

ATTENTION MUTUAL FUNDS TRADING DEPARTMENTS

RE: RidgeWorth Funds NSCC Participant #4920

Important Notice: Upcoming RidgeWorth Funds' Shareholder Proxy and Other Future Updates

As previously communicated to your firm in December 2016, the management of RidgeWorth Investments ("RidgeWorth"), in partnership with its majority shareholder Lightyear Capital, entered into a definitive agreement under which RidgeWorth will be acquired by Virtus Investment Partners. This transaction is scheduled to be completed sometime in second quarter 2017, subject to fund shareholder approvals and other closing conditions.

Reorganizations have been proposed for certain RidgeWorth Funds (the "Funds") as part of the plan to integrate the two firms, and we want to inform you of some key transition events and changes that will occur over the next few months.

Shareholder Proxy and Special Meeting of Shareholders

Date of Special Shareholder Meeting: May 9, 2017

- The Funds' shareholders who own shares as of February 17, 2017 will be sent proxy materials on or around March 6, 2017 and will be asked to vote on the reorganization of their respective RidgeWorth fund(s) into a corresponding Virtus fund(s). The attached Appendix lists the acquired and acquiring funds.
- The Funds have retained a proxy solicitor to assist in this effort, so certain shareholders may receive follow-up mailing(s) and/or phone call(s) if their shares are not yet voted.
- Intermediary firms and shareholders can contact the Funds at 1-888-784-3863 with any questions and to request proxy materials.
- If shareholders do not approve the reorganizations on May 9, 2017, we will provide a follow-up communication to your firm with updated information.

Future Operational Changes and Impacts

Timing of Updates: Second quarter 2017 (the timing will be contingent on the transaction close date)

- **Fund Name Changes** – As shown in the attached Appendix, each Fund will be renamed to include Virtus in its name.
- **CUSIPs, Ticker Symbols, and Fund Numbers** – The Funds' current ticker symbols and fund numbers will not change. A new CUSIP will be assigned to each Fund, and we will provide ample notice of the new CUSIPs.
- **Account Numbers** – Existing account numbers will not change and will carry over from the acquired funds to the acquiring funds.
- **NSCC Trading** – We do not anticipate any NSCC trading impact. The Funds' NSCC Participant Number 4920 will remain unchanged and should continue to be used for the Funds.
- **Prospectus Updates** (e.g., fund minimums, sales charges, dealer payouts) – Certain prospectus items will be updated to conform to Virtus Mutual Funds' standards.
- **12b-1 Payouts** – The Funds' current 12b-1 rates and payouts will remain unchanged.
- **Contact Information** – The Funds' Shareholder Services (1-888-784-3863) and NSCC Dealer Services (1-877-332-6207) will continue to assist shareholders and intermediary firms for the Funds.
- **Service Providers** – As the Funds' transition to the Virtus brand, there may be changes to service providers, but no changes are expected to occur until after the proxy is complete and the transaction has occurred.

We will continue to provide you communications throughout the transition, which will include updates on the proxy and specific details on future operational changes.

APPENDIX

Shareholders of each Acquired Fund as of February 17, 2017 will vote separately on the proposal to reorganize the Acquired Fund into the corresponding Acquiring Fund as shown below.

Acquired Fund	Acquiring Fund
RidgeWorth Ceredex Large Cap Value Equity Fund	Virtus Ceredex Large-Cap Value Equity Fund
RidgeWorth Ceredex Mid-Cap Value Equity Fund	Virtus Ceredex Mid-Cap Value Equity Fund
RidgeWorth Ceredex Small Cap Value Equity Fund	Virtus Ceredex Small-Cap Value Equity Fund
RidgeWorth Silvant Large Cap Growth Stock Fund	Virtus Silvant Large-Cap Growth Stock Fund
RidgeWorth Silvant Small Cap Growth Stock Fund	Virtus Silvant Small-Cap Growth Stock Fund
RidgeWorth Innovative Growth Stock Fund	Virtus Zevenbergen Innovative Growth Stock Fund
RidgeWorth International Equity Fund	Virtus WCM International Equity Fund
RidgeWorth Seix Core Bond Fund	Virtus Seix Core Bond Fund
RidgeWorth Seix Corporate Bond Fund	Virtus Seix Corporate Bond Fund
RidgeWorth Seix Total Return Bond Fund	Virtus Seix Total Return Bond Fund
RidgeWorth Seix U.S. Mortgage Fund	Virtus Seix U.S. Mortgage Fund
RidgeWorth Seix Limited Duration Fund	Virtus Seix Limited Duration Fund
RidgeWorth Seix Short-Term Bond Fund	Virtus Seix Short-Term Bond Fund
RidgeWorth Seix U.S. Government Securities Ultra-Short Bond Fund	Virtus Seix U.S. Government Securities Ultra-Short Bond Fund
RidgeWorth Seix Ultra-Short Bond Fund	Virtus Seix Ultra-Short Bond Fund
RidgeWorth Seix Floating Rate High Income Fund	Virtus Seix Floating Rate High Income Fund
RidgeWorth Seix High Income Fund	Virtus Seix High Income Fund
RidgeWorth Seix High Yield Fund	Virtus Seix High Yield Fund
RidgeWorth Seix Georgia Tax-Exempt Bond Fund	Virtus Seix Georgia Tax-Exempt Bond Fund
RidgeWorth Seix High Grade Municipal Bond Fund	Virtus Seix High Grade Municipal Bond Fund
RidgeWorth Seix Investment Grade Tax-Exempt Bond Fund	Virtus Seix Investment Grade Tax-Exempt Bond Fund
RidgeWorth Seix North Carolina Tax-Exempt Bond Fund	Virtus Seix North Carolina Tax-Exempt Bond Fund
RidgeWorth Seix Short-Term Municipal Bond Fund	Virtus Seix Short-Term Municipal Bond Fund
RidgeWorth Seix Virginia Intermediate Municipal Bond Fund	Virtus Seix Virginia Intermediate Municipal Bond Fund
RidgeWorth Conservative Allocation Strategy	Virtus Conservative Allocation Strategy Fund
RidgeWorth Growth Allocation Strategy*	Virtus Growth Allocation Strategy Fund
RidgeWorth Moderate Allocation Strategy*	

**The RidgeWorth Growth Allocation Strategy and RidgeWorth Moderate Allocation Strategy will both reorganize into the Virtus Growth Allocation Strategy Fund.*

Please contact RidgeWorth Funds at 1-888-784-3863 should you have any questions regarding this notice.

For Broker Dealer Use Only

All investments involve risk. There is no guarantee a specific investment strategy will be successful. Before investing, investors should carefully read the prospectus or summary prospectus and consider the fund's investment objectives, risks, charges and expenses. Please call 888.784.3863 or visit ridgeworth.com to obtain a prospectus or summary prospectus, which contains this and other information about the funds.

©2017 RidgeWorth Investments. All rights reserved. RidgeWorth Investments is the trade name for RidgeWorth Capital Management LLC, an investment adviser registered with the SEC and the adviser to the RidgeWorth Funds. RidgeWorth Funds are distributed by RidgeWorth Distributors LLC, which is not affiliated with the adviser.