

MassMutual@WORK



EMPLOYER

Experience MassMutual® executive benefit solutions

Strategic Group Variable Universal Life Insurance II

You rely on your top executives to sharpen your business' competitive edge.

How can you help ensure you are attracting and retaining the right talent without sacrificing your bottom line in benefit dollars?

Executive Group Life Insurance (EGL) products from Massachusetts Mutual Life Insurance Company (MassMutual) are an affordable, valuable and easy-to-administer way for you to deliver better benefit solutions to your key executives.

Strategic Group Variable Universal Life Insurance II (SGVUL II) provides highly compensated professionals with typically higher death benefits than group term life insurance and the ability to make additional premium payments to potentially accumulate account value. Participants can access account values through loans and withdrawals to fund more immediate needs like financing a child's education or supplementing retirement income.

A minimum initial premium payment of \$500 is required to receive an SGVUL II certificate. The \$500 can be paid as follows:

- A lump sum payment of \$500, or
- \$50 per month paid via payroll deduction or Pre-Authorized Check (PAC) premium payment service.

If the executive elects not to pay the minimum initial premium payment amount, he or she can still receive death benefit coverage under a **Strategic Group Universal Life Insurance II (SGUL II)** certificate.

LIFE INSURANCE IN U.S. HOUSEHOLDS:



LIMRA Facts About Life, LIMRA 2016.

The decision to purchase life insurance should be based on long-term financial goals and the need for a death benefit. Life insurance is not an appropriate vehicle for short term savings or short term investment strategies. A charge for withdrawals applies and will decrease the value of the policy. While the policy allows for access to the account value in the short term, through loans and withdrawals, there are costs and risks associated with those transactions. Additionally, unless required by law, you generally cannot reinstate a variable life insurance policy once it's surrendered.

The information provided is not written or intended as specific tax or legal advice. MassMutual, its employees and representatives are not authorized to give tax or legal advice. Individuals are encouraged to seek advice from their own tax or legal counsel.

NOT A BANK OR CREDIT UNION DEPOSIT OR OBLIGATION • NOT FDIC OR NCUA INSURED • MAY GO DOWN IN VALUE • NOT INSURED BY ANY FEDERAL GOVERNMENT AGENCY • NOT GUARANTEED BY ANY BANK OR CREDIT UNION

Deliver better executive benefit solutions@work



Easy to administer

Our service is centered around you. We operate like an extension of your benefits organization to help minimize administration.



Simplified enrollment

We make it easy for executives to get educated and enrolled. Educational consultants are available at their convenience. Personalized communications drive executives to a secure website where they can apply for coverage (paper application kits are also available). Guaranteed Issue insurance is available subject to an actively at work requirement and age limitations.¹



A valuable benefit

Executive Group Life insurance is an enhanced benefit that shows how much you value the contributions of your key executives.

QUICK FACTS

60% of employees prefer to buy insurance benefits at work.²

¹ See “Current Underwriting Requirements” on page 6 for details.

² LIMRA U.S. Worksite Sales Survey, 2015.

The advantages

For the company

- Competitive cost of insurance rates (rates may be less than group term rates).
- Streamlined group administration.
- Faster, more efficient certificate issue with group underwriting.
- Helps differentiate your reward package for retaining and recruiting talent.

For executives

- Potentially higher death benefits than group term life insurance.
- Guaranteed issue coverage for eligible applicants subject to age limitations (see page 6) and the 30 hour per week minimum actively at work requirement.
- Tax-deferred account value accumulation opportunities.
- Tax-advantaged distributions³.
- Portable – they can take it with them if they leave the company, retire or the group policy terminates and they continue to pay premiums. Costs for employees who leave the company may be higher than for employees who remain active with the group.

³ Withdrawals are available after the certificate has been in force for 12 months. Loans are available after the certificate has been in force for six months. Withdrawals are subject to a 2% charge (not to exceed \$25).

Withdrawals and decreases in Face Amount may have tax consequences. The insured should consult their tax advisor. Certificate withdrawals are not subject to taxation up to the amount paid into the certificate (cost basis). If the certificate is a Modified Endowment Contract, certificate loans and/or withdrawals will be taxable to the extent of gain and are subject to a 10% tax penalty.

Access to account values through borrowing and/or withdrawals will reduce the cash surrender value and may reduce the certificate death benefit. Taking a certificate loan could have adverse tax consequences if the policy terminates upon lapse or surrender or before the insured's death.



A FLEXIBLE SOLUTION

Features	Group Term Life Insurance	Individually Owned Life Insurance	Executive Group Life Insurance
Group rates	X		X
Easy to apply	X		X
Easy to administer	X		X
Group underwriting	X		X
No age-based reductions		X	X
Guaranteed renewable		X	X ⁴
Portable		X	X
Potential for income tax deferred growth of certificate account values		X	X

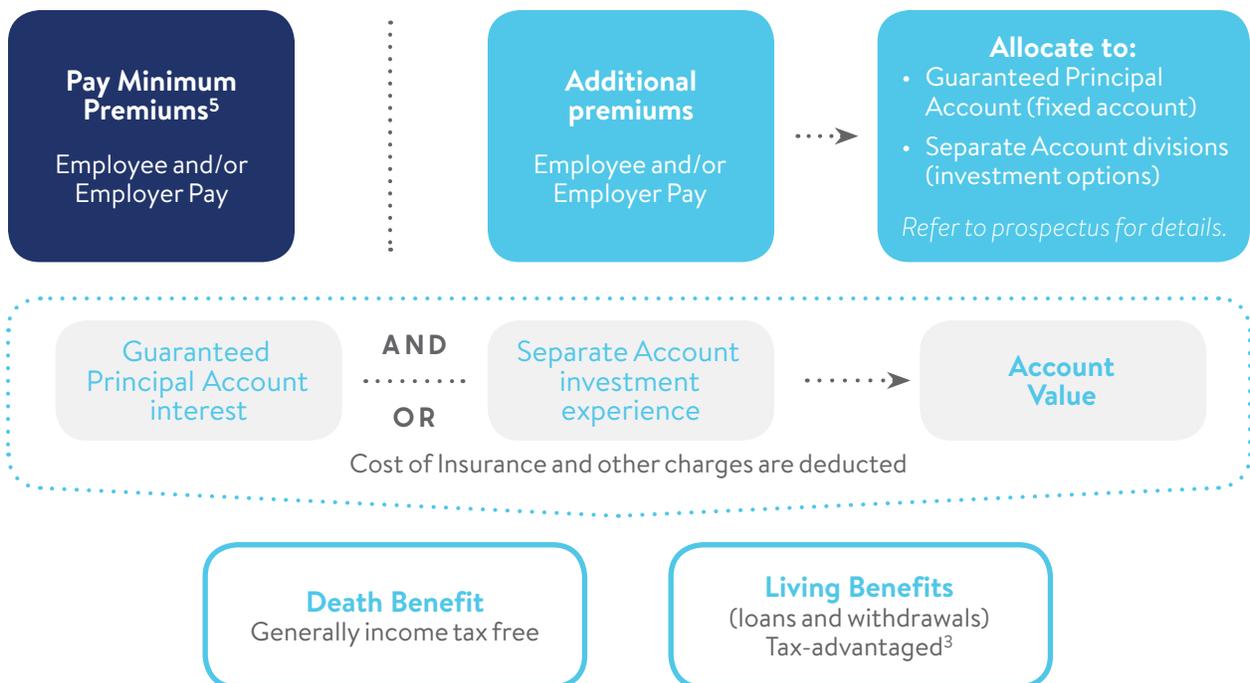
⁴ MassMutual reserves the right to increase nonguaranteed charges (up to the maximum guaranteed).

Unlocking the potential

Making additional premium payments

By making additional premium payments above the premium required to cover cost of insurance and administrative charges, executives can potentially increase the certificate's account value.

- Premium payments are flexible. After an initial payment, additional premium payments can be made at any time (subject to certain limits).
 - Executives will have access to over 40 professionally managed investment options (divisions of the Separate Account). These options can align with the executive's risk tolerance and financial goals.
- The account values in the Separate Account are not guaranteed. Allocation of net premium to investment options in the Separate Account may provide account value accumulation and growth, but due to market fluctuations affecting the underlying investments, the account values may also decline. If the account values decline the account value of the certificate may not be high enough to pay the required charges, resulting in the need for additional premium to keep the certificate in force.
- Executives may also allocate additional premium payments to a fixed account, the Guaranteed Principal Account (GPA). Guarantees are based on the claims-paying ability of the issuing company or companies.
 - Executives can access account values through loans or withdrawals² to fund more immediate needs like financing a child's education or supplementing retirement income.



⁵ A Minimum Initial Premium payment is required to receive the SGVUL II coverage. Thereafter, Minimum Premium payments are required to keep the certificate in force.

How to get started

Customized offer

We conduct a needs assessment and design an offer specific to your company.

Group application

You sponsor the Executive Group Life insurance by executing a group application with MassMutual. Executives or their designees own their individual life insurance certificates.

Service centered around you

A dedicated team will provide your company with comprehensive end-to-end support including implementation, communications and billing support.

Driving employee engagement

We offer a multi-channel communication approach and the ability to enroll on our secure website, on paper or a combination of both. Executives can also meet one-on-one with our educational consultants.

The MassMutual difference

Financial strength

With over 160 years in the insurance industry, we have a long history of remaining strong during changing market conditions. Our financial strength ratings⁶ are among the highest of any company in any industry.

Mutuality matters

As a mutual company, MassMutual does not have shareholders. The Company is managed with the long-term interests of its members and policyowners in mind, and we work every day to make decisions to help them meet their needs in the future.

Experience@work

We've earned our leading reputation by developing comprehensive executive benefit solutions for a wide variety of organizations.

⁶ Financial strength ratings are as of August 21, 2019: A.M. Best Company: A++ (Superior; top category of 15); Fitch Ratings: AA+ (Very Strong; second category of 21); Moody's Investors Service: Aa3 (High Quality; fourth category of 21); Standard & Poor's: AA+ (Very Strong, second category of 21). Ratings are for MassMutual (Springfield, MA 01111) and its subsidiaries, C.M. Life Insurance Co. and MML Bay State Life Insurance Co. (Enfield, CT 06082). Ratings are subject to change.

Appendix

Current underwriting requirements

Guaranteed issue underwriting includes the ability to provide benefit maximums up to \$3,000,000 subject to individual case characteristics.

Employees must be actively working at least 30 hours per week.

Plan types:		Basic (Employer Paid)	Supplemental
Guaranteed issue	Age	18 – 70	18 – 65
Simplified issue	Age	71 – 75	66 – 75
Full underwriting	Age	76 – 80	76 – 80

Please note: In certain States, guaranteed issue underwriting may be referred to as “limited underwriting” and simplified issue underwriting may be referred to as “simplified underwriting.”

Simplified issue and full underwriting coverage will only be offered on an accept/reject basis.

Underwriting proposals are based on individual case characteristics including but not limited to:

- Occupational industry of employer
- Number of participants
- Participants’ occupation classes and salaries
- Coverage formula
- Employee work locations

Individual selection of benefits for basic (employer-paid) coverage is not allowed. Coverage formula may be a flat amount or a multiple of salary. Coverage may be affected by any existing life coverage the employee has in force. Total coverage available to a participant may be limited by other MassMutual coverage in force for that participant. In addition, the amount of coverage available with Guaranteed Issue underwriting may be limited by other MassMutual coverage in force that was applied for with Guaranteed Issue underwriting.

All cases require review and approval by MassMutual.

ERISA and Annual Report Form 5500

SGVUL II insurance provided by an employer may be part of an employee welfare benefit plan subject to the Employee Retirement Income Security Act of 1974 (ERISA). ERISA requires a plan administrator to satisfy certain reporting and disclosure requirements regarding the plan. Neither MassMutual nor its representatives are in a position to provide legal advice regarding an employer's obligations under ERISA. Employers are urged to consult their own legal or benefits advisors with questions.

Under ERISA, for welfare benefit plans with 100 or more participants, an annual report on Form 5500 must be filed with the Department of Labor. Certain exemptions may apply. MassMutual will provide the plan administrator with a Schedule A Information Report, which includes information about the SGVUL II insurance subject to Form 5500 filing. To request a Schedule A Information Report, please contact us.

Foreign citizens and residents

Strategic GVUL II coverage is not available for non-U.S. citizens or those individuals living or working outside the U.S. However, employer-paid Strategic GUL II coverage is available for these individuals and is subject to underwriting approval. Supplemental coverage is not available.

SGUL II certificates were not designed to comply with the tax law of any foreign jurisdiction. A death benefit payable under a certificate owned by an individual who is not a U.S. citizen may be subject to tax in a



foreign jurisdiction. MassMutual makes no representation as to the tax treatment of the SGUL II certificates under the law of any foreign jurisdiction.

Non-U.S. citizens who are eligible for coverage must either:

- reside in the U.S. at the time of application; or
- be insured under a certificate issued to a trust established by the employer in the U.S. The trust must be the applicant, owner, premium payer and beneficiary for the certificate.

Non-U.S. citizens will be considered to reside in the U.S. if they:

- have been residing in the U.S. continuously for the 6 months prior to applying for coverage; or
- currently maintain a visa allowing them to stay in the U.S. for 6 months or longer.

Note: Simplified and full underwriting may have different residency requirements.

Product features

The following list provides more detail on some specific product features. Some product features may be subject to state availability.

Ownership

- You sponsor the Strategic Group Variable Universal Life Insurance (SGVUL II) program by completing an application for a group policy to be issued by MassMutual.
- Your employees or their designees own their life insurance certificates.

Eligibility

- Available on a group basis with a minimum of 30 or more eligible lives for employer-paid plans and \$30,000 of annual premium.
- Designed for individuals who are members of an eligible group and are earning at least \$100,000 per year.
- Available to eligible individuals 18 to 80 years old.
- Actively at work for 30 hours or more per week.

Selected face amount

- The minimum base Selected Face Amount (SFA) is \$50,000 per certificate.
- The maximum SFA per certificate available on a guaranteed issue underwriting basis is determined by underwriting and group characteristics.
- SFA increases are allowed. However, under certain circumstances, SFA increases may be subject to underwriting approval and your established limits.

- SFA decreases are allowed but the remaining SFA cannot be less than \$50,000.

Planned premium frequency

- Planned premium frequency is the billing frequency (or billing cycle).
- You can select annual, semiannual, quarterly or monthly billing.
- The planned premium frequency is elected by you before issue and can subsequently be changed on a future program anniversary date.

Minimum initial premium

- The minimum initial premium is an estimate of the premium necessary to pay the monthly charges from the certificate effective date until the next planned premium due date.
- A minimum initial premium payment of \$500 is required to receive an SGVUL II certificate. The \$500 can be paid as follows:
 - A lump sum payment of \$500, or
 - \$50 per month paid via payroll deduction or Pre-Authorized Check (PAC) premium payment service.

If the executive elects not to pay the minimum initial premium amount, he or she can still receive death benefit coverage under a Strategic Group Universal Life II (SGUL II) certificate.

Planned premium – minimum premium amount and billing

- The minimum premium amount is an estimate of the premium necessary to pay the monthly charges (other than the Mortality & Expense Risk Charge) until the next planned premium due date.
- In most cases, the minimum premium amount has two components:
 - You pay for the base Selected Face Amount, the Waiver of Monthly Charges Rider and the Accidental Death Benefit Rider, if applicable.
 - Your individual employees pay for all other coverages including Supplemental Coverages, Spouse Rider and Child Rider, if applicable.
- Minimum premium amount is billed to you on an annual, semiannual, quarterly or monthly basis.
- The employee will be subject to imputed income taxes on employer-paid coverage.

Additional premiums

- Additional premiums are premiums paid over and above the minimum premium amount. Additional premiums may be paid by the employer or the employee.
- If paid by the employee, additional premiums can be paid by check or on a scheduled basis using automated checking account deductions, available through the Automated Clearing House (ACH).

Certificate account value

- The certificate account value is equal to premiums paid, less premium loads and monthly deductions (cost of insurance charges, rider charges and mortality and expense risk charges), plus interest, plus or minus investment returns, reduced by any withdrawals. Upon surrender, the certificate account value will be reduced by any certificate debt.

Guaranteed principal account

- The minimum premium amounts for SGVUL II are allocated to the Guaranteed Principal Account (GPA).
- The GPA is the fixed interest account for SGVUL II. The minimum premium amount is allocated to the GPA to ensure that sufficient funds will be available to cover the cost of insurance and rider charges through the next planned premium due date.
- Guarantees are based on the claims-paying ability of the issuing company or companies.

GPA interest

- Interest on the certificate value in the GPA is earned and credited daily.
- The rate credited on the account value of the GPA will never be less than 1% on an annual basis.

Premium loads

- Currently 3% of each premium (guaranteed not to exceed 10%).
- The premium load charge may vary by employer group depending on (1) the group enrollment procedures selected by the employer, (2) the total group premium paid by the employer, (3) the size of the employer group and (4) other factors.
- Premiums from Section 1035 exchanges are not subject to this charge.

Account value charges

- Monthly charges (for cost of insurance, mortality and expense risk charge and any rider charges) are deducted from the account value on the monthly calculation date.
- The cost of insurance rates are based on, among other things, the insured's age, coverage type (employer-paid and supplemental), risk classification, selected face amount, group rating and portability status. For ported certificates, the applicable cost of insurance rate for employer-paid coverage will vary based on the funding level determined at the time of portability.
- Guaranteed cost of insurance rates – 150% of 2001 CSO, age at last birthday – 80% Male Composite Table.
- There are additional charges for the Waiver of Monthly Charges Rider, Accidental Death Benefits Rider, Children's Level Term Life Insurance Rider, Spouse Level Term Life Insurance Rider and Overloan Protection Rider as applicable.

Death benefit

Death Benefit Option A – Provides a level death benefit. Under this option, the amount of the benefit is the greater of:

- The total Selected Face Amount in effect on the date of death; or
- The minimum death benefit in effect on the date of death.

Death Benefit Option B – Provides an increasing death benefit. Under this option, the amount of the benefit is the greater of:

- The total Selected Face Amount in effect on the date of death, plus the certificate's account value on the date of death; or
- The minimum death benefit in effect on the date of death.
- The minimum death benefit is a percentage of the certificate account value based on federal tax law requirements.
- Death benefit options are chosen at the employer level, but the certificate owner has the right to change the option after issue.
- Evidence of insurability will be required, however, if changing from Death Benefit Option A to Death Benefit Option B.

Withdrawals

- Withdrawals are available after the SGVUL II certificate has been in force for 12 months.
- Withdrawals may have tax consequences. If the certificate is not a Modified Endowment Contract (MEC), distributions are taxable only to the extent the amount received exceeds the cost basis in the certificate.
- If the certificate is a MEC, withdrawals are taxable to the extent of gain and are subject to an additional 10% penalty tax.
- The minimum amount of a withdrawal is \$500.
- The maximum amount of a withdrawal is:
 - 100% of the account value; less
 - An amount equal to one plus the number of monthly calculation dates remaining until the next planned premium due date multiplied by the most recent monthly charge; less
 - Any outstanding certificate debt
- The withdrawal charge is the lesser of 2% of the amount withdrawn or \$25.
- If the withdrawal causes the amount of insurance requiring a charge to increase, the Selected Face Amount will be reduced unless MassMutual receives evidence of insurability.

Loan provision

- Loans are available after the SGVUL II certificate has been in force for 6 months.
- If the certificate is a MEC, loans are taxable as withdrawals and may be subject to an additional 10% penalty tax.
- There is no minimum loan amount.
- The maximum amount that can be borrowed on any date is equal to:
 - The certificate's account value on that date; less
 - An amount equal to one plus the number of monthly calculation dates remaining until the next planned premium due date multiplied by the most recent monthly charge; less
 - Any outstanding certificate debt
- The type of loan interest rate is fixed.
 - 4.00% for loans taken in the first 20 certificate years
 - 3.50% for loans taken after the 20th certificate year
- Interest is charged in arrears and is due on the certificate anniversary date.
- The rate credited to the loaned account value is the current loan interest rate less 1.00% for loans taken in the first 20 certificate years and 0.50% for loans taken after the 20th certificate year. These percentages are guaranteed not to exceed 3.00% for loans taken in the first 20 certificate years and 2.50% for loans taken after the 20th certificate year.

Portability

- If the Policy terminates or if the Insured becomes disassociated from the Policyholder, any insurance then in effect can remain in force. Certificate premiums will then be payable directly to MassMutual. If the insurance remains in force, the monthly insurance rate used to calculate the Cost of Insurance Charge may increase; however, the rate will never be more than the guaranteed cost of insurance rate.
- On the anniversary date, the billing changes to annual, unless more frequent billing is requested.

Available riders⁷

Accelerated benefits for terminal illness rider

- This rider permits part of the death benefit proceeds of the certificate to be available before death if the insured becomes terminally ill.
- MassMutual will require satisfactory proof that the insured is terminally ill and is not expected to live longer than 12* months from the date diagnosed.
- In return for the advanced payment, a lien is established against the certificate equal to the amount of the accelerated benefit.
- No interest is charged against the lien. This rider is available under all certificates.

There is no monthly charge for the Accelerated Benefits for Terminal Illness Rider; however, there may be a one-time charge if the rider is exercised.

Accidental death benefit (ADB) rider

With this rider MassMutual will pay a benefit equal to the ADB Rider face amount in the event of the insured's death due to accidental causes before attained age 65. The Rider Face Amount will always be the lesser of:

- The certificate's Base Selected Face Amount at the time of death; or
- \$5,000,000.

You determine whether this rider becomes available under the certificate. If elected, all certificates issued under the group policy will subsequently have this rider.

Children's level term insurance rider

With this rider MassMutual will provide Level Term life insurance coverage in the amount of \$25,000 for an eligible employee's current and subsequent natural children, stepchildren and legally adopted children. You determine whether this rider becomes available but it must be selected by the employee at time of issue unless the child was born or adopted after the effective date of the certificate (in which case the certificate owner can apply for the child rider). At time of issue, the eligible child or children must be at least 15 days old or released from the hospital if later, but not more than 25 years old.

*The time frame may vary by state.

⁷ Monthly charges exist for the Accidental Death Benefit (ADB) Rider, Children's Level Term Insurance Rider, Spouse Level Term Insurance Rider and Waiver of Monthly Charges Rider.

Overloan protection rider

With this rider MassMutual will prevent the certificate from lapsing due to being over loaned.

At certificate issue, the rider will be available at no cost to all certificates with Guideline Premium Test (as the elected test to qualify as life insurance under Section 7702 of the Internal Revenue Code) but there may be a one-time charge when the rider is exercised. This rider will not be exercised automatically (i.e., the owner must elect to exercise the rider subject to certain conditions).

Spouse level term insurance rider

With this rider MassMutual will provide Level Term life insurance coverage of at least \$50,000 for an eligible employee's legal Spouse. The maximum amount of spouse coverage is the lesser of:

- 100% of the base Selected Face Amount; or
- \$250,000.

You determine whether this rider is available but it must be selected by the employee at the time of issue unless legal marriage occurs after the certificate effective date.

Requested coverage amount above \$50,000 may be subject to underwriting.

Waiver of monthly charges rider*

- With this rider MassMutual waives the cost of insurance and rider charges on each monthly calculation date in the event of the insured's total disability which begins before age 65 and such total disability continues for at least 6 months.
- The waiver will continue as long as the insured is totally disabled, up to the insured's attained age 65 or, if later, 2 years after the total disability began. You determine whether this rider is available. If elected, all certificates issued under the group policy will subsequently have this rider.

Availability

- A current SGVUL II prospectus (Form: L7940) must be presented to employees as part of the application process.

Reports

- MassMutual will send a comprehensive statement to SGVUL II certificate owners quarterly and annually and provide annual and semiannual fund reports and new prospectuses.

Insurer

- Massachusetts Mutual Life Insurance Company (MassMutual).

*Certain provisions of this rider may vary by state.

To learn more, call 1-855-877-6161
or email mmwork@MassMutual.com.

Product may not be available in all states. State variations may apply.

Strategic Group Variable Universal Life II (SGVUL II) (policy/certificate forms GVULPM II-2019 and GVULCM II-2019, and GVULPM-2015 and GVULCM-2015 in certain states including North Carolina) is group flexible premium adjustable variable life insurance. This product is non-participating. The SGVUL II policies and certificates are issued by Massachusetts Mutual Life Insurance Company (MassMutual), Springfield, MA 01111-0001.

Before purchasing a Strategic Group Variable Universal Life II insurance policy or certificate, you should carefully consider the investment objectives, risks, charges and expenses of the policy and its underlying investment choices. For this and other information, obtain the prospectus for Strategic Group Variable Universal Life II and the prospectuses (or summary prospectuses, if available) for its underlying investment choices from your registered representative. Please read the prospectuses carefully before investing or sending money.

Principal Underwriters: MML Investors Services, LLC. MML Distributors, LLC.

Subsidiaries of Massachusetts Mutual Life Insurance Company 1295 State Street, Springfield, MA 01111-0001.

Securities offered through registered representatives of MML Investors Services, LLC, Springfield, MA 01111, or a broker-dealer that has a selling agreement with MML Distributors, LLC.

