

A great way to plan for your future



Get the most from your 401(k) plan

The Windstream 401(k) Plan (the “Plan”) is an excellent way to prepare for your financial future, while enjoying tax benefits along the way.

When you participate in the Plan, you can take advantage of:

– Convenient payroll deductions

Your contributions are deducted from your paychecks automatically, and invested in your account. It’s an easy and convenient way to invest for your future.

– Tax advantages

Depending on the type of contributions you select, you can benefit from certain tax advantages.

– Matching contributions

Windstream matches a portion of your contributions. That’s like getting paid to participate.

The money you contribute to your account always belongs to you (adjusted for earnings or losses). The sooner you begin participating, the sooner you can start preparing for your financial future—and take advantage of what the Plan offers.

So why not enroll today?

Get started now!

It’s easy to enroll in the Plan. You just need to decide:

- 1) How much to contribute
- 2) How to invest
- 3) What type of contributions to make: pre-tax or Roth 401(k)

Then contact Merrill Lynch, online or by phone, to enroll.

Benefits OnLine®

www.benefits.ml.com

Retirement & Benefits Contact Center

1.800.228.4015

Need help?

Call Merrill Lynch between 8 a.m. and 7 p.m. Eastern on any day the New York Stock Exchange is open. Or, use Benefits OnLine’s click to chat feature.

Merrill Lynch makes available products and services offered by Merrill Lynch, Pierce, Fenner & Smith Incorporated (MLPF&S) and other subsidiaries of Bank of America Corporation (BofA Corp.). MLPF&S is a registered broker-dealer, member SIPC and a wholly owned subsidiary of BofA Corp.

Investment Products:

Are Not FDIC Insured	Are Not Bank Guaranteed	May Lose Value
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Key features of your Plan

Listed below are some of your Plan's most important features. For details, please visit Benefits OnLine at www.benefits.ml.com or call Merrill Lynch at 1.800.228.4015.

Eligibility	You are immediately eligible to enroll in the Plan.
Enrollment	You can enroll on Benefits OnLine or by calling Merrill Lynch. Nebraska Union employees hired on or after November 1, 2016, who have not enrolled within 30 days after their eligibility date, will be enrolled automatically at a pre-tax contribution rate of 2% of eligible compensation. If you make no investment election, contributions will be invested in a target date fund based on date of birth and anticipated retirement at age 65. Employees will have 30 days from their hire date to opt out before automatic enrollment by visiting Benefits OnLine or calling 1.800.228.4015.
Employee contributions	You can contribute up to 50% of your eligible pay on a pre-tax and/or Roth 401(k) basis, subject to IRS limits (\$18,000 in 2017, or \$24,000 if you are age 50 or older and eligible for catch-up contributions). Current limits are available in the "Contribution Rates" section on Benefits OnLine. Pre-tax contributions can lower your current taxable income and Roth 401(k) contributions can provide tax-free withdrawals if you take a "qualified distribution." See "Tax information" below and the table on page 4 for calculating your pay with different contribution rates.
Automatic increase	You can choose to have your pre-tax contributions increased automatically every one, two or three years, by a percentage you choose (within Plan and IRS limits), starting and ending on the dates you set.
Company contributions	You may be eligible for annual company matching contributions. Please see your Summary Plan Description for details.
Investment options and services	The Plan offers a variety of investment options, as well as the Advice Access service and Self-Direct Brokerage. To learn more, visit Benefits OnLine or call the Retirement & Benefits Contact Center.
Vesting	Your right to your account balance is called vesting. You are always 100% vested in your own contributions, company contributions and any rollover contributions (each as adjusted for any earnings or losses).
Rollovers	The Plan may allow you to transfer balances from other employer-sponsored plans. Be sure to consider the advantages and disadvantages of a rollover before initiating one.
Beneficiary designation	Online at www.benefits.ml.com > 401(k) Plan > Current Elections > Beneficiary Designations/Updates
Loans	Permitted, subject to certain limits and restrictions. Be sure to consider the advantages and disadvantages of a loan before initiating one.
In-service withdrawals	May be available, subject to Plan provisions and/or IRS rules.
Distributions	Due to retirement, termination of employment, total and permanent disability, or death (benefits go to your beneficiary).
Tax information	<p>Pre-tax and company contributions Taxes will be due upon withdrawal. You may also be subject to a 10% additional federal tax if you take a withdrawal before age 59½.</p> <p>Roth 401(k) contributions Any earnings on Roth 401(k) contributions can generally be withdrawn federal tax-free if you meet the two requirements for a "qualified distribution": 1) At least five years must have elapsed from the year of your initial contribution, and 2) You must have reached age 59½ or become disabled or deceased. If you take a non-qualified withdrawal of your Roth 401(k) contributions, any Roth 401(k) investment returns are subject to regular income taxes, plus a possible 10% additional federal tax if withdrawn before age 59½.</p>
Participant fees	<p>A quarterly fee of \$10.75 will be deducted from your account balance and will appear on your quarterly statement under "Other Activity."</p> <p>A one-time loan initiation fee of \$50 applies for each loan requested.</p> <p>A \$45 fee applies for each hardship withdrawal requested.</p> <p>Other fees are noted in the Participant Fee Disclosure provided to you annually.</p>

Choose your investing approach

The Plan offers several choices for investing your account. You can select Advice Access to get professional investment guidance—at no additional cost to you—for your retirement plan strategy. The Plan also offers a series of target date funds, for those who prefer an age-based approach to investing and Self-Direct Brokerage for those who want access to a wider variety of investment options. Or you can choose your own mix from the individual investment choices available through the Plan.

Advice Access

Advice Access is a service that offers specific, personalized recommendations for your retirement planning strategy. The service is easy to use, and it's available at no additional cost to you. Advice Access provides answers to several key questions:

- How much do I need for retirement?
- How much should I contribute to my 401(k) plan?
- How should I invest my money?
- How should I withdraw my retirement assets?
- Am I on track with my goals?

In fact, you'll see your projected retirement income on Benefits OnLine as soon as you log in.

Advice Access uses information available to Merrill Lynch through its recordkeeping service for the Plan, to develop its recommendations. If you want, you can provide more information—on a confidential basis—for more personalized recommendations. You have three service models to choose from, including a feature that manages your account for you on an ongoing basis.

Target Date Funds

The Plan offers a series of "target date funds" designed to make age-based investing easy. Each fund includes a mix of investments that might be appropriate for investors planning to retire—or begin withdrawing their money—close to the date in the fund's title.

Each fund is adjusted along the way to become more conservative—more in bonds and less in stocks—as that target date approaches.

To choose a target date fund, you would generally pick the fund with the date closest to the year you would expect to retire, or begin taking the money from your account.

It's important to understand that the principal value of these funds is not guaranteed at any time, including at the target date.

Self-Direct Brokerage

Self-Direct Brokerage is a separate account within the Plan that provides access to a wide variety of mutual funds beyond those available in the Plan's core investment menu. Self-Direct Brokerage is best suited for those participants who seek greater investment flexibility, choice and control of their retirement account, and are willing to pay more for additional investment choices.

You will receive a monthly brokerage activity statement, transaction confirmations on your trades and a quarterly retirement account statement. There is an annual recordkeeping fee of \$100, and additional fees and commissions may apply.

Your individual investment choices

The Plan offers a variety of investment options. You can create a diversified portfolio appropriate for your goals, tolerance for investment risk and time horizon (the time remaining before you'll need your money).

Your choices include funds from the three main asset classes—stocks, bonds and cash equivalents. As you review your Plan's choices, you should consider the importance of a well-balanced and diversified investment portfolio.* If you have too much of your account in any one investment, or one type of investment, you may be subject to unnecessary risk.

For more information about the Plan's investment choices, visit Benefits OnLine and select the **Investments** tab.

Need help with investing?

Making investment decisions can be a challenge. Merrill Lynch can help you understand your options so you can make the choices that are right for you: go.ml.com/jwhe

And check out the Advice Access service by selecting **Get started now** under the Your Retirement Income Projection chart on the **My Accounts** page.

* Diversification does not ensure a profit or protect against loss.

Benefits OnLine “Quick Paths”: Find it fast!

It’s easy to enroll in the Plan and manage your account through Benefits OnLine. To get started, visit www.benefits.ml.com and click the link on the left side of the screen to create your User ID. The table below offers tips for reviewing your account information, performing key tasks and accessing useful information and resources through the site.

If you want to...	Take this step...
Enroll in the Plan	Click “Enroll in Your Plan” in the Action Center on the My Accounts page
Review the Plan’s investment choices	Click 401(k) Plan > Investments , then: <ul style="list-style-type: none">• Click “Investment Choices & Performance” to see the choices available in the Plan• Click the name of a fund for more information about it
Change how your account balance is invested	Click 401(k) Plan > Investments , then: <ul style="list-style-type: none">• Select the “Fund Transfer” drop-down• Follow the prompts to choose which investment(s) to sell and buy
Change how your future contributions will be invested	Click 401(k) Plan > Investments , then: <ul style="list-style-type: none">• Select the “Investment Direction” drop-down• Click “Change Investments”
Calculate your take-home pay with different contribution rates	Click 401(k) Plan > Current Elections , then: <ul style="list-style-type: none">• Select the “Contribution Rates” drop-down, then “Change Contribution Rates”• Enter your salary and payroll frequency• Move the slider to estimate how different contribution rates may affect your take-home pay
Change your contribution rate	Follow the steps under “Calculate your take-home pay”; then click Continue and follow the instructions

View the online account access guide: go.ml.com/accessguide

The Advice Access service uses a probabilistic approach to determine the likelihood that you may be able to achieve your stated goal and/or to identify a potential wealth outcome that could be realized. Additionally, the recommendations provided by Advice Access may include a higher level of investment risk than you may be personally comfortable with. You are strongly advised to consider your personal goals, overall risk tolerance, and retirement horizon before accepting any recommendations made by Advice Access. You should carefully review the explanation of the methodology used, including key assumptions and limitations, which is provided in the Advice Access disclosure statement. It can be obtained through Benefits OnLine or through a participant service representative.

IMPORTANT: *The projections or other information shown in the Advice Access service regarding the likelihood of various investment outcomes are hypothetical in nature, do not reflect actual investment results and are not guarantees of future results. Results may vary with each use and over time.*

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

Neither Merrill Lynch nor any of its affiliates or financial advisors provide legal, tax or accounting advice. You should consult your legal and/or tax advisors before making any financial decisions.

Investing in the Plan involves risk, including the possible loss of the principal value invested.