



September 23, 2015

U.S. Department of Labor  
Employee Benefits Security Administration  
Public Disclosure Room  
200 Constitution Avenue, NW, Suite N-1515  
Washington, DC 20210

Re: Proposed Conflict of Interest Rules

Ladies and Gentlemen:

Manning & Napier Advisors has a long history of providing investment advice to plan sponsors and retirement-oriented investment products in a fiduciary capacity. Throughout the 45 year history of our firm, we have done so in an attempt to provide prudent investment services and investor education that are intended to produce successful retirement outcomes. As a pioneer of life cycle investing, we have done so through a number of different market environments and a marketplace that continues to dramatically evolve over time. In response to the proposed rules released by the Employee Benefits Security Administration on April 14, 2015, we respectfully submit the following comments.

Given our long-standing fiduciary history as an independent registered investment advisor, we have watched as a number of other types of professional organizations are now marketing their services as “advisory” while often not being actual registered investment advisors. To the extent an organization is purporting to provide advisory services to a retirement plan, it is appropriate that it be held to the common standard of behavior currently applicable to plan fiduciaries. In furtherance of this, we feel that requiring an advisor to acknowledge its fiduciary status in writing would be an important step.

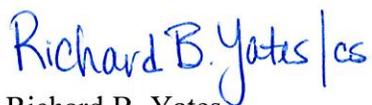
We also feel that any rulemaking should duly consider potential consequences in the marketplace beyond the actions required by the proposed rule itself. The impact of unintended consequences of promulgated rules, particularly with those rules that have been implemented in a compressed time frame, can be negative and should be avoided. As such, rules that could result

in fewer service providers in the smaller plan market segment should be implemented in a deliberate manner. This would allow for an appropriate amount of analysis to be given to the impact in the marketplace.

Similarly, we are very concerned that the proposed rules could meaningfully, and negatively, impact participant education. According to a 2011 study by DALBAR, Inc. of individual investor behavior, actual investor experience in equity mutual funds drastically underperformed that of the S&P 500 (3.83% vs. 9.14% annualized returns) during the 1991-2010 time period. Moreover, combined with subpar saving behaviors, the current defined contribution framework is not producing the retirement readiness that it should. Investment results that are far below market averages, combined with chronic under saving by participants, will not produce a workforce that is capable of retiring when it makes the most sense for our economy. Ultimately, new rules that serve to de-link actual investment options on a plan's menu from the investment education being provided to participants would be a meaningful disservice to the nation's participants.

In conclusion, Manning & Napier believes that creating a level playing field for standards of conduct among advisors to retirement plans is an important and appropriate objective. That said, the DOL should be very deliberate and focused in its rule-making process in order to avoid steps that could provide further impediments to participants' ability to achieve their long-term financial goals for retirement including further limitations in the smaller plan marketplace and constraints on permissible investment education to plan participants.

Very truly yours,

Richard B. Yates |cs

Richard B. Yates  
Chief Legal Officer  
Manning & Napier Advisors