | 0.10% | (\$279) | \$295 |
| American Funds 2045 Trgt Date Retire R4 | \$411,495 Assets in fund | 0.72%/0.72% | \$2,963 | 0.25% | 0.10% | (\$1,440) | \$1,523 |
| American Funds 2050 Trgt Date Retire R4 | \$57,990 Assets in fund | 0.73%/0.73% | \$423 | 0.25% | 0.10% | (\$203) | \$220 |
| American Funds 2055 Trgt Date Retire R4 | \$24,442 Assets in fund | 0.73%/0.73% | \$178 | 0.25% | 0.10% | (\$85) | \$93 |
| American Funds 2060 Trgt Date Retire R4 | \$118,000 Assets in fund | 0.74%/0.74% | \$873 | 0.25% | 0.10% | (\$413) | \$460 |

| INVESTMENT | BASIS FOR ESTIMATE | GROSS/NET EXPENSE RATIO | ESTIMATED GROSS PAYMENTS TO IP [estimate X net expense ratio] | 12B-1 | ADMIN | ESTIMATED PAYMENTS FROM IP [(12b1 X estimate)+ (Admin X estimate)] | ESTIMATED NET PAYMENTS [gross prmts- prmts from IP] |
|---|--------------------------------|-------------------------|--|-------|-------|---|--|
| American Funds American Balanced R4 | \$12,713,108 Assets in fund | 0.60%/0.60% | \$76,279 | 0.25% | 0.10% | (\$44,496) | \$31,783 |
| American Funds New World Fund R4 | \$1,296,211 Assets in fund | 0.92%/0.92% | \$11,925 | 0.25% | 0.10% | (\$4,537) | \$7,388 |
| Total for American Funds | \$15,449,364 | | \$98,264 | | | (\$54,073) | \$44,191 |
| Columbia Threadneedle | | | | | | | |
| Columbia Dividend Income A | \$300,435 Assets in fund | 0.90%/0.90% | \$2,704 | 0.25% | 0.25% | (\$1,502) | \$1,202 |
| Total for Columbia Threadneedle | \$300,435 | | \$2,704 | | | (\$1,502) | \$1,202 |
| Delaware Funds by Macquarie | | | | | | | |
| Delaware Small Cap Core A | \$990,863 Assets in fund | 1.05%/1.05% | \$10,404 | 0.25% | 0.25% | (\$4,954) | \$5,450 |
| Total for Delaware Funds by Macquarie | \$990,863 | | \$10,404 | | | (\$4,954) | \$5,450 |
| Franklin Templeton Investments | | | | | | | |
| ClearBridge International Growth A | \$1,803,031 Assets in fund | 1.11%/1.06% | \$19,112 | 0.25% | 0.30% | (\$9,917) | \$9,195 |
| Putnam Sustainable Leaders Y | \$1,094,794 Assets in fund | 0.67%/0.67% | \$7,335 | | 0.25% | (\$2,737) | \$4,598 |
| Total for Franklin Templeton Investments | \$2,897,825 | | \$26,447 | | | (\$12,654) | \$13,793 |
| Invesco | | | | | | | |
| Invesco Core Plus Bond Y | \$3,045,564 Assets in fund | 0.59%/0.50% | \$15,228 | | 0.25% | (\$7,614) | \$7,614 |
| Total for Invesco | \$3,045,564 | | \$15,228 | | | (\$7,614) | \$7,614 |
| MFS | | | | | | | |
| MFS International Diversification R3 | \$5,311,449 Assets in fund | 1.09%/1.08% | \$57,364 | 0.25% | 0.25% | (\$26,558) | \$30,806 |
| MFS Mid Cap Value R3 | \$2,264,588 Assets in fund | 1.00%/0.99% | \$22,419 | 0.25% | 0.25% | (\$11,322) | \$11,097 |
| Total for MFS | \$7,576,037 | | \$79,783 | | | (\$37,880) | \$41,903 |
| MassMutual | | | | | | | |
| MM S&P 500(R) Index R5 | \$3,341,629 Assets in fund | 0.22%/0.22% | \$7,352 | | 0.10% | (\$3,342) | \$4,010 |
| MassMutual Blue Chip Growth Admin | \$10,275,354 Assets in fund | 0.94%/0.94% | \$96,588 | | 0.35% | (\$35,964) | \$60,624 |

| INVESTMENT | BASIS FOR ESTIMATE | GROSS/NET EXPENSE RATIO | ESTIMATED GROSS PAYMENTS TO IP [estimate X net expense ratio] | 12B-1 | ADMIN | ESTIMATED PAYMENTS FROM IP [(12b1 X estimate)+ (Admin X estimate)] | ESTIMATED NET PAYMENTS [gross prmts-pmts from IP] |
|--|-------------------------------|-------------------------|--|-------|-------|---|--|
| MassMutual Diversified Value Adm | \$8,554,889 Assets in fund | 0.88%/0.88% | \$75,283 | | 0.35% | (\$29,942) | \$45,341 |
| MassMutual Mid Cap Growth Administrative | \$2,729,697 Assets in fund | 0.98%/0.96% | \$26,205 | | 0.35% | (\$9,554) | \$16,651 |
| MassMutual Small Cap Gr Eq Adm | \$1,234,831 Assets in fund | 1.17%/1.17% | \$14,448 | | 0.35% | (\$4,322) | \$10,126 |
| MassMutual US Government Mny Mkt Fd | \$61,840 Assets in fund | 0.61%/0.54% | \$334 | | 0.10% | (\$62) | \$272 |
| SAGIC Core Bond I | \$7,138,989 Assets in fund | | \$0 | | 0.84% | (\$59,968) | (\$59,968) |
| Total for MassMutual | \$33,337,229 | | \$220,210 | | | (\$143,154) | \$77,056 |
| Natixis Funds | | | | | | | |
| Loomis Sayles Core Plus Bond A | \$135,817 Assets in fund | 0.75%/0.74% | \$1,005 | 0.25% | 0.20% | (\$612) | \$393 |
| Total for Natixis Funds | \$135,817 | | \$1,005 | | | (\$612) | \$393 |
| PIMCO | | | | | | | |
| PIMCO High Yield A | \$1,353,260 Assets in fund | 0.92%/0.92% | \$12,450 | 0.25% | 0.20% | (\$6,090) | \$6,360 |
| PIMCO Int Bond (USD-Hedged) Adm | \$1,479,170 Assets in fund | 0.88%/0.88% | \$13,017 | 0.25% | | (\$3,698) | \$9,319 |
| Total for PIMCO | \$2,832,430 | | \$25,467 | | | (\$9,788) | \$15,679 |
| T. Rowe Price | | | | | | | |
| T. Rowe Price Dividend Growth | \$427,443 Assets in fund | 0.64%/0.64% | \$2,736 | | 0.15% | (\$641) | \$2,095 |
| Total for T. Rowe Price | \$427,443 | | \$2,736 | | | (\$641) | \$2,095 |
| Vanguard | | | | | | | |
| Vanguard Developed Markets Index Admiral | \$193,761 Assets in fund | 0.07%/0.07% | \$136 | | | (\$0) | \$136 |
| Vanguard Mid Cap Index Fund - Admiral | \$86,544 Assets in fund | 0.05%/0.05% | \$43 | | | (\$0) | \$43 |
| Vanguard Small Cap Index Adm | \$194,486 Assets in fund | 0.05%/0.05% | \$97 | | | (\$0) | \$97 |
| Total for Vanguard | \$474,791 | | \$276 | | | (\$0) | \$276 |

Blank fields in the table above can be assumed to be not applicable or zero.

Not all 12b-1 and/or Admin fees may flow through the Recordkeeper. A third party may be receiving the 12b-1 and/or Admin fees directly. Due to this, the amount shown in the Estimated Net Payments column may be overstated.

Empower may provide unit valuation and custody services for certain of the above investment options under an agreement with the plan sponsor. Any unit valuation and custody fees received by Empower are described in the plan's administrative services agreement but are not reflected in the Payments to Recordkeeper estimates in this document.

Total Annual Payment Estimate to Investment Providers (IP) (Q) \$209,652

Payments to Recordkeeper (RK)

Plan Services Fees

Currently your plan has no payments of this type.

Total Annual Payment Estimate for Plan Services (Y) \$0

Participant Services Fees

| SERVICE CODE | FEE TYPE | PAID BY | FEE | GROSS PAYMENTS |
|--------------|----------------------------------|---------------------------|------------------------|----------------|
| 2.2 | Participant Loan Maintenance Fee | Deducted from Participant | \$40 | \$0 |
| | Benefit Disbursement Fee‡ | Netted from Distribution | \$50 Per Distribution* | \$5,701 |
| | Loan Origination Fee | Deducted from Loan | \$50 Per Loan | \$4,450 |

Overnight/ACH/Wire requests may be subject to a fee of up to \$40 per transaction.

Total Annual Actual Payments for Participant Services (W) \$10,151

See the Administrative Service Agreement for the fees for any participant services not reflected above.

Participant Service Fees displayed above are the actual assessed fees to date based on a rolling twelve month period.

Additional Services

Currently your plan has no Actual Additional Services payments.

Total Annual Actual Payment for Additional Services \$0

Contract Termination Fee:

Contract Termination Fees may apply. For more information, refer to your annuity contract and/or fee schedule.

Payments to Others

| SERVICE CODE | SERVICE PROVIDER | SERVICE DESCRIPTION | FEE | BASIS FOR ESTIMATE | GROSS PAYMENTS |
|--|---|---|-------|-----------------------------|----------------|
| Plan Expense Account / Participant Revenue Credit | | | | | |
| 3.1 | Seafarers International Union AGLIW 401(k) Plan | Funds Available to Lower Plan Fees/ Expenses. | 0.23% | \$67,467,799 Assets in Plan | \$155,176 |

| SERVICE CODE | SERVICE PROVIDER | SERVICE DESCRIPTION | FEES | BASIS FOR ESTIMATE | GROSS PAYMENTS |
|--------------|------------------|---------------------|------|--------------------|----------------|
| | | | | Total | \$155,176 |

Total Annual Payment Estimate for Others ^(Z)\$155,176

Superscript letters in parentheses (x) denote the flow of fee totals throughout this document.

* Participant loan set up and distribution fees may not reflect additional fees charged by a third party. Third parties should be disclosing the amounts they receive in a separate document.

‡ Distribution Charge for participants may vary by the reason the distribution is taken and by fund. See your contract for details.

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