

[DATE OF QUOTE]

[COMPANY NAME]

[ADVISOR NAME]

This estimated fee schedule has been prepared for your plan and is based on the fee quote assumptions below. Any changes in the assumptions could change these proposed fees. Fees are subject to a review of plan operations.

This summary is for illustration purposes only and is furnished in response to a request for information from a Financial Representative. It is not a proposal, and is not intended for the use of any plan sponsor. The costs illustrated in the summary represent the pricing that is in effect on the preparation date. To request a proposal, please contact your MassMutual sales representative.

Investment Option Expenses

1.03%	Estimated Weighted Average Expense ¹
0.90%	Program and Administrative Charge ²
1.93%	Total Estimated Weighted Average Expense

1.93%

Total Estimated Weighted
Average Expense

Plan Establishment Fees

Plan installation	\$	0
Plan enrollment materials		Included
Annual maintenance fee ³	\$	0
Annual per participant fee ³	\$	0
Total first year expenses	\$	0

Service Fees

Plan distribution service fee	\$	25
Loan maintenance fee (quarterly)	\$	6
Annual plan trustee fee	\$	400

Fee Quote Assumptions⁴

Total assets in plan	\$	250,000
Annual contributions to plan	\$	100,000
Number of plan participants		10
Average participant account balance	\$	25,000

The fees on this page cover plan conversion, annual recordkeeping, and processing services. Your Third Party Administrator will bill separately for plan document, compliance, government reporting and other contracted services.

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If you select the MassMutual RetireSMARTsm Target Date Funds series as your plan's qualified default investment alternative ("QDIA") and, upon the initial plan conversion to MassMutual from your prior recordkeeper, you direct your plan's assets be allocated to the MassMutual RetireSMARTsm Target Date Series as the plan's QDIA unless a separate investment election is made by the participant, you qualify for a credit in the amount of .10%. If the Program and Administrative Charge is equal to 0.00% before the credit, the credit may be used by the plan to offset or reduce recordkeeping or other service fees the plan would otherwise pay to us.

¹ The Estimated Weighted Average Expense Ratio calculation is hypothetical and for illustration only. MassMutual has analyzed its book of business to which your contract will be assigned to determine the average allocation to each of the investment platform's core asset classes (e.g. large cap equity, bond, fixed account) as of December 31, 2013. The average expense ratio assumes the use of the MassMutual RetireSMART series and the Fixed Account, as well as the investment option with the lowest expense ratio in each of the remaining asset classes and weights the investment options' expense ratios based on the average book of business asset allocation. With respect to the Fixed Account, since MassMutual credits a pre-set guaranteed rate regardless of actual investment performance, no expense is attributed to the average book of business asset allocation to the Fixed Account.

² We assess a Program and Administrative ("P&A") Charge on the assets of each Separate Account investment option. This is subject to change if there are changes in the assumptions upon which the fee quote was based.

³ The annual maintenance fee and per-participant fee are effective immediately and reviewed annually after each contract year-end. This review will determine the change that will be effective the first quarter of the following contract year. The change is applied each contract year the program is effective. All contract years end December 31.

⁴ Any changes in the assumptions could change these proposed fees. Fees are subject to a review of plan operations.