



J.CREW | *Benefits*

2017

BENEFITS GUIDE



J.CREW
FACTORY

J.CREW
MERCANTILE

Madewell crewcuts

J.CREW

WELCOME

Welcome to the 2017 J.Crew Group, Inc. Benefits Guide. We believe that our J.Crew, crewcuts and Madewell associates are our greatest resource. That's why we take pride in offering comprehensive and affordable benefits to you and your eligible family members.

Your health and financial wellness are important. To help you choose well, use well and live well, take some time to review this Benefits Guide. It describes the benefits that can help you maintain and improve your health and financial well-being.

OVERVIEW OF YOUR BENEFITS

AUTOMATIC BENEFITS	VOLUNTARY BENEFITS	OTHER BENEFITS
You are automatically enrolled in the following benefits:	You must actively enroll to receive coverage for the following benefits:	J.Crew provides a variety of other benefits to assist you in managing health, work and family issues:
<ul style="list-style-type: none"> • Basic Life Insurance • Basic Accidental Death and Dismemberment (AD&D) Insurance • Short-Term Disability (STD) Insurance • Basic Long-Term Disability (LTD) Insurance 	<ul style="list-style-type: none"> • Medical Plan • Health Savings Account (HSA) • Dental Plan • Vision Plan • Critical Illness Insurance • Hospital Indemnity Insurance • Health Care and Dependent Care Flexible Spending Accounts (FSAs) • Supplemental LTD Insurance • Supplemental Life Insurance • Dependent Life Insurance (child/spouse) • 401(k) Retirement Savings Plan • Commuter Program • MetLaw (Hyatt Legal Plan) • Auto and Home Insurance 	<ul style="list-style-type: none"> • Life Resources Program • Quit For Life® Tobacco Cessation • Paid Time Off (PTO) Program • Associate and Dependent Discounts • Associate Referral Program
These benefits are paid in full by J.Crew.	The cost of coverage for the benefits you choose will be paid through automatic payroll deductions.	These benefits are paid in full by J.Crew.

IMPORTANT NOTE:

- Spousal Surcharge - If your spouse is eligible for medical coverage through his/her employer and you elect to cover him/her under a J.Crew medical plan, you will incur a \$100 monthly spousal surcharge.

PREPARING TO ENROLL

WHO IS ELIGIBLE

Regular full-time associates of J.Crew Group, Inc. — which includes J.Crew, crewcuts and Madewell—are eligible for benefits. You can also cover eligible family members, including your:

- Spouse (same or opposite-sex)
- Child(ren) up until the last day of the month in which he/she reaches age 26

Marriage certificate, birth certificate and/or adoption paperwork must be provided to enroll a spouse or child(ren).

Please note: Due to ACA regulations, only full-time associates working at least 1,560 hours per year are eligible to enroll.

WHEN COVERAGE IS EFFECTIVE

Your health care coverage is effective on the first of the month following your date of hire, rehire or status change to regular full-time. You must enroll within 31 days of your coverage effective date to participate in:

- Medical, prescription drug, dental and vision coverages
- Flexible Spending Accounts (FSAs)
- MetLaw (Hyatt Legal Plan)

Your Health Savings Account becomes effective on the date you open your account. For the effective dates of your life and disability benefits, see the Life and Disability sections on pages 16 and 17.

LEVELS OF COVERAGE

You can choose from the following levels of coverage for your medical, prescription drug, dental and vision coverages:

- Associate Only
- Associate + Spouse
- Associate + Child(ren)
- Associate + Family

MAKING CHANGES DURING THE YEAR

*If you have a qualified life event during the year — such as a birth, adoption, marriage or divorce, loss of coverage under another plan or if a dependent is no longer eligible — you must contact Human Resources and submit your benefit change(s) within 31 days of the event. This is the only time outside of the Open Enrollment period when you can change your benefits. **If you do not enroll within 31 days, you must wait until the next Open Enrollment period to enroll.***

PLEASE VISIT WWW.MYJCREWBENEFITS.COM
FOR DETAILS ON HOW TO ENROLL.

(Use the password “benefits17” to log in.)



YOUR HEALTH PLANS

TAKE A CLOSER LOOK AND REDUCE YOUR TOTAL COST OF HEALTH CARE

You now have two plans to choose from, the **Preferred Provider Organization (PPO)** and the **Consumer Choice Plan (CCP)**.

PPO

The PPO controls your out-of-pocket costs in exchange for a higher premium. There is no in-network deductible that you must reach. You pay a copay each time you use a provider. For an inpatient Hospital stay and tests (X-rays, lab work, etc.), the plan pays 80% of the cost (in-network). If you use out-of-network providers, you are subject to a deductible and 40% responsibility.

You don't have the option to open a Health Savings Account with the PPO, so there is no company contribution.

PPO	HIGHER PREMIUM	LOWER OUT-OF-POCKET	NO HSA
CCP	LOWER PREMIUM	HIGHER OUT-OF-POCKET	HSA WITH J.CREW CONTRIBUTION

CCP

The CCP is a consumer driven plan that gives you greater control of your health care and how much you spend on medical services.

The potential to lower your total cost of health care begins with the CCP's lower premiums, which saves you money from the beginning.

The cost advantage continues with J.Crew's contribution to your Health Savings Account. If you enroll in single coverage, the annual contribution is \$400. If you cover other family members, the annual contribution is \$800.

You can preserve these savings by staying healthy and being a wise health care consumer. The less you spend on medical services, the more of the premium savings and HSA contributions you keep.

WHAT'S THE TOTAL COST OF HEALTH CARE

When considering the right medical plan for you and your family, it's important to look at the total cost of health care. This "Total Cost" is how much you pay in premiums (the contribution taken out of your earnings each pay period) and how much you pay out of pocket. The total cost also includes contributions to your Health Savings Account (if you enroll in the CCP).

The truth is that many people pay more than they need to for health care. By taking a little time to consider your choices and paying attention to your health, you could save money and possibly begin accumulating funds for future health care expenses.

YOUR SHARE OF THE PREMIUM

(THE MONEY DEDUCTED
FROM YOUR PAYCHECK)

+

YOUR OUT-OF-POCKET COSTS

(COPAYS, COINSURANCE, DEDUCTIBLES, ETC.)

-

J.CREW HSA CONTRIBUTION

(IF YOU CHOOSE THE CONSUMER CHOICE PLAN)

YOUR TOTAL COST OF HEALTH CARE

CONSUMER CHOICE PLAN (CCP) | HEALTH SAVINGS ACCOUNT (HSA)

HOW DO THEY WORK TOGETHER?

Under the **Consumer Choice Plan** you will pay the full negotiated costs for all of your medical services. The plan will only begin to pay benefits after the plan deductible is met. The full family deductible must be met if family coverage is elected.

Here's an example of how the plan would work if you were to visit your In-Network Primary Care Doctor.

BEFORE YOU MEET YOUR DEDUCTIBLE:



Instead of paying a copay, you will pay the full plan allowance (negotiated cost) of your visit to the doctor.

AFTER YOU MEET YOUR DEDUCTIBLE:



You will be responsible for 20% of the plan allowance. The plan will pay the remaining 80% of the cost. Coinsurance will apply until the plan's out-of-pocket maximum is met.

YOU CAN USE YOUR HEALTH SAVINGS ACCOUNT TO PAY YOUR MEDICAL BILL.

An HSA is a personal savings account used for qualified health care expenses with an impressive tax advantage. It is also worth noting that the account is yours to keep – even if you leave J.Crew. When you enroll in the Consumer Choice Plan, you must open your Health Savings Account (HSA), in order to receive J.Crew's contributions.

To be an eligible individual and qualify for an HSA, you must meet the following requirements:

- You must be covered under the J.Crew Consumer Choice Plan (CCP)
- You have no other health coverage
- You are not enrolled in Medicare
- You cannot be claimed as a dependent on someone else's tax return
- You cannot have a full scope Flexible Spending Account (FSA) or Health Savings Account (HSA)
- Your spouse can not have a full scope FSA

HERE'S HOW IT WORKS:

- 1. J.Crew contributes to the account.** If you enroll in the CCP, J.Crew will contribute **\$400** to your HSA (**\$800** if you elect family coverage) to help you meet the plan's higher deductible.
- 2. Save on taxes.** If you would like to add more funds to the account, you can contribute money from your paycheck before taxes are taken out (up to the yearly IRS limits).

- 3. Use your HSA.** You can use your HSA to pay for eligible health care expenses on a pre-tax basis.*

- 4. Examples include:** Coinsurance, deductibles, prescriptions, and dental & vision expenses. A full list of eligible expenses is available at www.irs.gov.

- 5. Grow your HSA.** If you don't spend all of the money in 2017, **all available funds roll over year after year**, and allow the account to grow over time.



HOW MUCH CAN YOU CONTRIBUTE?	2017 IRS CONTRIBUTION LIMIT	ANNUAL J.CREW CONTRIBUTION	YOUR MAXIMUM CONTRIBUTION AMOUNT
Associate Coverage	\$3,400 ⁺	\$400	\$3,000
Family Coverage	\$6,750 ⁺	\$800	\$5,950

*Any reference to taxes is at the federal level. State tax rules may vary.

⁺ If an individual reaches age 55 by the end of the calendar year, he or she can contribute an additional \$1,000.

HOW TO SAVE ON HEALTH CARE

STAY IN-NETWORK FOR CARE

When you stay in-network, you pay less out-of-pocket without compromising the quality of care. Many physicians, hospitals and other health care providers participate in the national network. When you see in-network providers, you receive a higher level of coverage and you benefit from discounted fees for covered in-network services.

When you see out-of-network providers, you pay more out-of-pocket. First, you must meet a higher annual deductible. Then, eligible expenses are reimbursed at 60% of the Reasonable and Customary (R&C) allowance. In addition to your share of the cost, you must also pay any charges that exceed the R&C limits.

BE A SMART HEALTH CARE CONSUMER

Being a smart health care consumer begins with staying healthy. After all, the best way to reduce your medical costs is to minimize doctor visits.

When you do need medical services, ask questions. For instance, are there less expensive treatment options? If you need out-patient surgery, are there surgical centers that will be less expensive than having the procedure done in a hospital? Is there a generic or preferred alternative to a high cost brand name drug prescribed by your physician? (see *Save on Prescription Box* for more information)

YOUR ANNUAL PHYSICALS AND ROUTINE MEDICAL SCREENINGS ARE FREE

Both health plans pay 100% (with no copay or deductible) for eligible in-network preventive care. So, schedule your family's annual physicals, immunizations and wellness screenings, such as annual gynecological exams, routine mammograms and prostate and other cancer screenings.

For a complete list of covered preventive care services for men, women and children, visit your health plan's website (see Important Contact Information).

ADDITIONAL PREVENTIVE CARE BENEFITS FOR WOMEN

The following additional preventive care services are covered in-network at 100%:

- Contraceptive counseling and contraceptives, including generic birth control pills and brand-name birth control pills when generic equivalents are not available
- Breastfeeding support, supplies and counseling, including breast pumps
- Screening for gestational diabetes, HPV, sexually transmitted infections, HIV and domestic violence

SAVE ON PRESCRIPTION DRUGS

Request generics to save more.

Generics are equally effective and generally cost less than their brand-name counterparts.

See whether your prescription drug is on the preferred list. If your doctor prescribes a medication not available in generic form, look to see if it's a preferred drug listed under "Tier 2" of the formulary. If it isn't, work with your doctor to determine whether a "Tier 2" drug is available.

Use network pharmacies. Fill prescriptions at pharmacies in Express Scripts' large national network. If you go out-of-network, there is no coverage.

Use Mail Order for maintenance medications. Save money on a 90-day supply delivered to your home.

PLAN BENEFIT	PPO		CCP	
	In-Network ¹	Out-of-Network ²	In-Network ¹	Out-of-Network ²
Annual Deductible ^{3,4,5} (individual/family)	None	\$1,500/\$3000	\$1,500/\$3,000	\$3,000/\$6,000
J.Crew HSA Contribution (individual/family)	N/A	N/A	\$400/\$800	
Coinsurance (what J.Crew pays after you meet the deductible)	80%	60%	80%	60%
Annual Out-of-Pocket Maximum ^{3,4,5} (individual/family) (Includes deductible, office visit copays, coinsurance, and in-network prescription drug copays)	\$3,000/\$6,000	\$6,000/\$12,000	\$3,000/\$6,000	\$6,000/\$12,000
Preventative Health Care (annual checkups, immunizations, screenings)	100%	60%, after deductible	100%, no deductible	60%, after deductible
Office Visits Primary Care Specialist	\$25 copay \$40 copay	60% after deductible	80% after deductible	60% after deductible
Emergency Room	100% after \$150 copay (waived if admitted)		80% after deductible	
Inpatient Hospitalization (including maternity)	80%	60% after deductible	80% after deductible	60%, after deductible
Routine Maternity Office Visits	100%; tests paid at 80%	60% after deductible	100%, no deductible; tests paid at 80% after deductible	60% after deductible
Outpatient/Same-Day Surgery	80%	60% after deductible	80% after deductible	60% after deductible
Lab, X-ray ⁶	80%	60% after deductible	80% after deductible	60% after deductible
Prescription Drugs ⁷				
Retail (Up to 30 days)	(tier1/tier2/tier3) \$10/\$35/\$60	Not covered	80% after deductible	Not covered
Mail Order (Up to 90-day supply)	\$25/\$87.50/\$150	Not covered	80% after deductible	Not covered

1. In-network benefits are based on negotiated rates. You will not be billed for any amount over the negotiated rate.

2. Out-of-network benefits are based on Reasonable & Customary (R&C) charges. You're responsible for any charges in excess of the amount J.Crew pays.

3. Each person must satisfy his or her annual deductible and individual out-of-pocket maximum (in-network prescription drug copays will apply toward the out-of-pocket maximum). For family coverage, the expenses of two or more family members may be combined to satisfy the family deductible and out-of-pocket maximum. However, no one person can satisfy more than his or her individual deductible or out-of-pocket maximum.

4. In Consumer Choice, if you cover family members, everyone's expenses contribute to the family deductible and out-of-pocket maximum. The family deductible must be met before the plan begins paying benefits for anyone.

5. Annual deductibles and out-of-pocket maximums apply separately if you use both in- and out-of-network providers.

6. Under the PPO, a copay may apply if performed in the doctor's office.

7. Under the PPO, you are responsible for the copay or the Reasonable & Customary (R&C) price of a prescription drug, whichever is less. The mail-order program is recommended for maintenance medications. If you request a fourth fill of a maintenance prescription at a retail pharmacy, you will pay the full mail-order copay but receive only a 30-day supply.

SAVE MONEY BY BEING TOBACCO-FREE

If you and your covered family members do not use tobacco (e.g., cigarettes, cigars, chewing tobacco, snuff), you receive a \$40 discount on your medical premiums each month.

To receive the discount, you will need to certify that you and your family members are tobacco-free and will remain tobacco-free for the remainder of the plan year. See the Tobacco Premium Policy for more information.

You must complete the Tobacco-Use Affidavit during your initial benefits enrollment and every year during the annual Open Enrollment period.

An associate who intentionally falsifies his/her non-tobacco use or that of an eligible covered dependent will be immediately subject to tobacco premiums and may be subject to termination of health plan coverage with responsibility for all claims incurred, as well as discipline up to and including termination of employment

QUIT FOR LIFE®

The Quit For Life Program is a tobacco cessation program available at no cost to all regular full-time associates and dependents age 18 or older enrolled in a J.Crew Health Plan. You can sign up anytime. Program features include:

- Phone-based coaching, text messaging and web-based information
- Unlimited calls with a Quit Coach
- A personalized plan to help you quit
- Nicotine patches and gum

Quit For Life is nine times more effective than quitting on your own. In addition, our health plans provide 100% coverage for the prescription drugs Chantix® and bupropion for the first six months after you enroll in the Quit For Life Program. Contact Quit For Life at 866-Quit-4-Life (866-784-8454) or www.quitnow.net to sign up.

RESOURCES TO HELP YOU BE HEALTHY

J.Crew provides a variety of services and resources to support your good health.

What's more, your privacy is always protected—you are receiving services in the strictest of confidence.

The Personal Nurse Advocate Service offers support for a wide variety of medical conditions, such as asthma, diabetes and depression. A registered nurse will work with you, helping you develop a personal action plan to better manage your condition, avoid unnecessary complications and improve your quality of life.

The Behavioral Health Support Service Line complements the Life Resources program. Professional counselors are available, 24 hours a day, 7 days a week, to provide private, confidential assistance—whether it's answering your questions, helping you locate the right network provider for outpatient counseling or arranging hospital admissions for you or a covered family member.

The Diabetes Support Program helps individuals with diabetes manage their condition. Through the Diabetes Support Program, you receive free diabetic supplies and prescription drugs.

Log on to your health plan's website to find a wealth of health care information. You can complete an online health assessment to receive a snapshot of your health and register to participate in special programs that focus on your specific health needs.



PRESCRIPTION DRUG COVERAGE

Prescription drug coverage through Express Scripts is included when you enroll in either health plan.

Your Cost for Prescription Drugs:

PREFERRED PROVIDER ORGANIZATION			CONSUMER CHOICE PLAN
	Network Retail Pharmacy (up to 30-day supply) In-Network Only	Mail Order (up to 90-day supply) In-Network Only	Network Retail Pharmacy and Mail Order
Tier 1*	\$10	\$25	You pay 20% after you meet your annual deductible
Tier 2*	\$35	\$87.50	
Tier 3*	\$60	\$150	

*Drug tiers are based on the Express Scripts formulary, a list of covered medications approved by the U.S. Food and Drug Administration (FDA) as safe and effective. The formulary can be found at www.express-scripts.com.

**You are responsible for the lesser of the copay or the Reasonable & Customary (R&C) price of the drug.

SAVE WITH MAIL ORDER

Do you take maintenance medications for conditions like asthma, high blood pressure or diabetes? If so, you'll want to fill your prescription through mail order. You can receive up to a 90-day supply of medication delivered to your home for added convenience.

If you use a retail pharmacy for your fourth fill of a maintenance prescription, you will pay 100% of the cost of your medication:

Ask your doctor to write your prescription for a 90-day supply (in generic form, where possible). Visit www.express-scripts.com, download a mail-order form, complete and mail it to Express Scripts. You can order refills by phone or online.

100% COVERAGE FOR CONTRACEPTIVES

In-network counseling and contraceptives, including generic birth control pills, and brand-name birth control pills when generic equivalents are not available, are covered at 100%.

MANAGING PRESCRIPTION DRUG COSTS

You may pay less for specialty prescriptions. A small number of specialty drugs will not be filled for the full amount prescribed by your doctor if you are enrolled in the PPO or CCP. This is because the dosage on these drugs frequently changes for new patients until the right treatment level is reached. In these cases, since there is a chance you will need a new prescription before the month is over, Express Scripts will send you a smaller quantity and charge a prorated copay.

Dispense as Written rule. If you request to have your prescription filled with the brand name drug when a generic is available, the plan will only cover up to the cost of the generic. You will be responsible to pay the difference between the cost of the generic and the brand name.

CRITICAL ILLNESS INSURANCE

A serious illness can strike at any time. Aside from the usual anxiety, you have to deal with the harsh financial impact. The fees for doctors, tests, hospital stays and other services add up quickly, draining your savings and driving up your credit card balances.

Critical illness insurance helps provide financial protection in the event of a covered serious illness.

The policy pays the full benefit directly to you if you are diagnosed with a covered condition. You can use this benefit any way you choose – to pay deductibles and coinsurance, expenses your family incurs to be by your side, or simply to replace your lost earnings from being out of work.

PLAN FEATURES

You choose the benefit amount when you enroll.

You can purchase between \$5,000 and \$30,000 of coverage without having to take a medical exam.

- You do not have to be terminally ill to receive benefits.
- Family coverage is available
- A Wellness Benefit is included, which pays an annual benefit if a covered health screening test is performed (blood tests, stress tests, colonoscopies, chest X-rays, etc.).
- Coverage is portable – you can take your policy with you if you change jobs or retire.

COVERED ILLNESSES INCLUDE:

- Heart Attack
- Cancer
- Stroke
- End Stage Renal (Kidney) Failure
- Major Organ Transplant
- ALS (Amyotrophic Lateral Sclerosis)
- Alzheimer's Disease
- Advanced Parkinsons

Major Illness costs cause more than 60% of all bankruptcies, and 78% of those affected had health insurance.

Individual Premiums begin as low as 60 cents/week.

Your premium will depend on age and tobacco status.



HOSPITAL INDEMNITY INSURANCE

A stay in the hospital doesn't have to be a financial nightmare. Hospital Indemnity Insurance provides financial protection if you or covered family member is admitted into a hospital.

Hospital Indemnity Insurance pays you directly if you're admitted into a hospital. You receive a **\$1,000 benefit** once you're admitted into the hospital and then an additional **benefit of \$200** for each day you stay there up to one year.

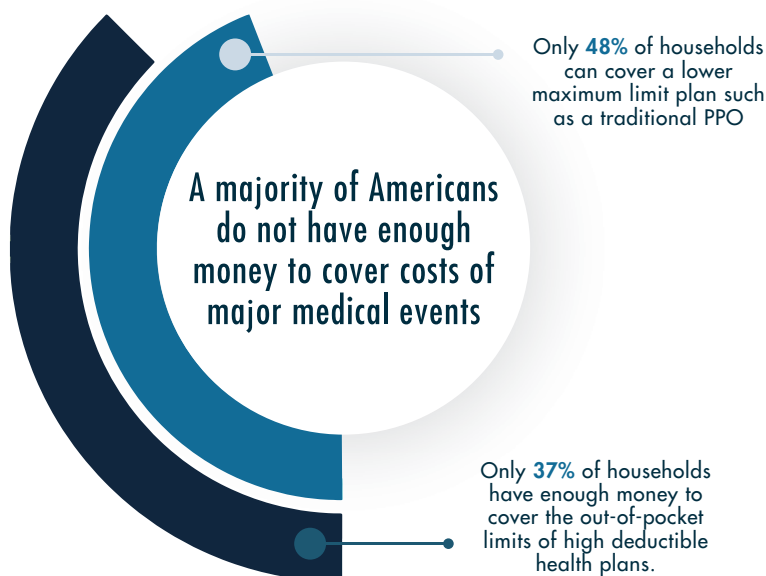
Additional benefits are paid for intensive care and for rehab facilities. You also receive a \$100 Wellness benefit.

It's a great way to pay for medical plan deductibles and coinsurance until the out-of-pocket maximum kicks in. You may also have enough left over to pay for family-member lodging and food while they stay near the hospital.

Hospital Insurance is a smart way to protect yourself from expensive hospital costs. It's worth checking it out.

Premiums begin at \$8.18 per week for individual coverage.

Your premium will depend on how many dependents are covered.



DENTAL BENEFITS

The Dental Plan gives you the option to use in-network or out-of-network providers—but you pay less when you see an in-network Anthem dentist.

When you choose a network dentist, the cost for services is based on a negotiated rate and the provider can't charge any more than this rate. Go to www.anthem.com to find a network dentist.

If you see an out-of-network dentist, the cost is based on the dentist's actual charge, and you're responsible for the difference between the dentist's charges and the amount the plan pays.

DENTAL PLAN COVERAGE		
Expense	In-Network Coverage	Out-of-Network Coverage
Annual Deductible for Major Restoration Services Only	\$50 Associate Only \$100 Associate + Spouse ¹ \$100 Associate + Child(ren) ¹ \$150 Associate + Family ¹	
Preventative Services and Diagnostic Care (oral exams, cleanings, X-rays) ²	100%, no deductible	100% of R&C, no deductible
Basic Restoration Services (fillings, root canal therapy, simple extractions)	80%, no deductible	80% of R&C, no deductible
Major Restoration Services (crowns, bridges, dentures)	50%, deductible applies	50% of R&C, deductible applies
Orthodontia Services (dependent children to age 19 only)	50%, no deductible	50% of R&C, no deductible
Annual Maximum (does not apply to orthodontia)	\$2,000 per covered person ³	
Orthodontia Lifetime Maximum	\$2,000 per covered person ³	

1. No one family member will pay more than \$50 toward the annual family deductible.

2. Exams and cleanings are limited to twice per year. Frequency of X-rays varies based on type of X-ray.

3. Annual Maximum is \$2,200 per covered person if you received at least one cleaning in the last 12 months.

Note Regarding Dental ID Cards: The branding on your dental ID card will be based on your state of residence. Members in CA, IN, OH, KY, CT, ME, NH, CO, NV, GA, VA, MO and WI receive cards with the Anthem logo. Members in all other states will receive cards with the BlueCross BlueShield logo.

PREVENTIVE DENTAL CARE TWICE A YEAR AT NO COST!

The Dental Plan covers preventive exams and cleanings twice each year at 100% with no deductible.

Take advantage of your preventive dental benefits to keep your smile bright and maintain your overall health. Plus, reduce your risk for gum disease—it's often linked to other medical conditions such as diabetes.

Not only are preventive visits free, but if you complete at least one cleaning in 2017, you will receive a \$200 increase in your annual benefit maximum for 2018. So, be sure to schedule your preventive dental care.

VISION PLAN

The Vision Plan covers eyeglass lenses and contacts every year. Plus, you can get new frames every two years.

You may use in-network or out-of-network providers, but you pay less when you use an in-network VSP provider. Review the chart below to see how you can save money and maximize your vision benefits when you use VSP providers. Visit www.vsp.com to find a network provider.

VISION PLAN COVERAGE		
Eyewear or Service	In-Network Coverage	Out-of-Network Coverage/ Reimbursement
Exam copay (once every 12 months)	\$15 copay	Up to \$50
Lenses (once every 12 months)		
Single	100% after \$25 copay	Up to \$50
Bifocal (lined)	100% after \$25 copay	Up to \$75
Trifocal (lined)	100% after \$25 copay	Up to \$100
Contact Lenses	Up to \$130 reimbursement ² (no copay)	Contact VSP
Eyeglass Frames (once every 24 months)	Up to \$150 reimbursement after \$25 copay ³	Up to \$70

1. If frames and lenses are purchased together, one \$25 copay applies; if purchased separately, a \$25 copay applies to each.
2. Allowance applies to the cost of lenses, plus an additional contact lens fitting and evaluation exam.
3. Additional 20% off any out-of-pocket costs in excess of allowance.



CHOOSING A VISION CARE PROVIDER

You can see a VSP provider or retail chain affiliate. Visit vsp.com to find participants.

FLEXIBLE SPENDING ACCOUNTS

REDUCE YOUR OUT-OF-POCKET COSTS AND LOWER YOUR TAXABLE INCOME

Contribute to Health Care and Dependent Care FSAs and have before-tax deductions taken automatically from each paycheck. You can then use the money in your FSA to pay eligible expenses with tax-free dollars. The J.Crew FSAs (and HSA) are administered by WageWorks.

THERE ARE THREE TYPES OF FSAS—HERE'S HOW THEY WORK

Due to IRS regulations, if you enroll in the Consumer Choice Plan, you will not be able to enroll in a general Health Care FSA. However, you can enroll in a Limited Purpose Health Care FSA for dental and vision expenses.

If you enroll in a J.Crew Health Plan and the Health Care FSA or the Limited Purpose Health Care FSA and do not use your debit card to pay for eligible expenses, you will automatically be reimbursed for any eligible out-of-pocket medical, prescription drug, dental and vision expenses that you incur without submitting a claim to WageWorks.

If you enroll in the Health Care FSA without being enrolled in a J.Crew Health Plan (you have medical coverage elsewhere), you will need to submit claims to WageWorks for your out-of-pocket expenses.

WHAT EXPENSES ARE ELIGIBLE?

If you participate in the following, eligible expenses include:

HEALTH CARE FSA:

- Medical, prescription drug, dental and vision deductibles, coinsurance and copays
- Orthodontia and laser eye surgery
- Smoking cessation aids (nicotine patches and gum)
- Certain over-the-counter drugs if you have a doctor's prescription

LIMITED PURPOSE FSA:

- Dental and vision deductibles, coinsurance and copays
- Dental and vision prescriptions
- Certain over-the-counter drugs for dental and vision care, if you have a doctor's prescription

DEPENDENT CARE FSA:

- Qualified child care centers, private child care providers, nursery schools, summer day camps and after-school care provided for your eligible children up to age 13
- Day care for an aging or disabled dependent who lives with you and requires your financial support

For more information about eligible expenses, call 1-800-TAX-FORM or visit www.irs.gov and see Publication 502 (Health Care) and Publication 503 (Dependent Care).

FLEXIBLE SPENDING ACCOUNTS

	Health Care FSA (PPO)	Limited Purpose Health Care FSA (CCP)	Dependent Care FSA
Eligible expenses	Medical, prescription drug, dental and vision expenses	Dental and vision expenses	Care for children under age 13 or disabled dependents while you work
Maximum annual contribution	\$2,600	\$2,600	\$5,000* (\$2,500 if you are married and file separate tax returns)
How you pay expenses**	Up front/Debit card	Up front/Debit card	Up front
Reimbursement	Eligible expenses are automatically deducted from your account when you pay with the debit card; if you pay up front, WageWorks automatically reimburses you	Eligible expenses are automatically deducted from your account when you pay with the debit card; if you pay up front, WageWorks automatically reimburses you	You submit claims and receipts to WageWorks for reimbursement
Use it or lose it deadline	March 15, 2018	March 15, 2018	December 31, 2017
Submit claims by	June 30, 2018	June 30, 2018	March 31, 2018

Your Dependent Care FSA annual contribution maximum may be reduced by plan or IRS limitations.

** Enrollees in the Health Care FSA and Limited Purpose FSA have two options to pay for out-of-pocket expenses: use the WageWorks debit card or pay up front. If up front, WageWorks will automatically reimburse you. Keep your receipts—you may be requested to substantiate your claims and provide proof. For the Dependent Care FSA, you will need to pay up front and submit your claims to WageWorks.

WANT TO SEE EXACTLY HOW THE FSA WORKS?

Let's assume you're married with one child, you earn \$30,000 a year, and you enroll in the PPO medical plan. In 2017, you know that you'll have at least \$2,000 in out-of-pocket health care and dependent care expenses, including medical and dental deductibles and your child's day care expenses.

You can pay for your expenses and save yourself \$453 in taxes by contributing \$2,000—that's less than \$40 per week—to the FSAs! Here's how:

	Expenses Paid Through the FSAs	Expenses Not Paid Through the FSAs
Annual Pay	\$30,000	\$30,000
Health Care and Dependent Care FSA Contribution	\$2,000	\$0
Taxable Income	\$28,000	\$30,000
Estimated Federal Income and Social Security Taxes*	\$4,599	\$5,052
After-Tax Health Care and Dependent Care Expenses	\$0	\$2,000
Take-Home Pay (after medical expenses)	\$23,401	\$22,948
Tax Savings	\$453	\$0

This example is for illustrative purposes only. Your actual tax savings will vary depending on the amount you contribute and the tax rates in effect during the calendar year.

KNOW THE “WHAT, WHEN, AND WHERE” FOR 2017 FSA CLAIMS

FSA Type	Incur Eligible Expenses	Submit Claims by	Submit Claims to
Health Care	Jan. 1, 2017 – Mar. 15, 2018	June 30, 2018	WageWorks
Limited Purpose Health Care	Jan. 1, 2017 – Mar. 15, 2018	June 30, 2018	WageWorks
Dependent Care	Jan. 1, 2017 – Dec. 31, 2017	Mar. 31, 2018	WageWorks

Please note, if you have FSA funds left in your 2016 account as of January 1, 2017, WageWorks will use that account first for any claims from 1/1/2017 – 3/15/2017, before drawing funds from your 2017 FSA.

IMPORTANT IRS REGULATIONS

Your contributions cannot be changed during the year unless you have a qualified change in status. Also, since domestic partners are not considered eligible dependents by the IRS, you cannot submit expenses for your domestic partner and his/her children for reimbursement.

You must enroll in the FSAs each year to participate.

A GREAT WAY TO SAVE ON YOUR COMMUTE

If you commute to work using public transportation and/or pay to park at work, consider participating in the WageWorks Commuter Program sponsored by J. Crew. You'll pay for your qualified commuting expenses with automatic, before-tax payroll deductions, which means you'll pay less in taxes (like an FSA)!

To find out more, log on to www.wageworks.com or call 877-WAGEWORKS (877-924-3967), Monday through Friday, 8 a.m. to 8 p.m. ET.

LIFE INSURANCE

You automatically receive Basic Life and Accidental Death & Dismemberment (AD&D) coverage at no cost to you. This coverage is administered by The Hartford. Eligibility begins the first of the month after 30 days of active employment.

BASIC LIFE INSURANCE

You receive Basic Life Insurance equal to two times your base annual salary, up to \$500,000.

BASIC ACCIDENTAL DEATH & DISMEMBERMENT (AD&D)

You receive a benefit equal to two times your base annual salary, up to \$500,000. If your accident results in a loss of hearing, speech or eyesight, or a hand, foot or limb, your benefit is a percentage of the Basic Life Insurance amount.

SUPPLEMENTAL LIFE INSURANCE

You can add to the company-paid basic term life coverage by purchasing supplemental life insurance. You can choose a benefit amount of one to five times your annual base salary up to \$500,000 (coverage is guaranteed for up to \$300,000, which means a medical exam is not required on a benefit up to that amount).

AGE	MONTHLY PREMIUM PER \$1,000 BENEFIT AMOUNT
<25	\$0.05
25-29	\$0.06
30-34	\$0.08
35-39	\$0.09
40-44	\$0.10
45-49	\$0.15
50-54	\$0.23
55-59	\$0.43
60-64	\$0.66
65-69	\$1.27
70-74	\$2.06
75+	\$5.40

Example:

A 34 year-old earning \$45,000, choosing to purchase an additional two times their annual salary:

$$2 \times \$45,000 = \$90,000$$

$$\$90,000 / 1,000 = 90$$

$$\$0.08 \times 90 = \$7.20 \text{ monthly}$$

$$\$7.20 \times 12 = \$86.40 \text{ annually}$$

$$\$86.40 / 52 \text{ weeks} = \$1.66 \text{ per pay period (weekly)}$$

$$\$86.40 / 26 \text{ weeks} = \$3.32 \text{ per pay period (biweekly)}$$

The premium for an additional \$90,000 in life insurance coverage is **\$86.40 per year**.

TAKE YOUR LIFE INSURANCE AND AD&D WITH YOU

If you leave J.Crew or if you have a status change and are no longer eligible for coverage, you have the option of continuing coverage for you and your dependents through an individual policy. You must apply within 31 days of the date coverage ends.

Contact Human Resources (see Important Contact Information) or The Hartford for more information.

DEPENDENT LIFE INSURANCE FOR YOUR FAMILY

You may purchase life insurance on an after-tax basis for your spouse, and your child(ren) up to age 26. Life insurance for your family pays you—the beneficiary—upon their death.

You can purchase coverage on your spouse up to \$20,000.

The same age-banded rates apply to spouse coverage. (Rate is based on the associate's age.)

You can purchase coverage for your child(ren) in the amount of \$2,000 or \$4,000 per child.

DISABILITY INSURANCE

You automatically receive Short-Term Disability (STD) and Basic Long-Term Disability (LTD) coverage. These plans are administered by Prudential. Eligibility begins the first of the month after 90 days of active employment.



SHORT-TERM DISABILITY (STD)

The STD Plan replaces 70% of your weekly pay for up to 26 weeks if you are unable to work because of a non-work-related injury, illness or pregnancy. STD benefits begin on the first day you are unable to work due to an injury and on the eighth day if your disability is due to illness.

LONG-TERM DISABILITY (LTD)

Basic LTD coverage replaces 60% of your base annual salary, up to \$1,000 per month. LTD benefits begin after you have been disabled for 180 days. For additional coverage, you can buy Supplemental LTD on an after-tax basis and receive 60% of your salary, up to a maximum monthly benefit of \$15,000.

For example, if your salary is \$50,000 per year and you enroll in Supplemental LTD, here’s how your per-pay-period cost is calculated:

Salaried Associate	Hourly Associate
$\$50,000 \div 100 = 500$	$\$50,000 \div 100 = 500$
$\$0.23 \times 500 = \115 annually	$\$0.31 \times 500 = \155 annually
$\$115 \div 26 = \4.42 per pay period	$\$155 \div 52 = \2.98 per pay period

EVIDENCE OF INSURABILITY

You will need to complete an Evidence of Insurability (EOI) form if you are enrolling for Long-Term Disability coverage for the first time (except for newly eligible associates). Human Resources will provide you with an EOI form, if required. Your coverage will not begin until your application is approved by Prudential.

OTHER BENEFITS

J.Crew provides a variety of other benefits for you and your family:

- Paid Time Off (PTO)
- Associate Referral Program
- Associate and dependent discounts

Visit the J.Crew Intranet or contact **Human Resources** (see **Important Contact Information**) for more information about these programs.

LIFE RESOURCES PROGRAM ADMINISTERED BY COMPSYCH

Personal concerns, planning for life events or simply managing daily life can affect your work, health and family. That is why J.Crew offers Life Resources, to make your life easier and help you deal with the everyday challenges.

This program provides confidential help with a wide variety of personal and work concerns—such as stress, parenting, substance abuse, relationship, family and financial issues—through services that include:

- Phone conversations with a Life Resources counselor
- Six face-to-face sessions on a specific issue
- Healthy coaching (5 sessions)
- Estate guidance for will
- Referrals to resources, services and support in your community

Life Resources is available 24 hours a day, 7 days a week, 365 days a year. For more information, call **844-729-5168** (TDD **800-697-0353**) or visit www.guidanceresources.com (WebID: JCrew).

VOLUNTARY BENEFITS

Voluntary benefits offer you and your eligible dependents additional savings and protection. Because J.Crew makes these products available to you, you get the benefit of a group discount.

Commuter Program (administered by WageWorks) helps you pay for qualified commuting expenses with automatic, before-tax payroll deductions. Which means, you'll pay less in taxes (like an FSA)! If you commute to work using public transportation and/or pay to park at work, consider participating in the WageWorks Commuter Program. To find out more, log on to www.wageworks.com or call **877-WAGEWORKS (877-924-3967)**, Monday - Friday, 8 a.m. to 8 p.m. ET.

MetLaw (administered by Hyatt Legal) provides personal legal services for eligible associates, their spouses and dependent children. Examples of covered services include wills, the sale or purchase of a home and counsel regarding traffic tickets. For more information, call **800-821-6400**.

Auto/Homeowners Insurance (administered by MetLife) offers discounted coverage for your auto, home, condo, boat, recreational vehicle and other possessions. Rates are based on your personal history. For more information, call **800-438-6388**.

Identity Theft Protection (administered by InfoArmor) offers a comprehensive, proactive identity theft defense. It can help limit your chances of experiencing fraud and restore your identity if it does become compromised. It includes credit monitoring, an expert to help restore your identity, a \$25,000 identity theft insurance policy and more. For more information, call **800-789-2720**.

Critical Illness Insurance (administered by MetLife) helps provide financial protection in the event of a covered serious illness. For more information, see page 11 of this guide, or contact MetLife at **800-GET-MET8 (800-438-6388)**.

Hospital Indemnity Insurance (administered by MetLife) provides financial protection if you or covered family member is admitted into a hospital. For more information, see page 12 of this guide or contact MetLife at **800-GET-MET8 (800-438-6388)**.

THINK IT'S TOO EARLY TO START SAVING FOR RETIREMENT?

Think again! Look at the difference between starting your retirement savings at age 25 and at age 35, with a \$20 per week investment at an 8% annual interest rate.

TOTAL RETIREMENT SAVINGS COMPOUNDED BY AGE 65 =

\$122,376 Starting at age 35



\$279,850 Starting at age 25



401(K) PLAN

The 401(k) Plan makes it easy and convenient to save for retirement through payroll deductions on a traditional before-tax or Roth after-tax basis. Your 401(k) account balance includes contributions from both you and J.Crew. You may contribute up to 25% of your eligible pay, up to the IRS maximum (\$18,000 for 2017).

Then, J.Crew will help your account grow more quickly by matching 100% on the first 3% of pay you contribute, and 50% on the next 2% of pay you contribute to the Plan (to a maximum of \$10,800 for 2017). If you make the maximum contribution to your plan account, and you are 50 years of age or older during the calendar year, you can make an additional “catch-up” contribution of \$6,000 in 2017.

J.Crew Company-match contributions are always provided before tax, regardless of your contribution election.

You have the flexibility to select from investment options that range from more conservative to more aggressive, making it easy for you to develop a well-diversified investment portfolio.

WHEN WILL YOU BE ELIGIBLE TO PARTICIPATE?

You can join the 401(k) Plan if you are a:

New associate who is at least 21 years old, with one year of service and 1,000 or more hours worked.

Rehired associate who was previously eligible to participate in the 401(k) Plan. You may be eligible to participate immediately upon re-employment. You should contact Human Resources for details.

When you become eligible, you will receive a mailing at home from Fidelity Investments with details about the 401(k) Plan. In addition, you may visit www.401k.com or call Fidelity Investments at 800-421-3844 for more information. When you sign up, be sure to designate your beneficiary.

If you have a balance in an IRA or a former employer's retirement plan (and are eligible to request a distribution), you may also roll over your account balance to J.Crew at any time. For more information, contact Human Resources (see Important Contact Information).

TERMS TO KNOW

BENEFICIARY is a person or organization you designate to receive your 401(k), life insurance and AD&D benefits if you die. You may change your beneficiary at any time.

COINSURANCE is the percentage of costs you pay after you meet your deductible.

COPAY is a flat dollar amount you pay for certain services, such as in-network doctors' office visits or prescriptions in the PPO medical plan.

DEDUCTIBLE is the amount you pay each year before J.Crew begins paying for some health care services. Once you meet your deductible, J.Crew covers the majority of the cost of most services.

OUT-OF-POCKET MAXIMUM is the most you will pay for covered services including your deductible, office visit copays and coinsurance, including prescription drugs. Once you pay this amount, J.Crew pays 100% for the rest of the year.

PREMIUM is the amount that is deducted from your paycheck to pay for your benefits.

PRIMARY CARE PHYSICIAN (PCP) is a doctor, such as an internal medicine doctor or pediatrician, who provides regular care such as routine physicals and treatment of minor illnesses or injuries.

REASONABLE & CUSTOMARY (R&C) is a charge set by the claims administrator that is used to calculate your benefits when you see out-of-network providers. Generally, it is an average amount doctors and other health care providers in your area charge for the service you received. If you see an out-of-network provider, the amount paid by J.Crew will be based on the R&C amount, and you must pay all amounts above the amount paid by J.Crew.



NOTICES

WOMEN'S HEALTH AND CANCER RIGHTS ACT OF 1998

In accordance with federal law, the J.Crew Health Plan provides the following services to any person receiving benefits in connection with a mastectomy: reconstruction of the breast on which the mastectomy has been performed; surgery and reconstruction of the other breast to produce a symmetrical appearance; and prostheses and treatment of physical complications of all stages of a mastectomy, including lymphedemas (swelling associated with the removal of lymph nodes).

If you receive benefits from the Health Plan for a mastectomy, and you then elect to have reconstructive surgery, the Health Plan must provide coverage in a manner determined in consultation with the attending physician and the patient. The plan's benefits for breast reconstruction and related services will be the same as other services covered by the plan.

NEWBORNS AND MOTHERS HEALTH PROTECTION ACT

Group health plans and health insurance issuers generally may not, under federal law, restrict benefit for any hospital length of stay in connection with childbirth for the mother or newborn child to less than 48 hours following a normal vaginal delivery; or 96 hours following a cesarean section. However, federal law generally does not prohibit the mother's or newborn's attending provider, after consulting with the mother, from discharging the mother or her newborn earlier than 48 hours (or 96 hours as applicable). In any case, plans and issuers may not, under federal law, require that a provider obtain authorization from the plan or the insurance issuer for prescribing a length of stay not in excess of 48 hours (or 96 hours).

SUMMARY OF BENEFITS AND COVERAGE (SBC)

SBCs provide health plan information in a standard format. You may find the SBCs helpful if you are comparing J.Crew's coverage with plans offered by your spouse's employer.

IMPORTANT NOTE ABOUT PRIVACY

We understand your protected health information (PHI) is personal and must be protected. We are committed to protecting your PHI and will use it to the minimum necessary to accomplish the intended purpose.

INFORMATION ABOUT THE HEALTH INSURANCE MARKETPLACE

As part of Health Care Reform, you will need to enroll in a J.Crew Health Plan for 2017 or obtain coverage elsewhere. Coverage from another employer as well as coverage purchased through the Health Insurance Marketplace meets this requirement. For more information about the Marketplace, visit www.HealthCare.gov.

FOR MORE INFORMATION

For details regarding any of the plans or programs included in this overview, refer to the official plan documents, which govern in the case of disputes or conflicts. Not all J.Crew associates are eligible for all the plans discussed in this overview. This overview does not create a contract between J.Crew and any associate. J.Crew, at its discretion, reserves the right to change, interpret, modify or terminate any plan or the statements in this overview at any time. Changes are effective on the date J.Crew specifies.

The Marketplace Notice, Prescription Drug Notice, COBRA Notice and Medicaid/CHIP Notice are available on www.myjcrewbenefits.com.

IMPORTANT CONTACT INFORMATION

FOR INFORMATION ABOUT...	CONTACT BY PHONE OR ONLINE AT...		
Medical Benefits			
770/30-30 and Field Associates Health Plan Personal Nurse Advocate Service Behavioral Health Support Service	Aetna (plan #479184)	888-277-1057 888-277-1057 800-424-4047	www.aetna.com
Distribution/Call Center Associates Health Plan 24/7 Nurse Line Future Mom’s Service Line Personal Nurse Advocate Service Behavioral Health Support Service	Anthem (plan #WJE270019)	800-875-9214 866-623-3807 866-623-3807 866-623-3807 888-392-5730	www.anthem.com/jcrew
Health Savings Account	WageWorks	877-WAGEWORKS (877-924-3967)	www.wageworks.com
Other J.Crew Benefit Plans			
Prescription Drugs	Express Scripts (plan #JCREWRX)	800-711-0917	www.express-scripts.com
Dental	Anthem (plan #TBD)	1-877-604-2158	www.anthem.com/jcrew
Vision	Vision Service Plan (VSP) (plan #12157669)	800-877-7195	www.vsp.com
Critical Illness Insurance	MetLife	800-GET-MET8	
Hospital Indemnity Insurance	MetLife	800-GET-MET8	
Life Resources Program	CompPsych	844-729-5168 (TDD 800-697-0353)	www.guidanceresources.com (WebID: JCrew)
Flexible Spending Accounts	WageWorks	877-WAGEWORKS (877-924-3967)	www.wageworks.com
Life Insurance	The Hartford (policy # 681001)	877-778-1383	
Disability Insurance	Prudential (plan #50251)	877-367-7781	
401(k) Plan	Fidelity Investments (plan #56579)	800-421-3844	
Commuter Program	WageWorks	877-WAGEWORKS (877-924-3967)	
Overall Benefits Program and Enrollment - Contact Your Local Human Resources at:			
770/30-30 and Field Associates	J.Crew Benefits Hotline	212-209-8622 800-435-4609	benefits@jcrew.com
Distribution/Call Center Associates	Asheville Lynchburg San Antonio	828-687-6441 434-316-5864 210-730-9109	dcbenefits@jcrew.com

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