

One TEAM

Welcome Guide

CAROLINAS HEALTHCARE SYSTEM and J.P. MORGAN
Helping You Plan for a Healthy Financial Future

THE CAROLINAS HEALTHCARE SYSTEM 401(K) RETIREMENT SAVINGS PLAN and
CAROLINAS HEALTHCARE SYSTEM ADVANTAGE RETIREMENT ACCOUNT PLAN



Carolinus HealthCare System

Every day, you commit yourself to caring for the health of our patients and their families – and through that commitment you strengthen the communities we serve. We want you to feel the same pride for your own financial well-being as you have for the quality care you deliver and the support you provide to others. Our pledge is to provide the tools and resources necessary to help you plan and prepare for a healthy financial future and reach your personal retirement dreams.

At Carolinas HealthCare System, we appreciate the work you do, the care you deliver, the dedication you have and the pride you feel. It is our commitment to provide resources and support that empower you to be your best. That is what **CHS Total Rewards** is all about; connecting you with a **total career experience**, full of opportunities to get involved, to stay engaged and to make the greatest difference.

Carolinas HealthCare System offers comprehensive, market-competitive retirement savings plans for you and your family.

In order to implement a fully integrated administrative solution for our retirement plans, Carolinas HealthCare System chose to partner with **J.P. Morgan** — a nationwide leader in retirement planning services.

J.P. Morgan is your single resource for all of your Carolinas HealthCare System retirement plans. This partnership provides:

- Fully integrated retirement administration, with a single access point for all retirement plans
- Consolidated quarterly statements
- Availability of leading-edge technology with an award-winning website
- Solutions that help you invest wisely

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WELCOME

YOUR RETIREMENT PLANNING SERVICES FROM CAROLINAS HEALTHCARE SYSTEM

Carolinas HealthCare System is focused on your success, whether you are an experienced investor or new to saving. We offer you a retirement savings option as well as the tools and resources to help you fulfill your financial goal.

Benefits include:

- After three months of service, you are automatically enrolled to contribute 3% in the Carolinas HealthCare System 401(k) Retirement Savings Plan – at any time, you may increase or decrease your contribution or choose not to make a contribution
- Opportunity to enroll immediately in the Carolinas HealthCare System ADVANTAGE Retirement Account Plan
- Professionally managed investments from a carefully chosen fund lineup
- Ongoing forecasts of your retirement income
- Guidance and support from retirement professionals during extended business hours
- One website and easy access from your mobile devices

We are confident you will find these benefits to be an integral part of your future financial health. Take the next steps in preparing for your future. Please read on to learn more about this comprehensive retirement program that has been designed to assist you and your family on your path to retirement.

If you are a rehire and met eligibility requirements previously, you are eligible to enroll right away.

CHRIS & ROBIN: A STORY OF COMPOUNDING

Start early and put time and compounding on your side. It can make a surprising difference. Here is an example:

Chris invests \$200 a month from age 22 through age 42 and stops. His \$48,000 investment has 23 more years to grow until he reaches 65.

Robin waits, begins investing \$200 a month at age 45, and continues until age 65. Her total investment is \$48,000, too.

Both accounts earn 8% a year. At 65, Chris's \$48,000 investment has grown to \$737,000, while Robin's totals just under \$118,000.

Robin's high cost of waiting? More than \$619,000!

Both examples assume 20 years of contributions, at \$200 a month, with contributions made at the end of each month. Both assume an 8% annual rate of return compounded monthly, which is reinvested. The example is for illustration only and does not represent a particular investment product.

This information is for education only and is not meant to provide investment advice.



YOUR PLANS AT A GLANCE

If you are age 50 or older you may be able to make "catch-up" contributions to your 401(k) and/or ADVANTAGE account of up to \$5,500 in 2014, in addition to the \$17,500 limit.

	Your Contributions	Carolinas HealthCare System Contributions								
401(k) Retirement Savings Plan	<p>This plan allows both 401(k) pretax and Roth 401(k) after tax contributions.</p> <p>Pretax contributions are automatically deducted before you pay current income taxes. Investments grow tax-deferred and are taxed only when you take a distribution.</p> <p>Roth contributions are after tax contributions and are deducted after you pay current income taxes. A Roth 401(k) operates much like a Roth IRA except that, unlike a Roth IRA, a Roth 401(k) has no income limits that restrict participants from making contributions.</p> <p>You may contribute between 1% and 75% of your eligible compensation, up to the annual Internal Revenue Service (IRS) contribution limit of \$17,500 in 2014.</p>	<p>Carolinas HealthCare System makes up to three kinds of contributions each year:</p> <p>Basic contribution. Each year, Carolinas HealthCare System will contribute 2% of your pay to your account, regardless of whether you save through the plan.</p> <p>Matching contribution. When you save through the plan, Carolinas HealthCare System will match:</p> <p>75% of the first 4% of pay that you save and 50% of the next 2% of pay that you save, making the total maximum match 4% of your pay. In order to receive the full 4% match, you must save 6% of your pay through the plan.</p> <p>Discretionary contribution. This contribution is based on System performance, similar to the Performance Plus program. When we meet certain targets, your account can receive an additional contribution, based on your service, as shown below:</p> <table border="1"> <thead> <tr> <th>If you have:</th> <th>Based on System performance, your account receives:</th> </tr> </thead> <tbody> <tr> <td>• less than 10 years:</td> <td>• 1% of pay contribution</td> </tr> <tr> <td>• 10 - 19 years:</td> <td>• 1.5% of pay contribution</td> </tr> <tr> <td>• 20 or more years:</td> <td>• 2% of pay contribution</td> </tr> </tbody> </table> <p>Eligibility for basic and discretionary contributions. You must complete 12 months of service to receive the basic and discretionary contributions made by Carolinas HealthCare System.</p>	If you have:	Based on System performance, your account receives:	• less than 10 years:	• 1% of pay contribution	• 10 - 19 years:	• 1.5% of pay contribution	• 20 or more years:	• 2% of pay contribution
If you have:	Based on System performance, your account receives:									
• less than 10 years:	• 1% of pay contribution									
• 10 - 19 years:	• 1.5% of pay contribution									
• 20 or more years:	• 2% of pay contribution									
ADVANTAGE Retirement Plan Account	<p>Contributions are automatically deducted before you pay current income taxes. Investments grow tax-deferred and are taxed only when you take a distribution. You may contribute a dollar amount between \$1.00 and any dollar amount of your eligible compensation, up to the annual Internal Revenue Service (IRS) contribution limit of \$17,500 in 2014.</p>	<p>Carolinas HealthCare System does not make matching contributions to this plan.</p>								

WANT TO LEARN MORE ABOUT HOW MAKING ROTH 401(K) CONTRIBUTIONS MIGHT AFFECT YOUR PAYCHECK AND SAVINGS?

The online Roth 401(k) Planner tool allows you to input personal data such as current contributions, age and years.

Try the Roth 401(k) Planner today! Access your account online at www.carolinashealthcare.org/retirement and click on the Education Center tab, then "Financial Tools."

Vesting	Rollovers	Loans
<p>Matching & Discretionary Contributions</p> <p>You are automatically 100% vested in your contributions as well as matching and discretionary contributions made by Carolinas HealthCare System. This means the value of your contributions and earnings and the value of the matching contributions and earnings are yours when you end employment, regardless of years of service.</p> <p>Discretionary contributions are only available if you are actively employed at year-end.</p> <p>Basic Contribution</p> <p>You will become 100% vested in basic contributions made by Carolinas HealthCare System after three years of credited service.</p>	<p>The plan allows rollovers.</p> <p>You are 100% vested in any rollover contributions. This means the value of contributions you roll over to this plan, and earnings, are yours when you end employment.</p>	<p>The plan allows loans.</p> <ul style="list-style-type: none"> • Borrow up to 50% of your vested account balance (minimum \$1,000; maximum \$50,000) • Pay back your loan with interest • You may have one loan outstanding at a time • Take up to five years to pay back a general loan • Take up to 10 years to pay back a loan on your primary residence purchase • There is a \$50 origination fee per loan
<p>You are 100% vested in your contributions. This means the value of your contributions and earnings are yours when you end employment, regardless of years of service.</p>	<p>The plan does not allow rollovers.</p>	<p>The plan does not allow loans.</p>

INVESTMENT OPTIONS

WHAT TYPE OF INVESTOR ARE YOU?

“Do it yourself” investor:

If you have the time, enjoy researching your own options and like to monitor and rebalance your investments, then you are probably a “do it yourself” investor. The investment lineup designed for the Carolinas HealthCare System plans covers the investment spectrum from conservative to moderate to aggressive. You can choose to allocate your portfolio among any of the 13 core investment options.

Remember, a diversified portfolio of stocks, bonds and cash alternatives may help smooth out the normal ups and downs of the market.

Fund Name	Ticker Symbol	Gross Expense Ratio
American Beacon Large Cap Value-Inst	AADEX	0.59%
American Century Growth-Inst	TWGIX	0.78%
American Funds EuroPacific Growth-R6	RERGX	0.50%
Columbia Mid Cap Index-R5	CPXRX	0.28%
DFA International Small Company-Inst	DFISX	0.55%
Dodge & Cox International Stock	DODFX	0.64%
Eagle Small Cap Growth-Inst	HSIIX	0.83%
Goldman Sachs Small Cap Value-Inst	GSSIX	1.04%
PIMCO All Asset-Inst	PAAIX	0.97%
PIMCO Total Return-Inst	PTTRX	0.46%
Vanguard Total Bond Market Index-Inst	VBTIX	0.07%
Vanguard Total Stock Market Index-Inst	VITSX	0.04%
Wells Fargo Advantage Government Money Market Inst	GVIXX	0.22%

Additional details regarding these funds are included in this Guide and online.

SELF DIRECTED BROKERAGE

A self directed brokerage account with J.P. Morgan Securities complements the investment choices offered by your retirement plan. Be sure and read the Self Directed Brokerage Account Profile to find out about account features including what types of investments are available. The Self Directed Brokerage Account Fee Schedule outlines important fees associated with this account. Both the Profile and Fee Schedule are in this Guide. A self directed brokerage account may be opened in the 401(k) Retirement Savings Plan or the ADVANTAGE Retirement Account, or both.

INVESTMENT OPTIONS *(continued)*

“Do it for me” investor:

If you are like many of us, you need a little help with choosing your investments, so you are probably a “do it for me” investor. In that case, we have provided you access to the corresponding JPMorgan SmartRetirement fund that most closely matches your birth date and an estimated retirement age of or near 65. These funds offer a diversified portfolio within a single investment solution.

JPMorgan SmartRetirement funds are made up of multiple asset classes. They are professionally managed and offer a diversified investment in a single fund. These funds are meant to match up with an expected retirement date. The investment mix will change over time, making the fund more conservative as the target retirement date approaches. You can select the fund that ends in the year closest to when you plan to retire. If you like the concept of the target retirement funds, but wish to adjust your weighting in stocks and bonds, you can choose a SmartRetirement fund that more closely matches your risk tolerance. As with all investments, the principal value of the fund(s) is not guaranteed at any time, including at the target date.

The risk level in each portfolio will become more conservative as you approach retirement (at an assumed age of 65). The chart below shows the specific JPMorgan SmartRetirement fund that would relate to you based on your date of birth:

If your birthday is on or between...	Your JPMorgan SmartRetirement fund is...	Gross Expense Ratio %
December 31, 1948 and earlier	JPMorgan SmartRetirement Income-Inst	0.75%
January 1, 1949 – December 31, 1953	JPMorgan SmartRetirement 2015-Inst	0.80%
January 1, 1954 – December 31, 1958	JPMorgan SmartRetirement 2020-Inst	0.84%
January 1, 1959 – December 31, 1963	JPMorgan SmartRetirement 2025-Inst	0.88%
January 1, 1964 – December 31, 1968	JPMorgan SmartRetirement 2030-Inst	0.92%
January 1, 1969 – December 31, 1973	JPMorgan SmartRetirement 2035-Inst	0.96%
January 1, 1974 – December 31, 1978	JPMorgan SmartRetirement 2040-Inst	0.99%
January 1, 1979 – December 31, 1983	JPMorgan SmartRetirement 2045-Inst	1.01%
January 1, 1984 – December 31, 1988	JPMorgan SmartRetirement 2050-Inst	1.03%
January 1, 1989 and later	JPMorgan SmartRetirement 2055-Inst	0.99%

The J.P. Morgan SmartRetirement funds have been chosen as the default investment. If you are a “do it yourself” investor you can make different investment elections at any time.

SETTING UP YOUR ACCOUNT

GETTING STARTED

Click...

When you log on to your accounts at carolinashealthcare.org/retirement for the first time, your initial Username will be your Social Security number. Your default Password will be the last four digits of your Social Security number, plus your six-digit birth date in MMDDYY format*.

For example, if your Social Security number is 123456789 and your birthday is January 1, 1970, your Username would be 123456789 and your Password would be 6789010170.

**If you already have a retirement plan account through another employer for which J.P. Morgan is the service provider, you may continue using your current Username and Password to log on.*

Once you reach your **My Accounts** home page, click on your plan name and follow the on-screen instructions. Once you have accessed your account, you will be prompted to create your own personalized Username and Password. A Username and Password that you create will be easier to remember. After you create your own Username, you will no longer need to use your Social Security number to log on.

...Or Call

You may contact J.P. Morgan to retrieve your logon information, change your investment elections, or update your beneficiaries, by calling **800-345-2345** weekdays between 8 a.m. and 9 p.m. Eastern time. The TTY number for teammates with a hearing impairment is 800-345-1833.

DESIGNATE A BENEFICIARY

It is important to review your beneficiary information regularly, especially when you have experienced a life change such as a birth, death, marriage or divorce. To help you keep this important information up-to-date, you should designate a beneficiary.

You will need to designate a beneficiary for each plan in which you have an account balance. Beneficiaries can be different for each plan. There are no limits on the number of beneficiaries that you may choose, and you may also choose to designate a trust as a beneficiary for most plans.

Tip: Have the Social Security number, date of birth and physical address for each beneficiary on hand as you enter this information.

WHAT IF I TAKE NO ACTION?

After three months of service you will be automatically enrolled in the Carolinas HealthCare System 401(k) Retirement Savings Plan at a pretax contribution rate of 3% of eligible compensation. These contributions will be matched by Carolinas HealthCare System based on how much you contribute (see matching contribution on page 4).

All contributions will be automatically directed to the corresponding JPMorgan SmartRetirement fund that most closely matches your birth date and an estimated retirement age of or near 65. If you are automatically enrolled and do not change the contribution rate, your contributions will be increased automatically by 1% each year until you reach 6%.

Changes to your Carolinas HealthCare System retirement plan accounts may be made any time.

Additionally, you may receive basic and discretionary contributions provided all eligibility and System requirements are met (see page 4 for details).

RETIREMENT PLANNING TOOLS

Your retirement plans are working for you. Check out some of the features and tools you have at your fingertips to help you turn your retirement goals into a reality.

These features are designed to help you **stay on track** to meet your savings goals and provide more flexibility in managing your accounts.

STAY ON TRACK

Whether you have one account or multiple accounts with Carolinas HealthCare System, J.P. Morgan offers tools to help you determine if you are on track to retire when, and how you want.

- **Plan ahead with Retirement Dream Machine¹.** The Retirement Dream Machine is an easy-to-use planning tool that takes into consideration each of your retirement plans within **CHS Total Rewards**. Your overall retirement plan balance, contributions, risk profile and retirement age are taken into account when calculating your personalized retirement forecast. You can also add information like outside retirement accounts and expected expenses (such as healthcare costs in retirement), for an even more complete forecast. In today's dollars, Dream Machine shows you what you may expect to receive at retirement.
- **Take advantage of the online calculators.** You have access to a number of online calculators that can help you plan for the future.

Examples include: a college investment options calculator, a calculator to help you stay ahead of inflation and even an asset allocation profiler (which may be particularly helpful for teammates who are not invested in a JPMorgan SmartRetirement Fund).

¹Retirement Dream Machine is an investment education tool offered by J.P. Morgan Retirement Plan Services pursuant to the Department of Labor's Interpretive Bulletin 96-1.

GET THE FULL PICTURE

Consider rolling balances from your other retirement accounts into your Carolinas HealthCare System 401(k) Retirement Savings Plan account. See the Rollover Application in this Guide.

FREQUENTLY ASKED QUESTIONS

Why did we choose J.P. Morgan to be our plan administrator and retirement plan partner?

Carolinas HealthCare System is committed to a team member's financial, professional and physical health.

We continue to integrate wellness and total health throughout our benefit plans because health and well-being, and that of a team member's family, is critical. Financial health is another important aspect of **CHS Total Rewards**. It is our commitment to provide you the tools, education and resources you need to make your retirement planning convenient.

J.P. Morgan was selected as our retirement partner based on their ability to provide an expanded range of products and services. With J.P. Morgan you will receive **one** access point for all retirement plans offered by Carolinas HealthCare System including: consolidated account statements, availability of leading-edge technology, a seamless participant experience and access to experienced and knowledgeable professional retirement planning advisors.

What are my retirement plan options?

As a Carolinas HealthCare System teammate you have the opportunity to take advantage of several options to help you prepare for your *Healthy Financial Future*.

- 401(k) Retirement Savings Plan – provides you with a retirement savings option to contribute pretax dollars and at the same time receive a matching contribution from Carolinas HealthCare System based on how much you contribute; Carolinas HealthCare System also makes basic contributions to your account even if you do not contribute and discretionary contributions based on System performance.
- ADVANTAGE Retirement Account Plan – provides an additional savings plan where you can make additional pretax contributions after taking full advantage of the 401(k). This plan is available to our PRN teammates who are not eligible for the 401(k) Retirement Savings Plan.

More details on your plan options can be found on page 4 of this Welcome Guide.

How do I take advantage of my Carolinas HealthCare System retirement plan options?

No matter where you are in your career, the fact remains that people are living longer, retirements are lasting longer and retirees are more active than ever.

Please take this time to get involved in planning for your future. In this Welcome Guide you will find information and resources to help you learn and plan effectively. Also, consider:

- Saving as much as you can – increase your contribution to receive the greatest match possible
- Taking advantage of investment auto rebalancing features when you make your own investment choices
- Exploring the tools and resources J.P. Morgan makes available to help you plan for a healthy financial future

How can I get a full picture of my retirement savings, use the full power of the tools available to me, and estimate my annual income in retirement?

All of your balances in the plans available to you from Carolinas HealthCare System are on one statement. But to get the full picture, consider rolling balances from any of the following sources into your 401(k) Retirement Savings Plan.

- A prior employer's plans (see the Rollover Application in this guide for more information)
- A rollover IRA (one that contains a distribution from a prior employer's plan)
- A traditional IRA (but not a Roth IRA or a nondeductible IRA)

Log on to the retirement website at carolinashealthcare.org/retirement now to get started!

- Additional Investment Information
- Rollover Application and Rollover Certification*
- Fees
- Notices

**Rollover forms can be accessed when you log on to your account at carolinashealthcare.org/retirement. Click on the 401(k) plan link and under Account Detail, click on Forms and Publications.*



DISCLOSURES

For more complete information about any of the mutual funds available within the retirement plan, please call 800-345-2345. Investors should carefully consider the investment objectives, risks, charges and expenses of the fund. Please carefully read the prospectus, which contains this and other important information, before you invest or contribute.

An investment in a money market fund is not insured or guaranteed by the FDIC or any other government agency. Although money market funds strive to preserve the value of the investment at \$1.00 per share, it is possible to lose money by investing in a money market fund.

Expense ratios provided are the funds' total annual operating expense ratios, gross of any fee waivers or expense reimbursements.

J.P. Morgan Retirement Plan Services LLC and its affiliates and agents may receive compensation with respect to plan investments, including, but not limited to, sub-transfer agent, recordkeeping, shareholder servicing, 12b-1 or other revenue-sharing fees.

Bond funds have the same interest rate, inflation, and credit risks that are associated with the underlying investments owned by the Fund. Interest rate risk means that as interest rates rise, the prices of bonds will generally fall, and vice versa. Inflation risk is the risk that the rate of return on an investment may not outpace the rate of inflation. Credit risk is the risk that issuers and counterparties will not make payments on securities and investments held by the Fund.

Securities rated below investment grade are called "High-yield bonds," "non-investment-grade bonds," "below investment-grade bonds" or "junk bonds." They generally are rated in the fifth or lower rating categories of Standard & Poor's and Moody's Investors Service. Although high yield bonds have higher return potential, they are also subject to greater risks, including the risk of default, when compared to higher-rated securities.

International investing involves a greater degree of risk and increased volatility. Changes in currency exchange rates and differences in accounting and taxation policies outside the U.S. can raise or lower returns. Also, some overseas markets may not be as politically and economically stable as the U.S. or other nations.

The risk of investing in foreign countries is heightened when investing in emerging markets. In addition, the small size of securities markets and the low trading volume may lead to a lack of liquidity, which leads to increased volatility. Also, emerging markets may not provide adequate legal protection for private or foreign investments or private property.

Small- and mid-capitalization funds typically carry more risk than stock funds investing in well-established "blue-chip" companies because smaller companies generally have a higher risk of failure. Historically, smaller companies' stock has experienced a greater degree of market volatility than the average stock.

Recordkeeping and administrative services for the plan are provided by Great-West Financial Retirement Plan Services, LLC (Great-West); **core securities, when offered, are offered through GWFS Equities, Inc. and/or other broker dealers. GWFS Equities, Inc., Member FINRA/SIPC, is a wholly owned subsidiary of Great-West Life & Annuity Insurance Company and an affiliate of Great-West Financial Retirement Plan Services, LLC.** Securities available through retirement brokerage services are offered through J.P. Morgan Securities LLC (JPMS), member FINRA/NYSE/SIPC. Additional information can be obtained by calling (800) 345-2345. JPMS and Great-West Financial Retirement Plan Services, LLC, are separate and unaffiliated.

NOT FDIC INSURED	No Bank Guarantee	May Lose Value
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J.P. Morgan Funds are distributed by JPMorgan Distribution Services, Inc., which is an affiliate of JPMorgan Chase & Co. Affiliates of JPMorgan Chase & Co. receive fees for providing various services to the funds. JPMorgan Distribution Services, Inc. is a member of FINRA/SIPC.

Certain underlying Funds of the JPMorgan SmartRetirement funds may have unique risks associated with investments in foreign/emerging market securities, and/or fixed income instruments. International investing involves increased risk and volatility due to currency exchange rate changes, political, social or economic instability, and accounting or other financial standards differences. Fixed income securities generally decline in price when interest rates rise. Real estate funds may be subject to a higher degree of market risk because of concentration in a specific industry, sector or geographical sector, including but not limited to, declines in the value of real estate, risk related to general and economic conditions, changes in the value of the underlying property owned by the trust and defaults by the borrower. The fund may invest in futures contracts and other derivatives. This may make the Fund more volatile. The gross expense ratio of the fund includes the estimated fees and expenses of the underlying funds. A fund of funds is normally best suited for long-term investors.

This material has been prepared for informational and educational purposes only. It is not intended to provide, and should not be relied upon for, investment, accounting, legal or tax advice.

Diversification does not assure a profit nor does it protect against loss of principal. Diversification among investment options and asset classes may help to reduce overall volatility.

Investment return and principal value of security investments will fluctuate. The value at the time of redemption may be more or less than original cost. Past performance is no guarantee of future results.

Participant Disclosure Notice

The following includes important information about your plan and the investments available through the plan. For additional information, access your account at:

Contact Information:

J.P. Morgan Retirement Plan Services

www.carolinashealthcare.org/retirement

800-345-2345 between 8 a.m. and 9 p.m. Eastern Time

800-345-1833 (TDD)

International: 847-857-3001

P.O. Box 419784

Kansas City, MO 64141-6784

Investment Choices

A list of the funds available in your plan is included in the Your Investment Choices section.

Making Investment Choices

You can select or change the investment of your existing account balance, the investment of future contributions, or both, at any time by accessing your account online or by phone using the contact information provided. Your exchange privileges are subject to the abusive trading policies of the underlying funds, as disclosed in the fund's prospectus or fact sheet.

Simply call J.P. Morgan Retirement Plan Services. Your order may require the plan trustee to actually buy or sell shares in the market. This transaction should take one day to settle.

Trade Control Policy

If you exchange any amount out of certain investment options, such as mutual funds, you will not be permitted to purchase shares of the same investment option through investment transfer activity for 30 calendar days. This restriction does not apply to investments made through your payroll contributions, loan repayments, employer contributions or rollover purchases.

JPMS Self-directed Brokerage Account

This option provides additional investment flexibility outside your plan's core investment lineup. Choose from a wide range of opportunities, including mutual funds, stocks, fixed-income investments and options (to the extent available through your plan). Some restrictions apply. If you participate in the brokerage option, additional fees and commissions may apply. More information is enclosed.

Fees and Expenses

Retirement plans have different types of fees and expenses. Please keep in mind that fees are subject to change.

The Carolinas HealthCare System 401(k) Retirement Savings Plan and ADVANTAGE Retirement Account Plan

Investment fees:

Each investment has a fee associated with it to cover the cost of managing the investments. The fee is generally taken as a percentage of money invested and is shown as a gross expense ratio. A gross expense ratio represents the total fees you may pay as an investor in that fund. It is shown as a percentage of assets in the fund and reduces the rate of return of the fund. For more information about investment fees and expenses, see the Your Investment Choices section or access your account.

Participant fees:

An individual participant fee is charged separately to the accounts of individuals who choose to take advantage of a particular plan service. The following list includes the participant fees and expenses that could be charged, based on your usage. Your quarterly account statement will show any participant fees charged to your account.

Administrative fees:

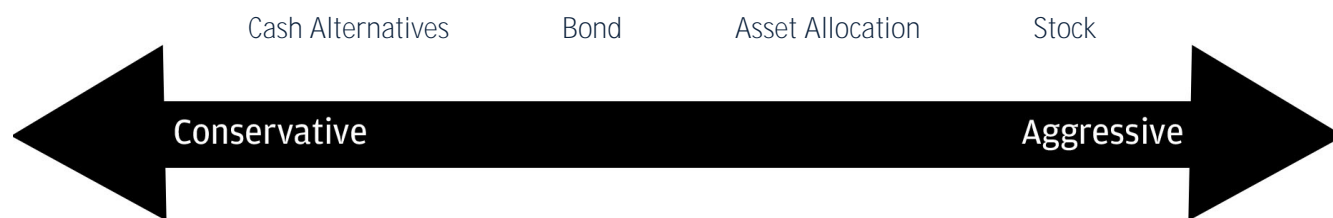
These fees cover the cost of administering and servicing the plan, which could include investment consulting, recordkeeping, auditing, legal and trustee/custodial expenses. Your quarterly account statement will show any administrative fees charged to your account.

Expenses associated with the administration of the plan will be paid out of participant accounts proportionately on a quarterly basis.

Participant Fees

Fee Type	Fee	Detail
ACH rejection	\$25.00	Fee for any automatic withdrawals from your bank account returned as unpaid
Brokerage	-	For details on brokerage related fees, see the enclosed Fee Schedule; fees will be reflected on your quarterly account statement and your brokerage statement
Overnight/express mail	\$25.00	Fee for each request for expedited delivery services
Qualified Domestic Relations Order	\$300.00	Fee to review a court-ordered domestic relations order

Your Investment Choices



The scale above provides a comparison of the risk and potential reward of the different types of investments offered in your plan. Generally, asset classes represented on the left side of the scale seek to protect principal investment. These more conservative investments, however, may not have the same potential for long-term growth as the other investment types offered in your plan. As you move toward the middle and to the right side of the scale, growth potential for the investment types increases, but so does the potential relative risk of the investments.

To help you understand your options, a glossary of investment terms is available at www.carolinashealthcare.org/retirement in the Education Center.

When choosing investments, it's important to consider what fits your personal situation, including:

- | | |
|--|---|
| When do you need the money (are you retiring soon, or years from now)? | One rule of thumb is to subtract your age from the number 110. The answer is an example percentage of stocks that could be represented in your portfolio. |
| How do you feel about risk? | How much up and down in your investments' performance can you tolerate? |
| How are the investments affected by performance and fees? | Fees and expenses are only one of several factors a participant should consider when making investment decisions. Fees and expenses are charged for managing the funds. Since there are different management styles, fees vary by investment and affect investment return. As a result, fees can substantially reduce the growth of your retirement savings. For an example of the long-term effect of fees and expenses, visit the Employee Benefit Security Administration's Web site at www.dol.gov/ebsa/publications/401k_employee.html . You may also want to think about whether an investment in a particular option, along with your other investments, will help you achieve your financial goals. |

The following section lists the investment options available through your plan and includes information about performance, fees, expenses and any applicable restrictions. Additional information is available online at www.carolinashealthcare.org/retirement. To request paper copies of information available online, free of charge, contact J.P. Morgan Retirement Plan Services at 800-345-2345 or P.O. Box 419784, Kansas City, MO 64141-6784.

The performance data contained herein represents past performance and does not guarantee future results. Investment return and principal value of an investment will fluctuate so that shares or units when redeemed may be worth less than their original cost. Historical performance included is illustrated net of any fund management fees. Current performance may be lower or higher than the return data quoted herein. For more current fund performance, including the most recent completed calendar month, please call 800-345-2345. The TTY number for those with a hearing impairment is 800-345-1833.

Asset Category

Asset Class

Average Annual Returns (%) as of
December 31, 2013

Investment Name Benchmark	Ticker	1 Year	3 Years	5 Years	10 Years/ Since Inception*	Inception Date	Gross Expense Ratio (%)**	Gross Expense Per \$1,000
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CASH ALTERNATIVES

Money Market

Wells Fargo Advantage Government Money Market-Inst <i>Citi Treasury Bill 3 Mon</i>	GVIXX	0.02 0.06	0.02 0.07	0.05 0.10	1.66 1.59	7/28/2003	.22	\$2.20
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BONDS

Intermediate-Term Bond

Vanguard Total Bond Market Index-Inst <i>BarCap US Agg Bond</i>	VBPIX	-2.14 -2.03	3.18 3.27	4.43 4.45	4.57 4.55	9/18/1995	.07	\$0.70
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Intermediate-Term Bond

PIMCO Total Return-Inst <i>BarCap US Agg Bond</i>	PTTRX	-1.93 -2.03	4.09 3.27	6.92 4.45	6.04 4.55	5/11/1987	.46	\$4.60
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ASSET ALLOCATION

Retirement Income

Target date retirement funds are made up of multiple asset classes. They are professionally managed and offer a diversified investment in a single fund. These funds are meant to align with an expected retirement date. The funds will become increasingly more conservative as the target retirement date approaches. Participants may choose to invest in any of the other target retirement funds or any other investments in the lineup. As with all investments, the principal value of the fund(s) is not guaranteed at any time, including at the target date.

JPMorgan SmartRetirement Income-Inst <i>S&P Target Date Retirement Inc</i>	JSIIX	7.92 6.55	6.38 6.18	10.27 7.89	5.66 5.11	5/15/2006	.71	\$7.10
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Target Date

JPMorgan SmartRetirement 2015-Inst <i>S&P Target Date 2015</i>	JSFIX	10.48 12.44	7.66 8.18	12.50 10.83	5.86 5.88	5/15/2006	.76	\$7.60
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Target Date

JPMorgan SmartRetirement 2020-Inst <i>S&P Target Date 2020</i>	JTTIX	13.78 15.05	8.97 9.04	14.00 12.04	6.30 6.12	5/15/2006	.80	\$8.00
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Target Date

JPMorgan SmartRetirement 2025-Inst <i>S&P Target Date 2025</i>	JNSIX	17.07 17.33	9.89 9.78	15.09 13.06	5.68 5.05	7/31/2007	.84	\$8.40
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Asset Category

Asset Class

Average Annual Returns (%) as of
December 31, 2013

Investment Name Benchmark Target Date	Ticker	1 Year	3 Years	5 Years	10 Years/ Since Inception*	Inception Date	Gross Expense Ratio (%)**	Gross Expense Per \$1,000
JPMorgan SmartRetirement 2030-Inst S&P Target Date 2030	JSMIX	19.95 19.44	10.52 10.41	15.91 13.89	6.72 6.34	5/15/2006	.88	\$8.80
<i>Target Date</i>								
JPMorgan SmartRetirement 2035-Inst S&P Target Date 2035	SRJIX	22.19 21.15	11.25 10.95	16.60 14.56	5.92 4.96	7/31/2007	.92	\$9.20
<i>Target Date</i>								
JPMorgan SmartRetirement 2040-Inst S&P Target Date 2040	SMTIX	23.02 22.41	11.48 11.35	16.73 15.06	7.04 6.45	5/15/2006	.95	\$9.50
<i>Target Date</i>								
JPMorgan SmartRetirement 2045-Inst S&P Target Date 2045	JSAIX	23.02 23.45	11.55 11.66	16.79 15.38	6.24 4.87	7/31/2007	.98	\$9.80
<i>Target Date</i>								
JPMorgan SmartRetirement 2050-Inst S&P Target Date 2045	JTSIX	23.02 23.45	11.51 11.66	16.79 15.38	6.27 4.87	7/31/2007	1.01	\$10.10
<i>Target Date</i>								
JPMorgan SmartRetirement 2055-Inst S&P Target Date 2050+	JFFIX	23.10 24.45	-- --	-- --	18.02 17.94	1/31/2012	1.06	\$10.60
<i>World Allocation</i>								
PIMCO All Asset-Inst BarCap US Trsy Infln Nt 1-10 Y	PAAIX	0.77 -5.59	6.03 2.61	10.76 4.96	6.74 4.38	7/31/2002	.99	\$9.90

STOCKS

Large Value

American Beacon Large Cap Value-Inst Russell 1000 Value	AADEX	34.94 32.53	16.21 16.07	18.05 16.67	8.40 7.59	7/17/1987	.60	\$6.00
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Asset Category

Asset Class

Average Annual Returns (%) as of
December 31, 2013

Investment Name Benchmark	Ticker	1 Year	3 Years	5 Years	10 Years/ Since Inception*	Inception Date	Gross Expense Ratio (%)**	Gross Expense Per \$1,000
<i>Large Blend</i>								
Vanguard Total Stock Market Index-Inst	VITSX	33.50	16.26	18.87	8.13	7/7/1997	.04	\$0.40
<i>DJ US Total Stock Market</i>		33.47	16.23	18.86	8.10			
<i>Large Growth</i>								
American Century Growth-Inst	TWGIX	29.63	13.69	18.66	8.13	6/16/1997	.77	\$7.70
<i>Russell 1000 Growth</i>		33.49	16.46	20.39	7.83			
<i>Mid-Cap Blend</i>								
Columbia Mid Cap Index-R5	CPXRX	33.35	--	--	34.77	11/9/2012	.28	\$2.80
<i>S&P MidCap 400</i>		33.51	--	--	33.20			
<i>Small Blend</i>								
Goldman Sachs Small Cap Value-Inst	GSSIX	38.82	17.71	21.48	10.31	8/15/1997	1.02	\$10.20
<i>Russell 2000 Value</i>		34.53	14.49	17.64	8.61			
<i>Small Growth</i>								
Eagle Small Cap Growth-Inst	HSIIX	34.52	14.89	22.65	11.19	6/27/2006	.78	\$7.80
<i>Russell 2000 Growth</i>		43.31	16.83	22.58	9.28			
<i>Foreign Large Blend</i>								
Dodge & Cox International Stock	DODFX	26.32	8.71	16.59	9.77	5/1/2001	.64	\$6.40
<i>MSCI EAFE NR</i>		22.78	8.17	12.44	6.92			
<i>Foreign Large Blend</i>								
American Funds EuroPacific Growth-R6	RERGX	20.58	7.74	--	14.37	5/1/2009	.50	\$5.00
<i>MSCI AC World Ex USA GR</i>		15.79	5.62	--	13.93			
<i>Foreign Small/Mid Blend</i>								
DFA International Small Company-Inst	DFISX	27.45	8.65	17.67	10.31	9/30/1996	.56	\$5.60
<i>MSCI World Ex USA Small Cap NR</i>		25.56	7.49	18.46	9.24			

For more complete information about any of the mutual funds available within the retirement plan, please call 800-345-2345. The TTY number for those with a hearing impairment is 800-345-1833. Investors should carefully consider the investment objectives, risks, charges and expenses of the fund. Please carefully read the prospectus which contains this and other important information before you invest or send money.

An investment in a money market fund is not insured or guaranteed by the FDIC or any other government agency. Although money market funds strive to preserve the value of the investment at \$1.00 per share, it is possible to lose money by investing in a money market fund.

*10 year performance is shown unless the life of the fund is less than 10 years in which case inception-to-date performance is provided.

**Expense ratios provided are the funds' total annual operating expense ratios, gross of any fee waivers or expense reimbursement.

Investments in the funds are not deposits of, or guaranteed or endorsed by J.P. Morgan Chase. The shares are not insured by the FDIC, Federal Reserve Board or any other government agency. Investments in funds involve risk, including possible loss of the principal amount invested. Returns and share prices will fluctuate, and redemption value may be more or less than original cost.

J.P. Morgan Funds are distributed by JPMorgan Distribution Services, Inc., which is an affiliate of JPMorgan Chase & Co. Affiliates of JPMorgan Chase & Co. receive fees for providing various services to the funds. JPMorgan Distribution Services, Inc. is a member of FINRA/SIPC.

J.P. Morgan Retirement Plan Services LLC and its affiliates and agents may receive compensation with respect to plan investments, including, but not limited to, sub-transfer agent, recordkeeping, shareholder servicing, 12b-1 or other revenue-sharing fees.

Investment return and principal value of security investments will fluctuate. The value at the time of redemption may be more or less than original cost. Past performance is no guarantee of future results.

There is no guarantee that companies that can issue dividends will declare, continue to pay, or increase dividends.

Bond funds have the same interest rate, inflation, and credit risks that are associated with the underlying investments owned by the Fund. Interest rate risk means that as interest rates rise, the prices of bonds will generally fall, and vice versa. Inflation risk is the risk that the rate of return on an investment may not outpace the rate of inflation. Credit risk is the risk that issuers and counterparties will not make payments on securities and investments held by the Fund.

Securities rated below investment grade are called "High-yield bonds", "non-investment-grade bonds", "below investment-grade bonds" or "junk bonds". They generally are rated in the fifth or lower rating categories of Standard & Poor's and Moody's Investors Service. Although high yield bonds have higher return potential, they are also subject to greater risks, including the risk of default, when compared to higher-rated securities.

Certain underlying funds invest in inflation protected bonds ("TIPS"). Unlike conventional bonds, the principal or interest of TIPS is adjusted periodically to a specified rate of inflation (e.g., Consumer Price Index for all Urban Consumers [CPI-U]). There can be no assurance that the inflation index used will accurately measure the actual rate of inflation.

Certain underlying funds of the JPMorgan SmartRetirement model portfolios may have unique risks associated with investments in foreign/emerging market securities, and/or fixed income instruments. International investing involves increased risk and volatility due to currency exchange rate changes, political, social or economic instability, and accounting or other financial standards differences. Fixed income securities generally decline in price when interest rates rise. Real estate funds may be subject to a higher degree of market risk because of concentration in a specific industry, sector or geographical sector, including but not limited to, declines in the value of real estate, risk related to general and economic conditions, changes in the value of the underlying property owned by the trust and defaults by the borrower. The fund may invest in futures contracts and other derivatives. This may make the fund more volatile. The gross expense ratio of the fund includes the estimated fees and expenses of the underlying funds. A fund of funds is normally best suited for long-term investors.

Small- and mid-capitalization funds typically carry more risk than stock funds investing in well-established "blue-chip" companies because smaller companies generally have a higher risk of failure. Historically, smaller companies' stock has experienced a greater degree of market volatility than the average stock.

The risk of investing in foreign countries is heightened when investing in emerging markets. In addition, the small size of securities markets and the low trading volume may lead to a lack of liquidity, which leads to increased volatility. Also, emerging markets may not provide adequate legal protection for private or foreign investments or private property.

International investing involves a greater degree of risk and increased volatility. Changes in currency exchange rates and differences in accounting and taxation policies outside the U.S. can raise or lower returns. Also, some overseas markets may not be as politically and economically stable as the U.S. or other nations.

Natural resources investing may be subject to a higher degree of market risk because of concentration in a specific industry, sector or geographical sector. The natural resources industries can be significantly affected by events relating to international political and economic developments, energy conservation, the success of exploration projects, commodity prices, and tax and other government regulations.

REIT funds may be subject to a higher degree of market risk because of concentration in a specific industry, sector or geographic sector. REIT funds may be subject to risks including, but not limited to, declines in the value of real estate, risks related to general and economic conditions, changes in the value of the underlying property owned by the trust and defaults by borrowers.

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*Recordkeeping and administrative services for the plan are provided by Great-West Financial Retirement Plan Services, LLC (Great-West); **core securities, when offered, are offered through GWFS Equities, Inc. and/or other broker dealers. GWFS Equities, Inc., Member FINRA/SIPC, is a wholly owned subsidiary of Great-West Life & Annuity Insurance Company and an affiliate of Great-West Financial Retirement Plan Services, LLC.***

DC-CSA-115-1403

J.P. Morgan Securities LLC Self-Directed Brokerage Account Profile

A Retirement Brokerage Services self-directed brokerage account (SDA) with J.P. Morgan Securities LLC (JPMS) complements the investment choices offered by your retirement plan. This profile outlines the features that are specific to your employer's plan.

Investment choices

Mutual funds - Select from more than 16,000 mutual funds, including over 5,000 no load and no transaction fee (NTF) funds.

- Equities. Invest directly in publicly traded companies and securities.
- Fixed-income securities - Choose from a broad range of Treasuries, agency and corporate bonds.

Restrictions

The following investments/transactions are not available in your SDA:

- Annuities
- Collectibles
- Commodities
- Currencies
- Futures
- Life insurance policies
- Margin trading
- Non-exchange traded limited partnerships
- Options
- Penny stocks (stocks below \$1)
- Physical assets (e.g., art, real estate)
- Precious metals
- Short sales

Funding your SDA

Once your SDA has been established, you will need to fund it by transferring monies from your plan's core investments. You can also direct a percentage of your plan contributions to your SDA.

- Lump sum transfers cannot exceed 100% of your current account balance.
- A minimum transfer amount of \$1,000 applies to initial and subsequent transfers.

Managing Your SDA

You have several options for managing your SDA – online, through our automated phone system or by calling a representative.

Manage your SDA online by logging on to Chase Online

You may access Chase Online via the link on your retirement plan's website, or log on directly at retirementbrokerage.com. The first time you visit, you will be asked to create a unique user ID and password, and provide information that allows you to be authenticated as a user.

Brokerage by Phone gives you another way to obtain information about your balance and holdings. Simply use any touch-tone phone to access your account and market information, obtain real-time quotes and even place trade orders.

Before accessing Brokerage by Phone for the first time, you will need to obtain your User ID and PIN from the SDA Service Center. Once you have your User ID and PIN, call 800-776-6061, choose Brokerage by Phone from the main menu and enter or speak your User ID and PIN.

For additional assistance, please contact the SDA Service Center at 800-776-6061 between 8 a.m. and 7 p.m. Eastern time, Monday through Friday.

Investors should carefully consider the investment objectives and risks, as well as charges and expenses of the mutual fund before investing. To obtain a prospectus, visit the fund company's website. The prospectus contains this and other information about the mutual fund. Read the prospectus carefully before investing.

An investment in a money market fund is not insured or guaranteed by the Federal Deposit Insurance Corporation or any other governmental agency. Although the 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.

Please be aware that certain NTF funds may be subject to separate and additional redemption fees imposed by the particular fund. Refer to that fund's current prospectus for details.

Any fixed-income security sold prior to maturity may be subject to a substantial gain or loss. Treasury securities are backed by the full faith and credit of the U.S. government for the prompt payment of interest and principal at maturity.

System availability and response times may vary due to market volatility, system performance or other factors.

Real-time quotes are available when the markets are open. Trades placed when the markets are closed will be submitted during the next trading session when the markets are open.

Recordkeeping and administrative services for the plan are provided by Great-West Financial Retirement Plan Services, LLC (Great-West); core securities, when offered, are offered through GWFS Equities, Inc. and/or other broker dealers. GWFS Equities, Inc., Member FINRA/SIPC, is a wholly owned subsidiary of Great-West Life & Annuity Insurance Company and an affiliate of Great-West Financial Retirement Plan Services, LLC. Securities available through retirement brokerage services are offered through J.P. Morgan Securities LLC (JPMS), member FINRA/NYSE/SIPC. Additional information can be obtained by calling (800) 345-2345. JPMS and Great-West Financial Retirement Plan Services, LLC, are separate and unaffiliated.

NOT FDIC INSURED	NO BANK GUARANTEE	MAY LOSE VALUE
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J.P. Morgan Securities LLC

Self-Directed Brokerage Account Fee-Schedule

Please read carefully

This schedule contains information about the fees and charges that apply to your account and your transactions. Please note that fees and other information are subject to change without notice.

Equities	Electronic*	JPMS Broker Assisted
Market, Limit, Stop and Stop-Limit Orders	\$9.99 per trade for up to 1,000 shares plus \$.02 for each share thereafter	\$55.00 per trade for the first 1,000 shares plus \$.02 for each share thereafter
Mutual Funds	Electronic*	JPMS Broker Assisted
Load Funds^	No transaction fee charged (buy) \$24.95 per trade (sell or exchange)	No transaction fee charged (buy) \$34.95 per trade (sell or exchange)
No Load Funds^	\$24.95 per trade (buy, sell or exchange)	\$34.95 per trade (buy, sell or exchange)
No Transaction Fee (NTF) Funds+	No transaction fee charged	No transaction fee charged
Fixed Income	Electronic*	JPMS Broker Assisted
Municipal, Corporate & Agency Bonds, New Issues	Not applicable	\$4.00 per bonds 1-50, plus \$3.00 per bond thereafter (\$45 minimum)
Treasury Auctions: Bills, Bonds, Notes, Strips	Not applicable	\$50 per trade
Certificate of Deposit (CDs)	Not applicable	No commission
Annual Account Fees	Fee	
Maintenance Fee	No maintenance fee charged	

JPMS Self-directed Brokerage Account Services	
Account Transfers Outgoing	\$50 per account
Customer Name Safekeeping	\$4 per certificate, monthly
Foreign Equities Surcharge	\$25 per trade
Foreign Fixed Income Surcharge	\$40 per trade
Legal Returns	\$25 per item
Legal Transfers	\$25 per item
Prime Brokerage	\$10 per transaction
Re-organization - Mandatory	\$25 per event
Re-organization - Voluntary	\$40 per event
Statement Copies	\$6 per statement
Wire Transfers (domestic and foreign)	\$30 per wire

^Investors should carefully consider the investment objectives and risks, as well as charges and expenses of the mutual fund before investing. To obtain a prospectus, visit the fund company's website. The prospectus contains this and other information about the mutual fund. Read the prospectus carefully before investing.

**Definition of Electronic Trades: Trades placed through one of our electronic channels, including online (Chase Online) and our automated phone services (Brokerage by Phone). Certain securities may not be available through all electronic trading channels.*

+Please be aware that certain no transaction fee funds may be subject to separate and additional redemption fees imposed by the particular fund. Refer to the Fund's prospectus for details.

Annual maintenance fees are assessed to any open account as of September 30th of the previous year. The fee will be automatically charged to the sweep fund in your self-directed brokerage account (SDA) in the 1st quarter of every year. If you have insufficient funds, money may be transferred from your plan's asset class and target date funds investments to your SDA to execute trades or cover outstanding debit balances. JPMS may also liquidate your most recent purchase in order to cover any outstanding debit balances in the SDA's money market sweep fund. Broker-assisted commissions will apply and you will be responsible for any losses incurred.

Foreign bonds are subject to additional costs for foreign currency translation, foreign clearing charges and safekeeping fees.

Recordkeeping and administrative services for the plan are provided by Great-West Financial Retirement Plan Services, LLC (Great-West); core securities, when offered, are offered through GWFS Equities, Inc. and/or other broker dealers. GWFS Equities, Inc., Member FINRA/SIPC, is a wholly owned subsidiary of Great-West Life & Annuity Insurance Company and an affiliate of Great-West Financial Retirement Plan Services, LLC. Securities available through retirement brokerage services are offered through J.P. Morgan Securities LLC (JPMS), member FINRA/NYSE/SIPC. Additional information can be obtained by calling (800) 345-2345. JPMS and Great-West Financial Retirement Plan Services, LLC, are separate and unaffiliated.

NOT FDIC INSURED	NO BANK GUARANTEE	MAY LOSE VALUE
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Rollover Application

Plan-161740
TT/ROLLIN
 For JPM use only

3 Your Investment Choices

You must indicate below how you want your **Rollover contributions** invested. Choose one or any combination of the choices below. The percentages must be whole numbers, not fractions, and total 100%. You can create your own portfolio from **any combination** of the available funds.

Investment Options	All Contributions	Investment Options	All Contributions
Cash Alternatives			
Wells Fargo Advantage Government Money Market-Inst	□ □ □ %	JPMorgan SmartRetirement 2050-Inst	□ □ □ %
Bonds		JPMorgan SmartRetirement 2055-Inst	□ □ □ %
Vanguard Total Bond Market Index-Inst	□ □ □ %	PIMCO All Asset-Inst	□ □ □ %
PIMCO Total Return-Inst	□ □ □ %	Stocks	
Asset Allocation		American Beacon Large Cap Value-Inst	□ □ □ %
JPMorgan SmartRetirement Income-Inst	□ □ □ %	Vanguard Total Stock Market Index-Inst	□ □ □ %
JPMorgan SmartRetirement 2015-Inst	□ □ □ %	American Century Growth-Inst	□ □ □ %
JPMorgan SmartRetirement 2020-Inst	□ □ □ %	Columbia Mid Cap Index-RS	□ □ □ %
JPMorgan SmartRetirement 2025-Inst	□ □ □ %	Goldman Sachs Small Cap Value-Inst	□ □ □ %
JPMorgan SmartRetirement 2030-Inst	□ □ □ %	Eagle Small Cap Growth-Inst	□ □ □ %
JPMorgan SmartRetirement 2035-Inst	□ □ □ %	Dodge & Cox International Stock	□ □ □ %
JPMorgan SmartRetirement 2040-Inst	□ □ □ %	American Funds EuroPacific Growth-R6	□ □ □ %
JPMorgan SmartRetirement 2045-Inst	□ □ □ %	DFA International Small Company-Inst	□ □ □ %
			<hr/> 100%

Check instructions

The check for your rollover must be a certified check or cashier's check, or a check drawn on a financial institution. Write the last 4 digits of your Social Security number on the check. The check should be made payable as follows:

Trustee for The Carolinas HealthCare System 401(k) Retirement Savings Plan FBO (print your name)

Send your check, Rollover Application and Rollover Certification to:

J.P. Morgan
 P.O. Box 419784
 Kansas City, MO 64141-6784.

Rollover Application

You may also send them by overnight mail to the following address:

J.P. Morgan Retirement Plan Services
11500 Outlook Street
Overland Park, KS 66211-1804.

Call J.P. Morgan at **800-345-2345** if you have questions about this process. Representatives are available to help you weekdays between 8 a.m. and 9 p.m. Eastern Time. The TTY number for those with a hearing impairment is 800-345-1833.

Visit us at www.carolinashealthcare.org/retirement.

4 Your Signature

I certify that the information provided above is accurate. I understand that I am permitted to direct the investment of my accounts in the plan. I acknowledge that I have received and reviewed the information in my rollover kit about my investment choices and have had an opportunity to freely choose how my accounts are invested. I understand and agree that my employer and other plan fiduciaries will not be liable for the results of my investment directions. **All funds rolled into The Carolinas HealthCare System 401(k) Retirement Savings Plan are subject to the terms of The Carolinas HealthCare System 401(k) Retirement Savings Plan.**

X

Your Signature

/ /

Date (mm/dd/yyyy)

For more complete information about any of the mutual funds available within the retirement plan, please call 800-345-2345. Investors should carefully consider the investment objectives, risks, charges and expenses of the fund. Please carefully read the prospectus, which contains this and other important information, before you invest or send money.

An investment in a money market fund is not insured or guaranteed by the FDIC or any other government agency. Although money market funds strive to preserve the value of the investment at \$1.00 per share, it is possible to lose money by investing in a money market fund.

Recordkeeping and administrative services for the plan are provided by Great-West Financial Retirement Plan Services, LLC (Great-West); core securities, when offered, are offered through GWFS Equities, Inc. and/or other broker dealers. GWFS Equities, Inc., Member FINRA/SIPC, is a wholly owned subsidiary of Great-West Life & Annuity Insurance Company and an affiliate of Great-West Financial Retirement Plan Services, LLC.

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Rollover Certification

Rollover Information (continued)

B - Certification of Rollover from Another Plan within 60 Days of Distribution

You, the participant, must complete this section.

I certify that all funds being rolled over were received in a distribution within the last 60 days from the plan identified below. None of the funds are after-tax amounts.

Distributing plan:
Name of employer

Plan name

Please check plan type: 401(a)/401(k) 403(b) 457(b)

I have documentation that can prove each of these statements and agree to provide this documentation to the plan upon request. I understand that the plan will rely on the truth of these certifications and that if any of these certifications are false, there may be severe financial consequences to me and to the plan. In consideration for the acceptance of my rollover contribution, I agree to be financially responsible for these consequences.

X _____
Participant's signature

/ /
Date (mm/dd/yyyy)

C - Certification of Rollover From Your IRA

You, the participant, must complete this section.

I certify that all funds this plan will receive are from an IRA account and are eligible for rollover to this plan. I specifically certify that (check one or both):

- Rollover IRA:** The only contribution made to my rollover IRA was an eligible rollover distribution from a retirement plan maintained by my prior employer.
- Traditional IRA:** The only money being rolled over is from deductible IRA contributions and their earnings. No non-deductible contributions or amounts attributable to Roth IRAs are included.

To the best of my knowledge, my IRA is qualified under Section 408 of the tax code.

I have documentation that can prove each of these statements and agree to provide this documentation to the plan upon request.

I understand that the plan will rely on the truth of these certifications and that if any of these certifications are false, there may be severe financial consequences to me and to the plan. In consideration for the acceptance of my rollover contribution from my rollover IRA or traditional IRA, I agree to be financially responsible for these consequences.

X _____
Participant's signature

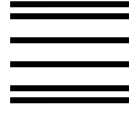
/ /
Date (mm/dd/yyyy)

3 Where to Send Your Form

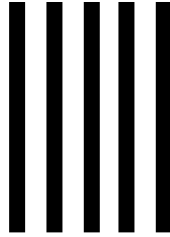
Once you receive this completed form from your prior plan administrator, return it with the check and your completed rollover application to

J.P. Morgan Retirement Plan Services,
P.O. Box 419784, Kansas City, MO 64141-6784.

Detach this envelope and enclose your Retirement Forms today!



NO POSTAGE
NECESSARY
IF MAILED
IN THE
UNITED STATES



BUSINESS REPLY MAIL
FIRST-CLASS MAIL PERMIT NO. 314 KANSAS CITY, MO

POSTAGE WILL BE PAID BY ADDRESSEE

J.P. MORGAN RETIREMENT PLAN SERVICES LLC
P.O. BOX 419784
KANSAS CITY MO 64179-0654



Default Investment Notice

Default investment

If you participate in any of the Carolinas HealthCare System retirement plans, you have the right to elect in which of the available investment options any contributions made to the plan on your behalf are invested. These contributions may be employer contributions or your own contributions. If you fail to make an investment election, the plans have designated a default investment option in which such contributions will be invested. These contributions and any associated earnings will generally remain in the default investment option until you elect to transfer them to another investment option. Your plan contributions may be in the default investment if you were automatically enrolled through the plan's automatic enrollment feature. Read the enclosed Notice of Automatic Enrollment for more information on this feature.

The default investment option uses generally accepted investment theories and is intended to be diversified among both stocks (equities) and fixed-income investments. Because you have an option to make an investment election, your employer and other plan fiduciaries are protected from liability for placing your contributions in the default fund if you do not make an investment election. This notice is to inform you of your rights as a participant to make another investment election.

The default investment is a target retirement date asset allocation fund. See the fund's investment objective, risk and return characteristics and fees and expenses below. Based on your age, you can identify which fund is your default investment fund in the chart below.

Birth Year Range	Fund Name	Gross Expense Ratio %
December 31, 1948 and earlier	JPMorgan SmartRetirement Income-Inst	0.75%
January 1, 1949 - December 31, 1953	JPMorgan SmartRetirement 2015-Inst	0.80%
January 1, 1954 - December 31, 1958	JPMorgan SmartRetirement 2020-Inst	0.84%
January 1, 1959 - December 31, 1963	JPMorgan SmartRetirement 2025-Inst	0.88%
January 1, 1964 - December 31, 1968	JPMorgan SmartRetirement 2030-Inst	0.92%
January 1, 1969 - December 31, 1973	JPMorgan SmartRetirement 2035-Inst	0.96%
January 1, 1974 - December 31, 1978	JPMorgan SmartRetirement 2040-Inst	0.99%
January 1, 1979 - December 31, 1983	JPMorgan SmartRetirement 2045-Inst	1.01%
January 1, 1984 - December 31, 1988	JPMorgan SmartRetirement 2050-Inst	1.03%
January 1, 1989 and later	JPMorgan SmartRetirement 2055-Inst	0.99%

Investment objective

The funds are target retirement date funds geared toward investors who plan to begin withdrawing their retirement money in or around the year designated in the name of the retirement fund. Each dated fund is designed to have an investment risk that is appropriate for a person retiring around that date. Generally, the asset allocation of each fund will change on an annual basis with the asset allocation becoming more conservative as the fund nears the target retirement date. Each dated fund is a diversified portfolio, investing in a mixture of stocks, bonds and capital preservation investments. The dated funds seek total return based on the target date, with a shift to current income and some capital appreciation over time as the funds approach and pass the target retirement dates.

Participants may choose to invest in any of the target retirement funds or any other investments in the lineup. As with all investments, the principal value of the fund(s) is not guaranteed at any time, including at the target date.

Risk and return characteristics

Generally, funds with target retirement dates further into the future will hold more stock investments versus capital preservation investments. Stock investments may experience greater volatility in the short term compared with bonds or capital preservation investments, but they have the potential for higher returns over the long term.

More information about your investment choices

As noted, you have the right to choose where your contributions will be invested. In addition to or instead of the default investment, you can choose any investment or combination of investments offered in the plans. This right exists at the time contributions are made to the plans on your behalf or at any later date.

For instance, if you let your contributions be deposited into the default investment, you may choose to transfer all or any portion of your balance out of that investment at a later date, or choose to have your future contributions invested in a different investment option.

Important note for Terminated/Rehired Employees: Your investment elections for this plan will remain active for approximately two years even if you no longer have a balance in the plan. If you are rehired within that two-year period, your previous investment elections will still be valid and apply to any new contributions unless you set up new investment elections.

Before you invest in a fund or transfer out of a fund, carefully read the fund information on www.carolinashealthcare.org/retirement, or request the fund information from J.P. Morgan Retirement Plan Services at 800-345-2345. Some funds may have redemption fees or other restrictions associated with transfers out of the fund. No such restrictions are generally applied during the first 90 days from the date your first contributions are defaulted into the fund.

Additional information

If you have questions about any of the investments available in your plans, call J.P. Morgan at 800-345-2345. Representatives are available weekdays between 8 a.m. and 9 p.m. Eastern time. The TDD number for those with a hearing impairment is 800-345-1833. You also can get additional information at www.carolinashealthcare.org/retirement.

For complete information about any of the mutual funds available within the retirement plan, please call 800-345-2345. Investors should carefully consider the investment objectives, risks, charges and expenses of the fund. Please carefully read the prospectus, which contains this and other important information, before you invest or send money.

Expense ratios provided are the funds' total annual operating expense ratios, gross of any fee waivers or expense reimbursements.

Certain underlying Funds of the JPMorgan SmartRetirement funds may have unique risks associated with investments in foreign/emerging market securities, and/or fixed income instruments. International investing involves increased risk and volatility due to currency exchange rate changes, political, social or economic instability, and accounting or other financial standards differences. Fixed income securities generally decline in price when interest rates rise. Real estate funds may be subject to a higher degree of market risk because of concentration in a specific industry, sector or geographical sector, including but not limited to, declines in the value of real estate, risk related to general and economic conditions, changes in the value of the underlying property owned by the trust and defaults by the borrower. The fund may invest in futures contracts and other derivatives. This may make the Fund more volatile. The gross expense ratio of the fund includes the estimated fees and expenses of the underlying funds. A fund of funds is normally best suited for long-term investors.

J.P. Morgan Funds are distributed by JPMorgan Distribution Services, Inc., which is an affiliate of JPMorgan Chase & Co. Affiliates of JPMorgan Chase & Co. receive fees for providing various services to the funds. JPMorgan Distribution Services, Inc. is a member of FINRA/SIPC.

J.P. Morgan Retirement Plan Services LLC and its affiliates and agents may receive compensation with respect to plan investments, including, but not limited to, sub-transfer agent, recordkeeping, shareholder servicing, 12b-1 or other revenue-sharing fees.

Notice of Automatic Enrollment

The Carolinas HealthCare System 401(k) Retirement Savings Plan includes an automatic enrollment feature that makes it easy for you to participate in the Plan. This notice describes your rights related to the Plan's automatic enrollment feature.

Contributions

When you are hired, you receive this notice prior to or upon your eligibility to participate in the Plan and on an annual basis thereafter. You are automatically enrolled at a pretax contribution rate of **3%** of your eligible pay unless you elect not to participate or you elect to contribute at a different rate. Review your Summary Plan Description (SPD) for a definition of eligible pay. If you do not elect another deferral rate, the automatic 3% payroll deduction will increase by one percentage point each year. This increase will continue until you reach a 6% contribution rate or you elect another deferral percentage. You will be notified of these automatic increases.

Your pretax contributions to the plan are taken out of your pay and are not subject to federal income tax at that time. Instead, they are contributed to your plan account and can grow over time with earnings. Your pretax contributions will be subject to income tax only when withdrawn. This helpful tax rule is a reason to save for retirement through the Plan.

Although you are automatically enrolled at the Plan's default contribution rate, you have the right to contribute more, less or nothing to the Plan. (There are limits, however, on the maximum you may contribute to the Plan.) To change your contribution rate or stop making contributions, log on to www.carolinashealthcare.org/retirement or call J.P. Morgan Retirement Plan Services at **800-345-2345**. The Web site is available 24 hours a day, seven days a week. Representatives are available to take your call weekdays between 8 a.m. and 9 p.m. Eastern time.

Investments

The plan lets you invest your account in a number of different funds. If you have not made investment elections, your contributions are invested in the Plan's default fund, JPMorgan SmartRetirement model portfolios. The Plan's default fund is a target retirement date asset allocation fund. Based on your age, you can identify which fund was chosen as your default investment fund in the chart below, and also see the fund's expenses. Refer to the enclosed Default Investment Notice for more details about the default fund and how to change your investments.

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Important note for Terminated/Rehired Employees: Your investment elections for this plan will remain active for approximately two years even if you no longer have a balance in the plan. If you are rehired within that two-year period, your previous investment elections will still be valid and apply to any new contributions unless you set up new investment elections.

Withdrawals

While your own contributions are always 100% vested, there are limits on when you may withdraw them. These limits may be important to you in deciding how much, if any, to contribute to the Plan. Generally you may only withdraw vested money after you leave the Company; however, you should read your SPD for other events that may allow you to withdraw your account balance. There is generally an extra 10% tax on distributions taken before age 59½. Your beneficiary will receive any vested amount remaining in your account when you die.

Additional information

To change your contribution rate, stop making contributions, receive a copy of the Plan's SPD (or get instructions on how to get the SPD), log on to www.carolinashhealthcare.org/retirement or call J.P. Morgan at **800-345-2345**. Representatives are available weekdays between 8 a.m. and 9 p.m. Eastern time. The TDD number for those with a hearing impairment is 800-345-1833.

For more complete information about any of the mutual funds available within the retirement plan, please call 800-345-2345. Investors should carefully consider the investment objectives, risks, charges and expenses of the fund. Please carefully read the prospectus, which contains this and other important information, before you invest or send money.

Expense ratios provided are the funds' total annual operating expense ratios, gross of any fee waivers or expense reimbursements.

Certain underlying Funds of the JPMorgan SmartRetirement funds may have unique risks associated with investments in foreign/emerging market securities, and/or fixed income instruments. International investing involves increased risk and volatility due to currency exchange rate changes, political, social or economic instability, and accounting or other financial standards differences. Fixed income securities generally decline in price when interest rates rise. Real estate funds may be subject to a higher degree of market risk because of concentration in a specific industry, sector or geographical sector, including but not limited to, declines in the value of real estate, risk related to general and economic conditions, changes in the value of the underlying property owned by the trust and defaults by the borrower. The fund may invest in futures contracts and other derivatives. This may make the Fund more volatile. The gross expense ratio of the fund includes the estimated fees and expenses of the underlying funds. A fund of funds is normally best suited for long-term investors.

J.P. Morgan Retirement Plan Services LLC and its affiliates and agents may receive compensation with respect to plan investments, including, but not limited to, sub-transfer agent, recordkeeping, shareholder servicing, 12b-1 or other revenue-sharing fees.

J.P. Morgan Funds are distributed by JPMorgan Distribution Services, Inc., which is an affiliate of JPMorgan Chase & Co. Affiliates of JP Morgan Chase & Co. receive fees for providing various services to the funds. JPMorgan Distribution Services, Inc. is a member of FINRA/SIPC.

EVERYTHING IS ALL IN ONE PLACE

All your Carolinas HealthCare System sponsored retirement plans are with one provider, so you will have one password to remember; one consolidated quarterly statement, a single phone number to call; a separate online account; and a team dedicated to helping you with all of your retirement needs.

Your Carolinas HealthCare System retirement plans continue to seek ways to guide you toward a healthier retirement. Manage your accounts, take advantage of a variety of planning tools and browse through a library of educational information — all available to you on carolinashealthcare.org/retirement.

If you have any questions you may call J.P. Morgan Retirement Plan Services at 800-345-2345. Representatives are available weekdays between 8 a.m. and 9 p.m. Eastern time and will be ready to assist you.

By logging into your account you can:

- Make account transactions, change your contribution rate or transfer between funds
- Find information about the investment funds and how they are performing
- Learn more about the **Retirement Dream Machine** to check your retirement forecast
- Check out the **Education Center**, which includes in-depth articles tailored to you based on where you are in your life and career
- Enjoy webcasts, podcasts, online articles, quizzes and video clips on **The Way Forward** section of the website
- Access calculators to help you determine how much you need to save and how to withdraw your money in the future
- View your retirement plan statements

