

Participant Disclosure of Plan and Investment Related Information

XL America, Inc. Employee Savings Plan

Participating in the XL America, Inc. Employee Savings Plan can be one of the best ways you can save and invest for your financial future. The assets you could accumulate through your Plan account may be one of your primary sources of income in retirement, so you'll want to make the most of the opportunity the Plan offers.

When you participate in the Plan, it's important that you understand the benefits available to you through the Plan. It's also important that you understand your rights and responsibilities as a participant, the investment choices the company makes available in the Plan, and the expenses associated with your participation. These expenses include any fees you may incur directly, such as fees for certain transactions, and any indirect costs associated with the investment choices you select for your Plan account.

This document provides participants in the XL America, Inc. Employee Savings Plan, with certain Plan and investment-related information. This information includes the costs associated with your participation and investment choices, along with your rights to direct how your accounts in the Plan are invested.

XL America, Inc. has directed the provision of this information. This document, along with the educational information, tools and services available through Merrill Lynch, is designed to help you make smart and informed decisions as you prepare for your financial future.

What's Inside

Plan-Related Information

This section includes information about your ability to direct the investment of your Plan account and administrative expenses of the Plan. It's important that you understand your responsibility to direct your accounts to the investment alternatives of your choice.

This section is organized into three categories:

1. General Plan Information: Describing your rights to choose and manage Plan investments.
2. Administrative Expenses Information: Describing general administrative expenses that may be charged against your account, and;
3. Individual Expenses Information: Describing individual transaction expenses that may be charged only to your account.

Investment-Related Information

The Plan's menu of investment alternatives is designed to help you select a mix of investments that you believe is appropriate for your financial goals, tolerance for investment risk and time horizon.

This section provides key information about the investment alternatives offered through the Plan, including the type of fund, its historical performance, its performance relative to a benchmark of similar investments, each fund's expense ratio and any fees and expenses that may be associated with certain transactions in any of these investments.

For additional information and documentation regarding your Plan:

- XL America, Inc.
HR Benefits Department
70 Seaview Ave
Stamford, CT 06902
- (800) 228-4015
- www.benefits.ml.com

Plan-Related Information

Plan Name: XL America, Inc. Employee Savings Plan
Recordkeeping Plan Number: 610016

1. General Plan Information

Your rights as a participant

As a participant in the Plan, you have the right to choose how to invest your account among the investment alternatives that the XL America, Inc. Employee Savings Plan makes available to participants.

Your Investment Alternatives

XL America, Inc. Employee Savings Plan currently makes the following investment alternatives available to you as a Plan participant:

XL America, Inc. Investment Alternatives
American Funds EuroPacific Growth Fund Class R-6
Strategic Completion Non-Lendable Fund
DFA US Targeted Value Portfolio Fund Class Institutional
Dodge & Cox Income Fund
Dodge & Cox Stock Fund
Invesco Stable Value Trust
Prudential Jennison Small Company Fund Class Q
State Street Target Retirement Income NL Fund - Class C
State Street Target Retirement 2015 NL Fund - Class C
State Street Target Retirement 2020 NL Fund - Class C
State Street Target Retirement 2025 NL Fund - Class C
State Street Target Retirement 2030 NL Fund - Class C
State Street Target Retirement 2035 NL Fund - Class C
State Street Target Retirement 2040 NL Fund - Class C
State Street Target Retirement 2045 NL Fund - Class C
State Street Target Retirement 2050 NL Fund - Class C
State Street Target Retirement 2055 NL Fund - Class C
State Street Target Retirement 2060 NL Fund - Class C
T. Rowe Price Institutional Large-Cap Growth Fund
Vanguard Extended Market Index Institutional Class
Vanguard Institutional Index Fund Institutional Class
Vanguard Total Bond Market Index Fund Institutional Shares
Vanguard Total International Stock Index Fund Institutional Class

Investment Managers
Advice Access

Advice Access

Advice Access is an investment advisory service that provides personalized planning and investing advice for retirement plan participants. Advice Access provides personalized, unbiased savings and investment recommendations — provided by an independent financial expert, Morningstar. Recommendations are based on an individual's goals and current status and include contribution rate, asset allocation and specific investment alternatives. Advice Access can take into consideration other participant data, including assets held outside the retirement plan to formulate a comprehensive strategy.

Directing Your Investments

As a Plan participant, you can change your current investments as well as your investment direction for future contributions on a daily basis.

Investment directions are processed the same business day if received prior to 4 P.M. (ET), otherwise they are processed the following business day. Investment directions are not processed on days the New York Stock Exchange (NYSE) is closed (i.e., weekends, market holidays), but will be processed on the next business day the NYSE is open. Any fund or Plan-specific restrictions or limitations are described in the Investment-Related Information section of this document.

You can direct how your future contributions are to be invested, or change how your existing balance is invested, on Benefits OnLine® at www.benefits.ml.com or by calling (800) 228-4015.

Fees, Limitations & Restrictions

As a Plan participant, you may be subject to fees that are charged directly against your investments. Although rarely assessed, fees may include sales loads, sales charges, surrender charges and/or exchange fees.

In addition, redemption fees (also referred to as market timing or short term trading fees), which are imposed by the investment alternative(s) and used to mitigate excessive trading, if applicable, are applied to fund transfers that are directed by you as the Plan participant. Merrill Lynch will notify you of any redemption fees, including the amount, before you direct such trades via Benefits OnLine, the Interactive Voice Response (IVR) system, or with a representative at (800) 228-4015.

Your Plan may also include certain restrictions designed to prevent market timing transactions and excessive trading that prohibit the purchase and subsequent sale of investment alternative(s) within a specified timeframe.

For specific fees, Plan restrictions and limitations pertaining to your investment alternatives, please refer to the charts in the Investment-Related Information section or Benefits OnLine.

Proxy Voting and Tender Rights

Proxies and corporate actions are voted in accordance with the provisions in the Plan's trust as described below:

Mutual Funds and Other Investment Alternatives

With mutual funds and other investment alternatives, the proxies are voted by a Plan representative.

2. Administrative Expenses Information

This section describes Plan fees and expenses for administrative services charged against participant accounts that are not reflected in the total annual operating expenses of an investment. This section also describes the basis on which such charges will be allocated to, or affect the balance of, each participant's account. Plan administrative services include recordkeeping services (keeping track of participant accounts and transactions) and trustee/custodial services associated with the safekeeping of assets. Administrative services also include providing participants services such as call centers, websites, account statements and educational materials related to saving and investing for retirement.

The Plan's service provider may receive investment-related revenue from one or more of the Plan's investments for providing the above-described administrative services. The Plan Sponsor and service provider have agreed upon \$65.00 per participant annually. If there is investment-related revenue and it is insufficient to meet the annual revenue requirement, the shortfall may or may not be charged to participant accounts on a pro rata basis (i.e., based upon a participant's account balance relative to total Plan assets) or a per capita basis (i.e., a flat fee for each participant account), as the Plan fiduciary chooses. These charges to participant accounts may vary from year to year and will vary based upon the actual amount of investment-related revenue received by the service provider.

The Plan Sponsor may choose, in its discretion, to pay some or all of the above administrative fees and expenses from non-Plan assets, or from unallocated Plan assets such as forfeiture or suspense accounts.

There may be other applicable Plan administrative fees and expenses arising from time to time that may be charged to participant accounts as determined by the Plan Sponsor.

The actual amount of any such administrative fees and expenses charged to your account will appear on your participant statement under the Contributions and Activity For This Period section.

3. Individual Expenses Information

This section describes any fees and expenses that may be charged against the account of any participant or beneficiary of an individual, rather than on a Plan-wide basis, and are not reflected in the total annual operating expenses of any investment alternative. Individual expenses include any fee you might be charged for a particular transaction or service that you select. These fees are deducted directly from your account and shown on your quarterly participant statement.

Here are the transactions for which the Plan charges fees to your account:

<u>Transaction</u>	<u>Fee</u>
Overnight check service	\$25.00 per check
Loan origination fee	\$50.00 per loan
Returned ACH Fee	\$25.00 per returned ACH

Investment-Related Information

This section includes important information to help you compare the investment alternatives under your retirement plan. If you want additional information, including more current performance information about your investment alternatives, you can go to the Plan's website at www.benefits.ml.com, or call (800) 228-4015.

The table shown in this section provides information about the designated investment alternatives the Plan has chosen to make available to participants.

The table provides historical performance information for the investment alternatives that do not have a fixed or stated return as well as related expenses, fees and restrictions where applicable. The performance for each investment option is also compared to a benchmark, which measures how an index of similar funds has performed over the same period.

Fees and expenses are only one factor to consider when selecting your investments and the cumulative effect of fees and expenses can substantially reduce the growth of your retirement account. For an example of the long-term effect of investment fees and expenses, you can visit the Employee Benefit Security Administration's website at www.dol.gov/ebsa/publications/401k_employee.html for additional information.

Historical Performance – Variable Return Investments

This table displays the historical performance of the investment alternatives available in your Plan that have a variable rate of return, meaning that they can rise or decline in value during any given period. It also shows the expenses and fees (if any) for the investment alternatives available through the Plan.

Shown for each fund is its gross annual expense ratio. An expense ratio is an amount that shareholders pay for fund operating expenses and management fees, and is expressed as a percentage of its total assets.

These expenses reduce the investment return available to you through the fund. These expenses are shown in this table on a per \$1,000 basis. For a fund with an expense ratio of 0.25%, for example, this means that for each \$1,000 invested in the fund, \$2.50 would be used by the fund to help cover its costs rather than to earn a potential return for the investor.

This historical performance is measured against the performance of a benchmark of similar investments. (A participant cannot invest directly in an index used as a benchmark.)

Investment Category	Investment Name	Benchmark	Redemption Fees, Limitations	Average Annual Total Return %	Annual Gross Expense Ratio
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	1 Yr	5 Yr	10 Yr	Since Inception	Inception Date	As a %	Per \$1,000
MONEY MARKET/STABLE VALUE continued							
Invesco Stable Value Trust	1.83%	1.65%	2.49%	3.57%	01/2008	0.40%	\$4.00
Bloomberg Barclays 3-Month US Treas Bellwether	0.40%	0.15%	0.80%	N/A	N/A	N/A	N/A

OTHER							
State Street Target Retirement Income NL Fund - Class C ¹	8.16%	4.12%	N/A	6.27%	06/2009	0.17%	\$1.70
State Street Target Retirement 2015 NL Fund - Class C ²	9.85%	5.76%	N/A	8.89%	06/2009	0.18%	\$1.80
State Street Target Retirement 2020 NL Fund - Class C ³	11.92%	7.04%	N/A	9.94%	06/2009	0.17%	\$1.70
State Street Target Retirement 2025 NL Fund - Class C ⁴	13.70%	7.85%	N/A	10.60%	06/2009	0.18%	\$1.80
State Street Target Retirement 2030 NL Fund - Class C ⁵	14.55%	8.38%	N/A	10.98%	06/2009	0.18%	\$1.80
State Street Target Retirement 2035 NL Fund - Class C ⁶	N/A	N/A	N/A	N/A		0.19%	\$1.90
State Street Target Retirement 2040 NL Fund - Class C ⁷	16.64%	9.11%	N/A	11.24%	06/2009	0.19%	\$1.90
State Street Target Retirement 2045 NL Fund - Class C ⁸	17.43%	9.18%	N/A	11.28%	06/2009	0.22%	\$2.20
State Street Target Retirement 2050 NL Fund - Class C ⁹	17.42%	9.18%	N/A	11.28%	06/2009	0.27%	\$2.70
State Street Target Retirement 2055 NL Fund - Class C ¹⁰	17.43%	9.19%	N/A	7.90%	05/2011	0.25%	\$2.50
State Street Target Retirement 2060 NL Fund - Class C ¹¹	17.43%	N/A	N/A	3.45%	04/2015	4.14%	\$41.40

Below are definitions of fees and restrictions that may or may not be imposed by designated investment alternative managers:

Redemption Fees: Designated investment alternatives may assess an investment-specific short-term redemption fee when investments are held for less than a fixed period of time. This helps to mitigate excessive trading.

Repurchase Restrictions: Designated investment alternatives may impose limitations to repurchase into the same investment within a specified period of time (i.e. 60 Calendar days). This restriction helps to limit increases to investment expenses.

Minimum Waiting Block Period: Designated investment alternatives may institute a waiting period (i.e., 15 Business days) for the selling and/or repurchasing of investments. This helps to mitigate excessive trading.

To help achieve long-term retirement security, you should give careful consideration to the benefits of a well-balanced and diversified investment portfolio. Spreading your assets among different types of investments can help you achieve a favorable rate of return, while minimizing your overall risk of losing money. This is because market or other economic conditions that cause one category of assets, or one particular security, to perform very well often cause another asset category, or another particular security to perform poorly. If you invest more than 20% of your retirement savings in any one company or industry, your savings may not be properly diversified. Although diversification is not a guarantee against loss, it is an effective strategy to help you manage investment risk.

Although a Money Market Fund seeks to preserve the value of your investment at \$1.00 per share, it is possible to lose money by investing in the Fund. The Fund is neither insured nor guaranteed by the Federal Deposit Insurance Corporation or any other government agency. Keep in mind the 7-day yield more closely reflects the current earnings of the fund, than the total return quotation.

Please be aware that certain investment alternatives may charge redemption fees for short-term trading, which are imposed by the investment alternative companies. The returns for these funds will not reflect such fees, and if they had been reflected, results would have been lower than shown.

For certain investment alternatives, the returns reflect subsidies and waivers, without which the results would have been lower than noted. These subsidies and waivers may not continue to remain in effect. Please consult the prospectus for more information.

Investors should consider the investment objectives, risks, charges and expenses of investment alternatives carefully before investing. This, and additional information about the investment alternatives, can be found in the prospectuses, and, if available, the summary prospectuses, which can be obtained on Benefits OnLine® at www.benefits.ml.com or by calling Merrill Lynch at (800) 228-4015. Investors should read the prospectuses and, if available, the summary prospectuses carefully before investing.

For more information on the investment alternatives that are not mutual funds (non-registered investments), log on to www.benefits.ml.com and refer to the fund description or fact sheet, if available.

Investing involves risk, including possible loss of the principal value invested. Investments in foreign securities or sector funds, including technology or real estate stocks, are subject to substantial volatility due to adverse political, economic or other developments and may carry additional risk resulting from lack of industry diversification. Funds that invest in small or mid-capitalization companies experience a greater degree of market volatility than those of large-capitalization stocks and are riskier investments. Bond funds have the same interest rate, inflation, and credit risks associated with the underlying bonds owned by the fund. Generally, the value of bond funds rises when prevailing interest rates fall and falls when interest rates rise. Investing in lower-grade debt securities ("junk" bonds) may be subject to greater market fluctuations and risk of loss of income and principal than securities in higher rated categories. There are ongoing fees and expenses associated with investing. Bear in mind that higher return potential is accompanied by higher risk.

- 1 Effective January 1, 2016 the SSgA Target Retirement Income NL Fund Class C was renamed the State Street Target Retirement Income NL Fund Class C. Please see the prospectus for State Street Target Retirement Income NL Fund Class C for details on its investment objective(s) and investment strategy.
- 2 Effective January 1, 2016 the SSgA Target Retirement 2015 NL Fund Class C was renamed the State Street Target Retirement 2015 NL Fund Class C. Please see the prospectus for State Street Target Retirement 2015 NL Fund Class C for details on its investment objective(s) and investment strategy.
- 3 Effective January 1, 2016 the SSgA Target Retirement 2020 NL Fund Class C was renamed the State Street Target Retirement 2020 NL Fund Class C. Please see the prospectus for State Street Target Retirement 2020 NL Fund Class C for details on its investment objective(s) and investment strategy.
- 4 Effective January 1, 2016 the SSgA Target Retirement 2025 NL Fund Class C was renamed the State Street Target Retirement 2025 NL Fund Class C. Please see the prospectus for State Street Target Retirement 2025 NL Fund Class C for details on its investment objective(s) and investment strategy.
- 5 Effective January 1, 2016 the SSgA Target Retirement 2030 NL Fund Class C was renamed the State Street Target Retirement 2030 NL Fund Class C. Please see the prospectus for State Street Target Retirement 2030 NL Fund Class C for details on its investment objective(s) and investment strategy.
- 6 Effective January 1, 2016 the SSgA Target Retirement 2035 NL Fund Class C was renamed the State Street Target Retirement 2035 NL Fund Class C. Please see the prospectus for State Street Target Retirement 2035 NL Fund Class C for details on its investment objective(s) and investment strategy.
- 7 Effective January 1, 2016 the SSgA Target Retirement 2040 NL Fund Class C was renamed the State Street Target Retirement 2040 NL Fund Class C. Please see the prospectus for State Street Target Retirement 2040 NL Fund Class C for details on its investment objective(s) and investment strategy.
- 8 Effective January 1, 2016 the SSgA Target Retirement 2045 NL Fund Class C was renamed the State Street Target Retirement 2045 NL Fund Class C. Please see the prospectus for State Street Target Retirement 2045 NL Fund Class C for details on its investment objective(s) and investment strategy.
- 9 Effective January 1, 2016 the SSgA Target Retirement 2050 NL Fund Class C was renamed the State Street Target Retirement 2050 NL Fund Class C. Please see the prospectus for State Street Target Retirement 2050 NL Fund Class C for details on its investment objective(s) and investment strategy.
- 10 Effective January 1, 2016 the SSgA Target Retirement 2055 NL Fund Class C was renamed the State Street Target Retirement 2055 NL Fund Class C. Please see the prospectus for State Street Target Retirement 2055 NL Fund Class C for details on its investment objective(s) and investment strategy.
- 11 Effective January 1, 2016 the SSgA Target Retirement 2060 NL Fund Class C was renamed the State Street Target Retirement 2060 NL Fund Class C. Please see the prospectus for State Street Target Retirement 2060 NL Fund Class C for details on its investment objective(s) and investment strategy.

Important Note: For additional and more recent details regarding your investment alternatives, including: (a) name of the issuer; (b) the alternative's objectives or goals; (c) the alternative's principal strategies and risks; and (d) the alternative's portfolio turnover rate, you may call (800) 228-4015 or contact your Plan Sponsor or you may visit your Plan's website at www.benefits.ml.com (access the "Investments" tab and click on the investment alternative's name to view the fund's prospectus. A prospectus may not be available for non-registered investment alternatives.)

Upon request, and at no charge, you will be provided with paper copies of the information available on the website, copies of prospectuses, financial statements or reports, values of shares or units of each designated investment alternative and the list of the assets comprising the portfolio of each designated investment. You may call (800) 228-4015 or contact your Plan Sponsor to request this information.

Glossary of Terms

Please visit www.benefits.ml.com for a glossary of investment terms relevant to the investment alternatives under this Plan. This glossary is intended to help you better understand your options.

Learn more

To learn more about investing, visit Benefits OnLine at www.benefits.ml.com. Then select the Education Center tab. Here you can view a wealth of informative articles and videos intended to help you feel confident in your financial future at each stage of your life, whether you are just starting out, transitioning to retirement or somewhere in between.

Our Risk Assessment and Investment Guide, available via the Investment Direction section of your Investments, is a guide that can help you understand your risk profile and how you might invest in your accounts.



