LoneStar 529 Plan® Imagine the Possibilities



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Dear College Saver:

Thank you for your interest in the LoneStar 529 Plan®.

As a parent, I know you're committed to doing all you can to help our children reach their full potential. And we both know that an increasingly important part of that effort is providing resources for higher education expenses.

We're pleased to offer a plan that allows you to save for rising education expenses. The LoneStar 529 Plan's tax advantages, flexibility and diversified investment options help you save to pay for qualified higher education expenses.

The LoneStar 529 Plan is administered by the Texas Prepaid Higher Education Tuition Board, which I chair, and professionally managed by Orion Advisor Solutions, Inc. Earnings and withdrawals for qualified educational expenses are tax free and can be used at colleges and universities across the U.S. as well as select schools overseas, eligible career schools and registered apprenticeship programs.

A savings plan for post-secondary education is important, and choosing the right one is essential. With the LoneStar 529 Plan, you can give your child a head start toward a better future for themselves and our state.

If you have questions, or would like more information about the LoneStar 529 Plan, please visit our website at **www.lonestar529.com** or call us toll free at **800-445-GRAD (4723), option #4,** for plan details.

I encourage you to study this booklet and the other documents on our website to see how the LoneStar 529 can help you reach your goals.

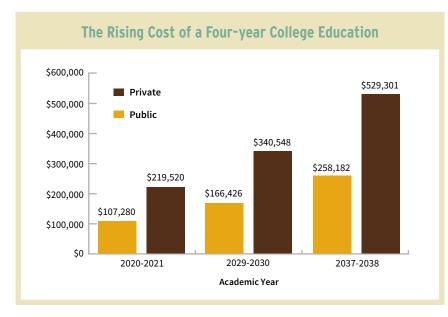
We look forward to helping you.

Sincerely,

Glenn Hegar Texas Comptroller of Public Accounts Chairman, Texas Prepaid Higher Education Tuition Board

Big Dreams Take Smart Planning

Anything is possible. That's the dream we have for our children, and, sometimes, the dream that takes our lives in exciting new directions. However, the cost of higher education, an important factor in achieving big dreams, keeps rising.



Source of chart data: The College Board, "Trends in College Pricing and Student Aid 2020." Average college costs for four years of school include tuition, fees, books and supplies, room and board, transportation and other expenses as well as an assumed 5% annual rate of increase. This illustration uses the "Average Estimated Full-Time Undergraduate Budgets (Enrollment-Weighted) by Sector, 2020-21" figures to project the hypothetical future costs.

*Costs are for Public Four-Year In-State On-Campus

The LoneStar 529 Plan

The LoneStar 529 Plan (the "Plan") is an advisor-sold 529 savings plan administered by the state of Texas and managed by Orion Advisor Solutions, Inc., and distributed by Northern Lights Distributors, LLC.

The Plan's low initial deposit, affordable costs, flexibility, diversified investment options and tax advantages help make it simple to save and pay for qualified education expenses. You can use your savings for registered apprenticeship programs and at eligible colleges, universities, technical or graduate schools in Texas, throughout the U.S. and at select schools overseas.



The Benefits of an Early Start

Opening a LoneStar 529 Plan account can help you take advantage of the power of compounding earnings generated from previous earnings. This may potentially increase your account balance over time.

And the earlier you start, the bigger your account may potentially grow.



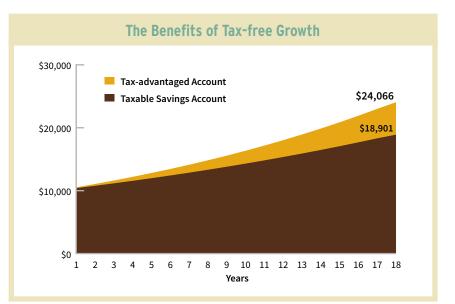
Please remember, when you invest in securities, your account value will fluctuate and there's always the possibility of losing money.

The Potential Benefits of the LoneStar 529 Plan

The possibilities for your child are endless, and the LoneStar 529 Plan can make it easier to save more for the education he or she deserves.

Tax-advantaged savings may help your account grow

Unlike a taxable account, the assets in your LoneStar 529 Plan account can compound tax free, giving you greater potential for growth over the long term. What's more, you can withdraw the money federal tax free, as long as it's used to pay for qualified educational expenses. When withdrawals are used for other purposes (a "non-qualified withdrawal"), any earnings are subject to federal income taxes plus an additional federal tax of 10% and any state and local income tax that might apply. Please check with your financial, tax or legal advisor for more about the possible state tax consequences.



This hypothetical illustration assumes an initial investment of \$10,000 and a 5% annual rate of return. The taxable account assumes a 28% federal tax rate. The illustration does not represent the performance of any specific account or investment and does not reflect any plan fees or sales charges that may apply. If such fees or sales charges had been taken into account, returns would have been lower.

Save more. Take advantage of high account balance maximum

There is a contribution cap of \$500,000 per beneficiary for all Texas 529 plans combined. Accounts with an aggregate contribution balance of \$500,000 may continue to accrue earnings, but additional contributions, including rollovers, are prohibited.

It doesn't take a lot to get started

Any U.S. citizen or permanent resident 18 years of age or older, regardless of income or state residency, can open or contribute to a Plan account, including parents, grandparents, aunts, uncles or even family friends. And they can do so for as little as \$25 per portfolio to start and \$25 per portfolio for subsequent investments.

You may also choose to open your account with only \$15 per portfolio when you set up an automatic purchase plan to transfer money directly from your bank account or from your paycheck. Just remember, systematic investing does not assure a profit and does not protect against loss in declining markets.

Use your savings at schools throughout the U.S.—and around the world

You can use your savings to pay for the cost of future undergraduate and graduate school college tuition, fees, and related educational expenses at eligible colleges and universities, including certain foreign institutions.

The plan may also be used for K-12 tuition (up to \$10,000 per year per beneficiary), eligible career schools and registered apprenticeship programs, and the repayment of qualified student loans for the beneficiary and/or the beneficiary's sibling (up to \$10,000 lifetime limit per student). Tax consequences of using 529 plans for elementary or secondary education tuition expenses will vary depending on state law and may include the recapture of tax deductions received from the original state as well as penalties. You should consider consulting with a tax or legal advisor to determine any such consequences.

Gift tax planning advantages make it easy to give

You can contribute up to \$16,000 (\$32,000 for married couples) per year, per beneficiary, or up to \$80,000 (\$160,000 for married couples) in a single five-year period¹—without triggering gift taxes. In addition, contributions treated as completed gifts are excluded from an account owner's estate, making the Plan an attractive option for grandparents looking for a way to contribute to a grandchild's dreams.

You retain control and direct how funds are used

The Plan's assets remain in your name for the life of the account. If your beneficiary decides not to pursue a higher education, you can change the beneficiary to another qualified family member without penalty,² keep the account for future use or make a non-qualified withdrawal. As stated on page 2, non-qualified withdrawals are subject to federal income tax as well as an additional federal tax of 10% and, for non-Texans, a non-qualified withdrawal may be subject to state income tax.

Available classes of units

The LoneStar 529 Plan offers two classes of units. Class A has a front-end sales charge of 2.75% and an annual distribution fee of 0.25% of assets paid to financial advisors. Class RIA is only available through qualifying fee-based registered investment advisors (RIAs) or Investment Advisor Representatives (IARs). Class RIA units do not have sales charges or an asset-based distribution fee. Rather, fees will be assessed separately by the financial advisor and not from plan assets.

Choose from a wide range of investments

The Plan offers a wide range of portfolios with underlying investments from Artisan, Baird, DFA, Dodge & Cox, Eaton Vance, Federated Hermes, Neuberger Berman, New York Life, PIMCO, T. Rowe Price, and Vanguard. Once you, in consultation with your financial advisor, decide how to invest, these teams of experienced professionals manage your assets with care. Of course, investments in the Plan are market-based and may rise or fall in value. As stated in the current Plan Description, total estimated fees for the portfolios range from 0.59% to 1.75% for Class A and 0.34% to 1.50% for Class RIA. Fees are subject to change.

- 1. If the contributor dies before the end of the five-year period, a prorated portion of the contribution allocatable to the remaining years in the five-year period, beginning with the year after the contributor's death, will be included within his or her gross estate for federal estate tax purposes.
- 2. Please see the Plan Description and Savings Trust Agreement for details. Consult your tax advisor to determine whether such a change creates a taxable gift.

Investments from Industry Leaders

The LoneStar 529 Plan's portfolios are designed to help you and your financial advisor find the right fit for your growth requirements, financial and tax situation and risk tolerance. You can choose between Target Enrollment Year, Risk-based, or Individual Asset Class Portfolios or any combination of the three. These options offer portfolios with a variety of investment allocations from industry leaders Artisan, Baird, DFA, Dodge & Cox, Eaton Vance, Federated Hermes, Neuberger Berman, New York Life, PIMCO, T. Rowe Price, and Vanguard.

Investment options

Target Enrollment Year Portfolios: Target enrollment year portfolios allow the plan manager to make asset allocation adjustments throughout the year providing a smoother glide path. Your savings are placed in a portfolio that you select based on the expected enrollment year of your beneficiary. Once you've estimated when you expect your child will need to use the savings, you may choose to select the target enrollment year portfolio that represents the date closest to your beneficiary's estimated year of enrollment. Typically, families assume their child will need their education savings at age 18. For example, if your child was born in 2021 and you anticipate they will begin college at 18 years of age, they may need to start accessing their college savings in the year 2039 (2021 plus 18). In this case you might decide to select the 2038-2039 Target Enrollment Year Portfolio.

Before investing in the Plan's target enrollment year portfolios, you should review the table on page 5 and consider additional factors, including your risk tolerance, personal circumstances and complete financial situation.

Risk-based and Individual Asset Class Portfolios: Each of our risk-based portfolios offers a group of investments that, together, target a specific risk profile. The individual asset class portfolios focus on a single type, or class, of investment and allow you to design your own asset allocation. Your investment will remain in that portfolio until you instruct the Plan to move it to another portfolio. Current law allows account owners to move investments between portfolios up to twice per calendar year.

A word from Orion Advisor Solutions, Inc.

Orion Advisor Solutions, Inc., was founded to empower the investment community with a suite of services designed to help the individual investor. With a client-centric culture, we proudly assist investors in pursuing their investment goals.

Underlying Portfolio Investments

Equity

- Artisan Value
- DFA US Small Cap
- T. Rowe Price Large Cap Growth
- Vanguard Total Stock Market Index
- Vanguard FTSE Social Index
- Dodge & Cox Global Stock
- Dodge & Cox International Stock
- Neuberger Berman Emerging Markets Equity
- T. Rowe Price Global Growth Stock
- Vanguard Total International Stock Index

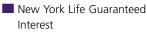
Fixed Income and Credit

- Baird Short-Term Bond
- DFA Inflation-Protected Securities
- PIMCO International Bond (USD-Hdg)
- PIMCO Total Return
- Vanguard Total Bond Market Index
- Vanguard Long-Term Treasury Index
- Eaton Vance Floating-Rate
- Federated Hermes Institutional High Yield Bond

Real Assets

PIMCO Commodity Real Return
Vanguard Real Estate Index

Stable Value



Investment Options

Target Enrollment Year Options

You may choose to invest in the enrollment year portfolio based on the anticipated enrollment year of your beneficiary or another portfolio that suits your needs.

2034-2035 Portfolio



Currently invests in a blended allocation of equity and fixed income, yet is still more heavily weighted toward equity investments seeking to capture further capital growth opportunities.

2026-2027 Portfolio



Currently invests in a blended allocation of equity and fixed income with a heavier weight toward fixed income.

2032-2033 Portfolio



Currently invests in a blended allocation of equity and fixed income and seeks moderate capital growth and income.

2024-2025 Portfolio



Currently invests in a blended allocation of equity and fixed income with a heavy weight toward fixed income, as well as the inclusion of stable value seeking to provide additional income.



2038-2039 Portfolio

Currently invests primarily in equity and seeks capital growth within the portfolio.

2030-2031 Portfolio



Currently invests in an allocation tilted toward equity over fixed income.

2022-2023 Portfolio



Currently invests primarily in fixed income, with the inclusion of some equity and some stable value. This portfolio seeks capital preservation and income.

2036-2037 Portfolio



Also currently invests primarily in equity and seeks capital growth within the portfolio.

2028-2029 Portfolio



Currently invests in a blended allocation of equity and fixed income with a heavier weight toward fixed income seeking to shift the investment focus more heavily toward capital preservation and income.

Enrolled Years Portfolio



This is the last target enrollment year portfolio. This portfolio assumes that your beneficiary is enrolled in school and seeks to preserve capital and provide income to support withdrawals from the account.

5

Balanced Conservative Aggressive **Risk-based Options** Allocation Portfolio Allocation Portfolio **Allocation Portfolio** Seeks long-term capital Seeks moderate growth by Seeks conservative growth growth by investing in an asset by investing primarily in fixed investing in a balanced asset allocation weighted heavily allocation somewhat weighted income, with the inclusion of toward equity investments toward equity investments some equity and some

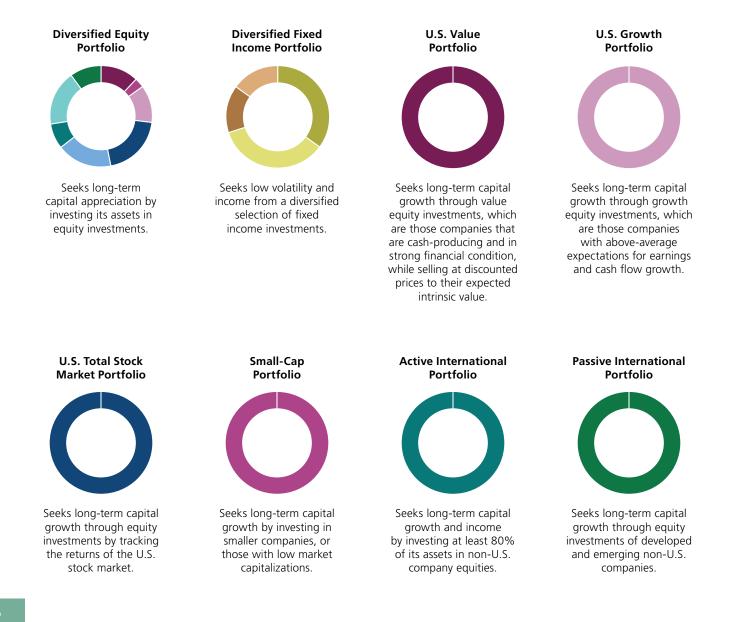
over fixed income investments.

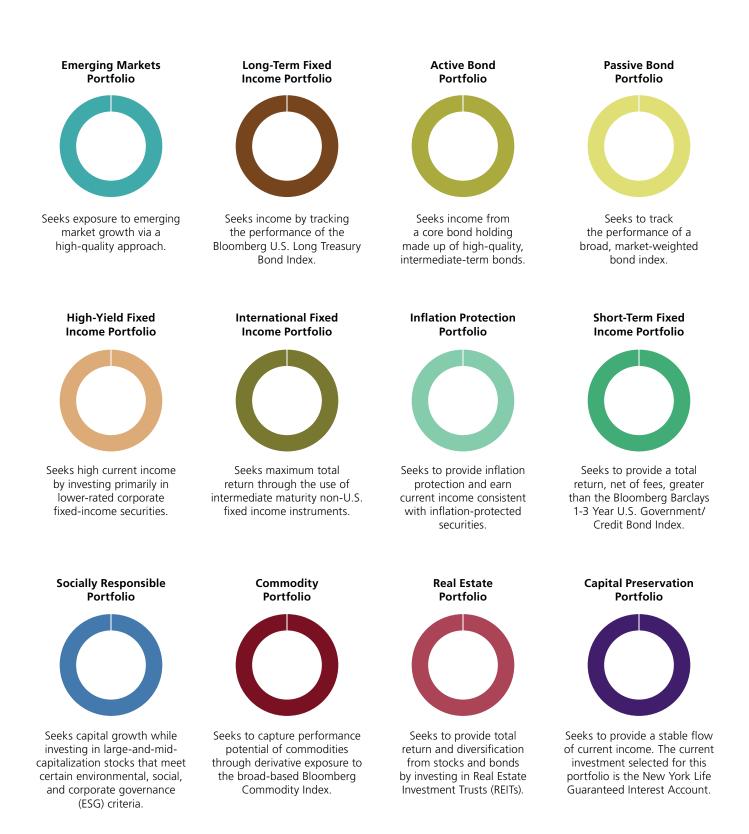
stable value.

versus fixed income

investments.

Individual Asset Class Options





Investing involves risk. This material does not constitute any representation as to the suitability or appropriateness of any security, financial product or instrument. There is no guarantee that an investment in any program or strategy discussed herein will be profitable or will not incur loss. Individual client accounts may vary. Investors should seek financial advice regarding the appropriateness of investing in any security or investment strategy discussed or recommended in this brochure and should understand that statements regarding future prospects may not be realized. Investors should note that security values may fluctuate and that each security's price or value may rise or fall. Accordingly, investors may receive back less than originally invested. Past performance is not a guide to future performance.

The portfolios and their underlying investments involve investment risks that are described in the Plan Description. For example, prices of small- and mid-cap stocks often fluctuate more than large-company stocks. There are special risks inherent to international investing, including currency, political, social, and economic risks. Emerging market stocks are generally riskier than stocks in developing countries. Fixed income investing entails interest rate, credit, and inflation risks. Investments in specific industries or sections, such as real estate, have industry concentration risk.

Compare Your Savings Options

The LoneStar 529 Plan offers many potential benefits not found in other education savings options, such as a Coverdell Education Savings Account and a Uniform Gift to Minors Act (UGMA) or Uniform Transfer to Minors Act (UTMA) account. Speak to your financial advisor for further details.

The LoneStar 529 Plan vs. Other Education Savings Options				
Features	The LoneStar 529 Plan	Coverdell Education Savings Account	UGMA/UTMA Account	
Beneficiary Age Limit	None	Can contribute until child reaches 18. Must spend assets by child's 30th birthday	Can contribute until child reaches 18 or 21, depending on state law	
Account Owner Income Limit	None	Phases out for incomes between \$95,000 and \$110,000 if single, \$190,000 and \$220,000 if married	None	
Federal Tax Exemption	For qualified withdrawals	For qualified withdrawals	None	
Contribution Limit	\$500,000 per beneficiary ³	\$2,000 per year	None	
Account Control	Parent/account owner	Parent/account owner	Child assumes control at legal age of majority	
Beneficiary Flexibility	Flexible beneficiary designation ^{4,5}	Flexible beneficiary designation	May not be transferred	
Financial Aid Impact	Considered account owner's assets	Considered account owner's assets	Considered beneficiary's assets	
Asset Use	Can be used for a broad range of qualified education expenses	Can be applied to elementary, secondary and higher education expenses	Unrestricted, provided it is for the benefit of the minor	
Gift Tax Treatment	Qualifies for \$16,000 exclusion from gift tax (\$32,000 for married couples filing jointly)	Qualifies for \$16,000 exclusion from gift tax (\$32,000 for married couples filing jointly)	Qualifies for \$16,000 exclusion from gift tax (\$32,000 for married couples filing jointly)	
Estate Tax Treatment	Considered removed from donor's estate (partial inclusion if donor dies during the five-year election period)	Considered removed from donor's estate	Considered removed from donor's estate	
Investment Flexibility	Yes⁵	Yes	Yes	

3. All assets, including earnings, under all 529 accounts within all plans maintained by the state of Texas, including the Texas Guaranteed Tuition Plan, the LoneStar 529 Plan, the Texas College Savings Plan® and the Texas Tuition Promise Fund®, established for the benefit of a particular beneficiary, must be aggregated when applying this limit. New contributions will not be allowed while a beneficiary's accounts exceed this limit. Earnings, however, can continue to accrue.

4. Changes in beneficiary are limited to qualified family members of the current beneficiary to avoid federal tax consequences.

5. Account Owner may only change how previous contributions and any earnings thereon are invested twice per calendar year or upon a change in beneficiary.

Your Questions Answered

Q: What is a 529 Plan?

- A: Named after Section 529 of the IRS code, state-sponsored 529 plans are investment plans that receive special federal tax benefits to encourage families to save for qualified educational expenses including college. Also referred to as qualified tuition programs, they are specifically designed to help families—regardless of income level—save for educational expenses by offering the potential for tax-deferred growth and tax-free withdrawals for qualified educational expenses.
- Q: What defines a "U.S. resident" for the purposes of the LoneStar 529 Plan?
- A: All U.S. citizens and permanent resident aliens are considered U.S. residents for the purposes of the LoneStar 529 Plan.

Q: What are qualified educational expenses?

A: Qualified educational expenses include graduate and undergraduate tuition, fees, certain room and board expenses, textbooks, supplies and equipment required for a student to attend classes at an eligible educational institution, as well as for registered apprenticeship programs, K-12 tuition for private, public or religious schools (up to \$10,000 per year per beneficiary), and expenses for special needs services in the case of a special needs beneficiary who incurs such expenses in connection with attendance at an eligible educational institution. A 529 account can also be used to repay student loans for the beneficiary or the beneficiary's sibling (up to \$10,000 lifetime limit per student).

Q: Can I open an account for myself?

A: Absolutely. The LoneStar 529 can help any U.S. citizen or permanent resident alien save for future educational expenses.

Q: How do I select the right investment option for my account?

A: The Target Enrollment Year Portfolio Option is a simple way to save for qualified education costs. Contributions are placed in a portfolio based on the expected year of enrollment for your beneficiary. The Plan manager will make asset allocation adjustments throughout the year. The Risk-based and Individual Asset Class Portfolios offer more control.

When deciding how to invest, keep in mind that the LoneStar 529 Plan does not require you to choose between the three options. You may choose to

- Invest 100% in a target enrollment year portfolio
- Invest 100% in one or more of the risk-based or individual asset class portfolios
- Split your contribution between the appropriate target enrollment year portfolio and one or more of the risk-based or individual asset class portfolios

Increased Earnings Opportunities

- In 2019, the median family income of families with at least one four-year college graduate was \$130,990, which was more than twice the median income for families headed by a high school graduate (\$61,880) ⁶
- 6. Source of data: The College Board, "Trends in College Pricing and Student Aid 2020."

Q: Will having a 529 Plan savings account hurt a beneficiary's chances for federal financial aid?

A: College savings can reduce the amount of federal financial aid your beneficiary is eligible to receive; however, savings can increase the total amount of money available to actually pay college expenses.

Whether an account will affect the beneficiary's eligibility for federal financial aid depends on who the purchaser is and the beneficiary's relationship to the purchaser. Find more information about the Free Application for Federal Student Aid (FAFSA®) process at Studentaid.gov/apply-for-aid/fafsa/filling-out/help.

For Texas state-funded financial aid, Texas law provides that the value of the account may not be considered an asset, income, or resource in determining eligibility for Texas state-funded student financial aid.

For school-based financial aid, the effect of being a purchaser or beneficiary of an account varies from institution to institution.

Q: What if my beneficiary receives a scholarship?

A: If that occurs, congratulate your beneficiary, and rest assured that you can still use your savings to pay for qualified higher education expenses not covered by the scholarship, such as room and board (for students enrolled at least half-time), books and other required supplies.

You can also withdraw an amount equal to the value of the scholarship from your account. Earnings on this amount will be taxed at your tax rate, but will not be subject to the additional 10% federal tax. Other options include leaving the money in the account or changing your beneficiary.

Q: What if my beneficiary doesn't go to college?

- A: As the account owner, you always control the account. If your beneficiary chooses a path that does not include higher education, you can;
 - Keep the funds in the account Your account will remain available should your beneficiary change his or her mind
 - Change the beneficiary You can change your beneficiary at any time, as long as the new beneficiary is a qualified family member.
 Please see the Plan Description and Savings Trust Agreement for details. Consult your tax advisor to determine whether such a change creates a taxable gift
 - Take a non-qualified withdrawal While this is always an option, keep in mind your account's earnings will be subject to federal income taxes and an additional 10% federal tax, and for non-Texans, any state and local income tax, if applicable

Q: Can I roll over assets from another 529 plan?

A: Yes. Rollovers, or transfers, from another state's 529 plan are permitted tax free for the benefit of the beneficiary or a qualified family member of the current beneficiary once every 12 months. However, you must send the money to the LoneStar 529 Plan within 60 days of the withdrawal or direct us to transfer the money from your existing account. Some qualified savings plans impose a penalty for this type of transfer and some states recapture tax benefits. Please review the terms of your existing account.

Q: How does the LoneStar 529 Plan differ from a Coverdell Education Savings Account?

A: While a Coverdell Education Savings Account (ESA) offers similar tax advantages, annual contributions are limited and may not be sufficient to adequately fund a college education. ESAs also impose restrictions on who may contribute, based on income levels.

Q: Can I transfer assets of an UGMA/UTMA account?

- A: Yes. If you are the custodian for the beneficiary, you may elect to place part or all of the UGMA/UTMA assets into a LoneStar 529 Plan account in your custodial capacity. However, there are certain considerations when doing so:
 - Non-cash assets held in an UGMA/UTMA account must first be liquidated, as only cash contributions are permitted into a 529 education savings account. You should discuss the tax consequences with your tax advisor before executing this transaction
 - The account beneficiary may not be changed from the original beneficiary of the UGMA/UTMA account, and all withdrawals must be made for the benefit of the beneficiary, as outlined in the terms governing UGMA/UTMAs
 - The custodian must notify the Plan when the custodianship terminates and the beneficiary is legally entitled to take control of the account



Start Planning Today



Work with a financial advisor

Funding higher education requires more than just money. It takes discipline, a long-term approach and a well-thought-out plan. For some, the decision of how to invest for their children's future is best placed in the hands of a professional financial advisor. He or she can review your current financial situation, goals, time horizon and risk tolerance, to help you develop an education savings plan that meets your unique needs.

Call your financial advisor to open a LoneStar 529 Plan account and start saving for your child's future education today.

If you have further questions, you can also visit **www.lonestar529.com** or call our LoneStar 529 Plan customer service representatives at **800-445-GRAD (4723), option #4,** between the hours of 8am and 6pm Central Time.

Additional Resources

The following websites can help you understand 529 plans, and other savings options, as you work toward affording higher education for a child in your life.

Saving for College, www.savingforcollege.com Includes information about 529 plans and other ways to save and pay for college.

College Board, www.collegeboard.org Provides a broad range of information on saving and paying for college, including college cost calculators, financial aid, grants and loans.

College Savings Plan Network, www.collegesavings.org An affiliate to the National Association of State Treasurers, the College Savings Plan Network's website provides detailed information about 529 college savings plans and allows you to compare plans from around the country.

Texas Higher Education Coordinating Board, www.thecb.state.tx.us Provides information on planning and applying for college, as well as higher education funding options.

Texas Comptroller's Office, www.comptroller.texas.gov/programs/ education/ Provides information on Texas 529 education savings plans administered by the state of Texas.



An education savings plan is important. Choosing the right one is essential.

The LoneStar 529 Plan[®] offers

- Professionally managed investments
- Federal tax advantages for growth potential
- Minimal maintenance and competitive portfolio management fees
- The ability for both family and friends to contribute

FOR MORE INFORMATION AND PLAN DETAILS

Go to www.lonestar529.com

The LoneStar 529 Plan® ("Plan") is administered by the Texas Prepaid Higher Education Tuition Board ("Board"). Orion Advisor Solutions, Inc. is the plan manager. The Plan and the Board do not provide legal, financial, or tax advice and participants in the Plan should consult a legal, financial, or tax advisor before investing. Fees and charges for the most recent quarter are available on our website at: www.lonestar529.com/expenses.

Non-residents of Texas should consider whether their home state, or the beneficiary's home state, offers its residents any tax or other state benefits, such as financial aid, scholarship funds, and protection from creditors, that are only available for participants in that state's plan.

An account could lose money including the principal invested. No part of an account is a deposit or obligation of, or is guaranteed or insured by, the Board, the state of Texas, or any agency or agent thereof. Interests in the Plan have not been registered with or approved by the SEC or any state. Investors should carefully consider the investment objectives, risks, fees, charges, and expenses associated with municipal fund securities. The Board may suspend, modify, or terminate the Plan or change investment approaches, offerings, and/or underlying investment funds at any time and without the consent of account owners or beneficiaries. The Plan Description and Savings Trust Agreement contain this and other important information about the Plan and may be obtained by visiting www.lonestar529.com or calling 800-445-GRAD (4723), option #4. Investors should read all Plan documents carefully before investing.

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