

**CP NATIONAL NON-BARGAINING  
APPENDIX  
WINDSTREAM PENSION PLAN  
SUMMARY PLAN DESCRIPTION  
(January 1, 2016)**

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## **APPENDIX II CP NATIONAL NON-BARGAINING APPENDIX: SPECIAL VESTING AND SERVICE CREDITING**

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Vesting Years of Service and/or Benefit Service may be granted under the Windstream Pension Plan (the "Plan") to certain employees for service performed for a prior employer. For example, service may be granted if benefits under a plan maintained by a prior employer were consolidated into the Plan. Service also may be granted for service performed for a Windstream company before it became a Windstream company.

For eligible employees who transfer employment from a nonparticipating company to a participating company under the Plan, credit for Vesting Years of Service is granted for certain service with those companies.

No duplication of Vesting Years of Service or Benefit Service, however, will be provided for any one period of employment.

This Appendix describes provisions applicable to non-bargaining employees of CP National Corporation and related entities ("CP National") who earned service under the Retirement Plan for Employees of CP National Corporation (the "CP National Plan") prior to January 1, 1990.

### **VESTING YEARS OF SERVICE**

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Your period of employment with CP National prior to January 1, 1990 is counted as "Vesting Years of Service" under the Plan. You will be credited with the number of whole years of vesting service that were credited under the CP National Plan through December 31, 1989.

Your "Vesting Years of Service" under the Plan for periods after December 31, 1989 will not be less than the years that would have been credited under the CP National Plan. In general, service under the CP National Plan is measured by your period of employment through your severance from service date. Your severance from service date is the date you retire, die, or otherwise terminate employment or the first anniversary of the date you are otherwise absent from active employment. Certain authorized leaves of absence that do not exceed two years may also be counted as service.

### **BENEFIT SERVICE**

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Your period of employment with CP National prior to January 1, 1990 is not counted as "Benefit Service" under the Plan. For employees of CP National, accumulation of Benefit Service under the Plan generally started on January 1, 1990.

### **CP NATIONAL PROVISIONS**

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For purposes of determining eligibility for early retirement and commencement of deferred vested pensions for a benefit transferred from the CP National Plan, service and participation are credited in the same manner as under the former CP National Plan. Service is credited as described in the "Vesting Years of Service" section above. Participation is credited for service with employers participating under the CP National provisions of the Plan.

## **APPENDIX IV CP NATIONAL NON-BARGAINING: PRIOR PLANS**

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If you were a participant in the Retirement Plan for Employees of CP National Corporation (the "CP National Plan"), you became a participant in the Windstream Pension Plan (formerly part of the Alltel Corporation Pension Plan) (the "Plan") when the CP National Plan was merged into the Plan at the close of business on December 31, 1989.

Your benefit under the Plan will include both the benefit earned under the prior CP National Plan determined as of December 31, 1989, and the benefit you earn under the Plan formula after December 31, 1989. This appendix describes the prior CP National Plan benefit.

Please note that the general provisions described in the SPD (*e.g.*, Claims Procedures) are applicable to the prior CP National Plan benefit.

### **CP NATIONAL PENSION FORMULA**

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Your prior CP National Plan benefit is the benefit you earned under the prior CP National Plan as of December 31, 1989. Your CP National Plan benefit is frozen.

### **TYPES OF CP NATIONAL RETIREMENT**

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#### **CP National Normal Retirement**

Your normal retirement date for your prior CP National Plan benefit is the last day of the month in which you attain age 65. If you were born on the first day of the month, the day you attain age 65 will be your normal retirement date.

The prior CP National Plan's normal retirement benefits are payable beginning on your prior CP National Plan's normal retirement date. The benefit is calculated as of December 31, 1989 using the prior CP National Plan's formula.

#### **CP National Early Retirement**

You may retire early (before your normal retirement date) with respect to your prior CP National Plan benefit if you have attained age 55 and completed 10 or more years of service.

The prior CP National Plan's early retirement benefit is calculated in the same manner as the prior CP National Plan's normal retirement benefit. If you begin receiving your CP National Plan's early retirement benefit before your normal retirement date, your annual pension is reduced in accordance with the following table if you have 30 or more years of participation:

<b>Pension Commencing at Age</b>	<b>Percentage</b>
60 or later	100%
59	98%
58	96%
57	93%
56	90%
55	87%

If you retired prior to 1985, your annual pension is reduced for commencement before age 62.

If you begin receiving your CP National Plan's early retirement benefit before your normal retirement date, your annual pension is reduced in accordance with the following table if you have less than 30 years of participation:

<b>Pension Commencing at Age</b>	<b>Percentage</b>
65	100%
64	98%
63	96%
62	94%
61	92%
60	90%
59	88%
58	86%
57	84%
56	82%
55	80%

### **Deferred Retirement**

If you choose to continue working past the prior CP National Plan's normal retirement date, your prior CP National Plan benefit generally will commence when you retire or, if earlier, by April 1st of the calendar year following the year in which you attain age 70-1/2.

### **Return to Work After Benefit Commencement**

If, after you commence your prior CP National Plan benefit, you are reemployed by Windstream or a subsidiary, payment of your prior CP National Plan benefit generally will be suspended.

## **CP NATIONAL VESTED BENEFITS**

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### **CP National Deferred Vested Benefit**

You will become vested in your prior CP National Plan benefit when you have completed five Vesting Years of Service.

Once you are vested, even though your employment may then end for reasons other than retirement or death, you will have a permanent right to the benefit you earned through termination of employment. This benefit is known as your *Deferred Vested Benefit*.

Your Vesting Years of Service under the Plan are used to determine if you have become vested with respect to your prior CP National Plan benefit. Your Vesting Years of Service include the

vesting service under the prior CP National Plan as described in Appendix II: Special Vesting and Service Crediting.

### **CP National Deferred Vested Formula**

Your prior CP National Plan's deferred vested benefit is calculated in the same manner as the prior CP National Plan's normal retirement benefit.

### **CP National Deferred Vested Commencement**

The prior CP National Plan's deferred vested benefit may be commenced after your employment terminates at the following times:

- (i) At your prior CP National Plan's normal retirement date.
- (ii) At or after you attain age 55 if you have 10 or more years of service.

If you commence your prior CP National Plan's deferred vested benefit before your normal retirement date, the benefit is actuarially reduced. The reduction for commencement prior to your normal retirement date is based on the tables described in the "CP National Early Retirement" section above.

## **CP NATIONAL FORMS OF PAYMENT**

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Your prior CP National Plan benefit is calculated in the form of a single life annuity, which provides monthly payments to you for your life.

### **CP National Normal Form of Payment**

Unless you elect in writing to receive your retirement benefit in another form, your CP National Plan benefit will be paid according to your marital status at the time your benefit payments begin, as follows:

#### *Single Participants*

If you are single, the normal form of payment for the prior CP National Plan benefit is a Single Life Annuity. The Single Life Annuity provides monthly payments to you for your life. No additional benefits are paid after your death.

#### *Married Participants*

If you are married, the normal form of payment for the prior CP National Plan benefit is a 50% Qualified Joint and Survivor Annuity (the "QJSA"). The QJSA provides a reduced amount for your life and, following your death, 50% of the reduced amount to your spouse for life.

Your monthly payments under the QJSA will be less than a Single Life Annuity because payments are payable for both your lifetime and that of your spouse. The amount that your monthly payments are reduced is based on your age and your spouse's age when benefits commence. If your payments have begun and your spouse dies, your payments continue in the same amount and no additional benefits are paid after your death.

## **CP National Optional Forms of Payment**

Depending upon your personal needs, you may elect to receive your prior CP National Plan benefit in another form of payment. If you are married and choose a form of payment other than the QJSA, your spouse must consent in writing to the election and the consent must be witnessed by a notary.

The optional forms of payment for your prior CP National Plan benefit are the following:

Single Life Annuity  
Joint and Survivor Annuity  
Social Security Adjustment Option  
Windstream Forms

### *CP National Single Life Annuity*

The Single Life Annuity for your prior CP National Plan benefit provides monthly payments to you for your life. No additional benefits are paid after your death. This is the normal form for a single participant and may be elected by a married participant.

### *CP National Joint and Survivor Annuity*

The Joint and Survivor Annuity for your prior CP National Plan benefit provides reduced monthly payments to you for your life, and, following your death, a designated percentage of your monthly benefit will be paid to your designated beneficiary for his or her lifetime. The designated percentage may be either 50% or 100%. If your spouse is your designated beneficiary, the designated percentage may be 50%, 75% or 100%.

Your monthly payments will be less than a Single Life Annuity because payments are payable for both your lifetime and that of your designated beneficiary. The amount that your monthly payments are reduced is based on the percentage designated, your age and your designated beneficiary's age when benefits commence. If your payments have begun and your designated beneficiary dies, your payments continue in the same amount and no additional benefits are paid after your death.

### *CP Social Security Adjustment Option*

The Social Security Adjustment Option provides monthly payments to you for your life adjusted for payment before and after the date when your Social Security benefits first become payable. The amount payable before the date when your Social Security benefits first become payable is increased and the amount payable after is decreased so that the total of your Plan benefit and your estimated Social Security benefit remains the same throughout. No additional benefits are paid under the Plan after your death.

### *Windstream Forms*

If your prior CP National Plan benefit commences at the same time as the benefit you earn under the Plan formula after January 1, 1990, you may elect to receive your entire benefit in one of the forms available for the benefit you earn under the Plan formula after January 1, 1990. See "Optional Forms of Retirement Benefit Payments" section.

Once your prior CP National Plan benefit has commenced in a form of payment, your choice of the form of payment cannot be changed. You generally have the right to defer commencement of your prior CP National Plan benefit until your normal retirement date (or, if later, the date your employment terminates, but subject to the rules regarding mandatory distributions after age 70-1/2). If the total present value of your entire benefit under the Plan is \$5,000 or less, you will be paid the present value in one lump sum payment as soon as reasonably practicable after your employment terminates. See "Cash Settlements" section.

## **CP NATIONAL PRE-RETIREMENT SPOUSE'S PENSION**

If you have commenced receiving your prior CP National Plan benefit, this section does not apply to you. The provisions governing your form of payment dictate if any benefit is payable upon your death with respect to your prior CP National Plan benefit.

If you die before you commence your prior CP National Plan benefit, no benefit is payable upon your death if you are not vested in your prior CP National Plan benefit. You are vested in your prior CP National Plan benefit if you have completed at least five vesting years of service or if you attain normal retirement age while employed.

### **CP National Pre-retirement Spouse's Pension**

A Spouse's Pension with respect to your prior CP National Plan benefit is payable only if you are vested in your prior CP National Plan benefit, are married at your death, and have been married for at least one year at your death.

The Spouse's Pension with respect to your prior CP National Plan benefit is equal to the annual amount payable to your spouse under the 50% Qualified Joint and Survivor Annuity (QJSA) if you had (i) terminated employment on the date of your death (or, if earlier, your actual date of employment termination), (ii) elected to commence your prior CP National Plan benefit at normal retirement date (or, if later, your actual date of employment termination), and (iii) then died.

Your spouse may commence the Spouse's Pension with respect to your prior CP National Plan benefit on or after the later of the date you died or the date you would have attained age 55 had you survived. The Spouse's Pension is reduced for commencement prior to normal retirement age in accordance with the tables in the "CP National Early Retirement" section.