



Marine Corps NAF 401(k) Plan

Invest in your retirement—and yourself—today,
with help from the Marine Corps NAF 401(k) Plan
and Fidelity.



YOUR GUIDE TO GETTING STARTED





Invest some of what you earn today for what you plan to accomplish tomorrow.

Dear MCCA employee:

Your company offers a generous matching contribution, outstanding convenience, and a variety of investment options. Take a look and see what a difference enrolling in the plan could make in achieving your goals.

Benefit from:

Matching Contributions. Your Employer helps your contributions grow by matching your retirement savings plan contributions. MCCA will match 100% of the first 3% of pay you contribute, and 50% of the next 2% of your pretax contributions to the plan. If you are also enrolled in the Group Retirement Plan, you will receive an additional 1% employer incentive contribution.

Retirement planning tools. You have access to online tools designed to help you manage your assets as you plan for retirement.

Convenience. Your contributions are automatically deducted regularly from your paycheck.

Tax savings now. Your pretax contributions are deducted from your pay before income taxes are taken out. This means that you can actually lower the amount of current income taxes you pay each period. It could mean more money in your take-home pay versus saving money in a taxable account.

Tax-deferred savings opportunities. You pay no taxes on any earnings until you withdraw them from your account, enabling you to keep more of your money working for you now.

Investment options. 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. Your Plan offers you the option of having experienced professionals manage your account for you.

Automatic annual increases. Save a little more each year, the easy way — the Annual Increase program automatically increases your contribution each year.

Online beneficiary. With Fidelity's Online Beneficiaries Service, you can designate your beneficiaries, receive instant online confirmation, and check your beneficiary information virtually any time.

Catch-up contributions. 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 \$5,500 in 2012.

Portability. You can roll over eligible savings from a previous employer into this Plan. You can also take your plan vested account balance with you if you leave the company.

To learn more about what your plan offers, see "Frequently asked questions about your plan" later in this guide.



Enroll in your plan and invest in yourself today.



Frequently asked questions about your plan.

Here are answers to questions you may have about the key features, benefits, and rules of your plan.

When can I enroll in the Plan?

There is no waiting period. You can enroll in the Plan at any time, if you are in eligible employment status.

How do I enroll in the Plan?

Log on to Fidelity NetBenefits® at www.401k.com or call the Fidelity Retirement Benefits Line at 1-800-890-4015 to enroll in the Plan.

Important note: To contact the toll-free Fidelity Retirement Benefits line from Japan, dial 00-539-111-877-833-9900.

Para solicitar esta informacion en Español, sírvase comunicarse con Fidelity llamando al 1-800-587-5282.

The screenshot shows the Fidelity NetBenefits website interface. At the top, there are navigation tabs: 'Getting Started', 'Guidance & Retirement', 'Investments', and 'Resources'. Below the tabs is a 'Log In' section with fields for 'Username' and 'Password', and a 'Remember Me' checkbox. To the right of the login form is a large banner that reads 'Reduce your tax hit' with a 'Learn More' button. Below the banner is a 'Welcome' message and a 'Time for your annual review' section with a 'Click here' button. On the right side, there are several 'FEATURED HIGHLIGHTS' and 'FIDELITY VIEWPOINTS' listed with links.

How much can I contribute?

Through automatic payroll deduction, you can contribute between 1% and 100% of your eligible pay on a pretax basis, up to the annual IRS dollar limits. In addition, you can automatically increase your retirement savings plan contributions each year through the

Annual Increase Program. You can sign up by logging on to Fidelity NetBenefits® at www.401k.com and click on "Payroll Deductions" or by calling the Fidelity Retirement Benefits Line at 1-800-890-4015. The Internal Revenue Code provides that the combined annual limit for total plan contributions is 100% of your W2 compensation or \$49,000, whichever is less. You can request to change your contribution amount virtually any time by logging on to Fidelity NetBenefits® at www.401k.com or by calling the Fidelity Retirement Benefits Line at 1-800-890-4015.

What are the IRS contribution limits?

If you are under age 50, the IRS contribution limit for 2012 is \$17,000. If you will be at least age 50 during the year, your plan may allow you to defer an additional \$5,500 as catch-up contributions.

When is my enrollment effective?

Your enrollment becomes effective once you elect a deferral percentage, which initiates deduction of your contributions from your pay. These salary deductions will generally begin with your next pay period after we receive your enrollment information, or as soon as administratively possible.

Does the Employer contribute to my account?

The Company helps your retirement savings grow by matching your contributions.

The Company will match 100% of the first 3% of pay you contribute, and 50% of the next 2% of your pretax contributions to your Plan. In

any event, the Employer's matching contribution may not exceed 4% of your pretax compensation.

If you also actively participate in the Group Retirement Plan, you will be eligible for an additional 1% employer incentive contribution.

How do I designate my beneficiary?

If you have not already selected your beneficiaries, or if you have experienced a lifechanging event such as a marriage, divorce, birth of a child, or a death in the family, it's time to consider your beneficiary designations. Fidelity's Online Beneficiaries Service, available through Fidelity NetBenefits®, offers a straightforward, convenient process that takes just minutes. Simply log on to NetBenefits® at www.401k.com and click on "Beneficiaries" in the About You section of Your Profile. If you do not have access to the internet or prefer to complete your beneficiary information by paper form, please contact 1-800-890-4015 or complete the Beneficiary Form at the end of this guide.

What are my investment options?

To help you meet your investment goals, the Plan offers you a range of options. You can select a mix of investment options that best suits your goals, time horizon, and risk tolerance. The 25 investment options available through the Plan include conservative, moderately conservative, and aggressive funds. A complete description of the Plan's investment options and their performance, as well as planning tools to help you choose an appropriate mix, are available online at Fidelity NetBenefits®.

The Plan also offers the Fidelity Freedom Funds® that offer a blend of stocks, bonds and short-term investments within a single fund. Each Freedom Fund's® asset allocation is based on the number of years until the fund's target retirement date. The Freedom Funds® are designed for investors who want a simple approach to investing for retirement. Lifecycle funds are designed for investors expecting to

retire around the year indicated in each fund's name. The investment risk of each lifecycle fund changes over time as each fund's asset allocation changes. The funds are subject to the volatility of the financial markets, including equity and fixed income investments in the U.S. and abroad and may be subject to risks associated with investing in high yield, small cap, commodity-linked and foreign securities. Principal invested is not guaranteed at any time, including at or after the fund's target date.

The Plan also offers Fidelity® Portfolio Advisory Service at Work, a managed account service that lets you delegate the day-to-day management of your workplace savings plan account to professional investment managers. Fidelity's experienced professionals evaluate the investment options available in your plan and identify a model portfolio of investments appropriate for an investor like you. The service then invests your account to align with this model portfolio and provides ongoing management of your account to address changes in the markets, your plan's investment lineup, and changes in your personal or financial situation.

With a managed account, you can take advantage of Fidelity's resources and experience to help ensure that:

- Your investments are managed through the ups and downs of the market.
- You're keeping your accounts aligned with your goals through annual reviews and check-ins.
- Your account is actively managed to create an opportunity for long-term gains while managing the risk associated with investing.

To see if Fidelity® Portfolio Advisory Service at Work is right for you, log onto NetBenefits® at <https://netbenefits.fidelity.com/pas> where you can easily enroll in the Service and learn more. Fidelity Portfolio Advisory Service at Work is a service of Strategic Advisers, Inc., a registered investment adviser and a

Fidelity Investments company. **This service provides discretionary money management for a fee.**

Please note that performance of the model portfolios depends on the performance of the underlying investment options. These investments are subject to the volatility of the financial markets in the U.S. and abroad and may be subject to additional risks with investing in high yield, small-cap, and foreign securities.

We encourage you to take an active role in the Marine Corps NAF 401(k) Plan and choose investment options that best suit your goals, time horizon, and risk tolerance. If you do not select specific investment options in the Plan, your contributions will be invested in the Fidelity Freedom Fund with the target retirement date closest to the year you might retire, based on your current age and assuming a retirement age of 65, at the direction of MCCS. Please refer to the chart in the Investment Options section for more detail. If no date of birth or an invalid date of birth is on file at Fidelity your contributions may be invested in the Fidelity Freedom Income Fund®.

How much should I save for retirement?

Fidelity's planning tools are designed to help you manage your assets as you plan for retirement. Simply log on to Fidelity NetBenefits® at www.401k.com to access these tools.

What "catch-up" contribution can I make?

If you have reached age 50 or will reach 50 during the calendar year January 1 - December 31 and are making the maximum plan or IRS pretax contribution, you may make an additional "catch-up" contribution each pay period. The maximum annual catch-up contribution is \$5,500. Going forward, catch-up contribution limits will be subject to cost of living adjustments (COLAs) in \$500 increments. You make catch-up contributions through payroll

deduction, the same way you make regular contributions.

When am I vested?

You are always 100% vested in your own contributions to the Plan, as well as any earnings on them. You are 100% vested in the Company's matching contributions, any employer incentive contributions and any earnings after 1 year of participation in the Plan.

Can I take a loan from my account?

Although your plan account is intended for the future, you may borrow from your account for any reason. Generally, the Marine Corps NAF 401(k) Plan allows you to borrow up to 50% of your vested pretax account balance. The minimum loan amount is \$500, and a loan must not exceed \$50,000. You then pay the money back into your account, plus interest, through after-tax payroll deductions. Any outstanding loan balances over the previous 12 months may reduce the amount you have available to borrow. You may have one loan outstanding at a time. The cost to initiate a loan is \$35, and there is a quarterly maintenance fee of \$3.75. The initiation and maintenance fees will be deducted directly from your individual plan account. If you fail to repay your loan (based on the original terms of the loan), it will be considered in "default" and treated as a distribution, making it subject to income tax and possibly to a 10% early withdrawal penalty. Defaulted loans may also impact your eligibility to request additional loans. Be sure you understand the Plan guidelines before you initiate a loan from your plan account.

Can I make withdrawals from my account?

Withdrawals from the Plan are generally permitted when you terminate your employment, retire, reach age 59½, become permanently disabled, or have severe financial hardship as defined by your Plan. Keep in mind that withdrawals are subject to



income taxes and possibly to early withdrawal penalties.

The taxable portion of your withdrawal that is eligible for rollover into an individual retirement account (IRA) or another employer's retirement plan is subject to 20% mandatory federal income tax withholding, unless it is rolled directly over to an IRA or another employer plan. (You may owe more or less when you file your income taxes.) If you are under age 59½, the taxable portion of your withdrawal is also subject to a 10% early withdrawal penalty, unless you qualify for an exception to this rule. To learn more about and/or to request a withdrawal, log on to Fidelity NetBenefits® at www.401k.com or call the Fidelity Retirement Benefits Line at 1-800-890-4015. The plan document and current tax laws and regulations will govern in case of a discrepancy. Be sure you understand the tax consequences and your plan's rules for distributions before you initiate a distribution. You may want to consult your tax adviser about your situation.

When you leave the Employer, you can withdraw contributions and any associated earnings or, if your vested account balance is greater than \$1,000, you can leave contributions and any associated earnings in the Plan. After you leave the Employer, if your vested account balance is equal to or less than \$1,000, it will automatically be distributed to you. If you do leave your funds in the Plan, you will not be able to make additional contributions to your account.

Can I move money from another retirement plan into my account in the Marine Corps NAF 401(k) Plan?

You are permitted to roll over eligible pretax contributions from another 401(a) or a 403(b) plan account or eligible pretax contributions from conduit individual retirement accounts (IRAs). A conduit IRA is one that contains only money rolled over from an employer-sponsored retirement plan that has not been mixed with regular IRA contributions.

Contact your Human Resources department for details. You should consult your tax adviser and carefully consider the impact of making a rollover contribution to your employer's plan because it could affect your eligibility for future special tax treatments.

How do I access my account?

You can access your account online through Fidelity NetBenefits® at www.401k.com or call the Fidelity Retirement Benefits Line at 1-800-890-4015 to speak with a representative or use the automated voice response system, virtually 24 hours, 7 days a week.

Where can I find information about exchanges and other plan features?

You can learn about loans, exchanges, and more, online through Fidelity NetBenefits® at www.401k.com. In particular, you can access loan modeling tools that illustrate the potential impact of a loan on the long-term growth of your account. You will also find a withdrawal modeling tool, which shows the amount of federal income taxes and early withdrawal penalties you might pay, along with the amount of earnings you could potentially lose by taking a withdrawal. You can also obtain more information about loans, withdrawals, and other plan features, by calling the Fidelity Retirement Benefits Line at 1-800-890-4015 to speak with a representative or use the automated voice response system, virtually 24 hours, 7 days a week.

What are my rights with respect to mutual fund pass-through voting?

As a Plan participant, you have the ability to exercise voting, tender, and other similar rights for mutual funds in which you are invested through the Plan. Materials related to the exercise of these rights will be sent at the time of any proxy meeting, tender offer or rights relating to the particular mutual funds held in your account.

How do I obtain additional investment option and account information?

The Company has appointed Fidelity to provide additional information on the investment options available through the Plan. Also, a statement of your account may be requested by phone at 1-800-890-4015 or reviewed online at www.401k.com.





Investment Options

A comprehensive list of investment options for the Marine Corps NAF 401(k) Plan. For up-to-date performance information and other fund specifics, go to www.401k.com.

Lifecycle Funds

Placement of investment options within each risk spectrum is only in relation to the investment options within that specific spectrum. Placement does not reflect risk relative to the investment options shown in the other risk spectrums.

For each risk spectrum below, investment options to the left have potentially more inflation risk and less investment risk

For each risk spectrum below, investment options to the right have potentially less inflation risk and more investment risk



Fidelity Freedom Income Fund®	Fidelity Freedom 2015 Fund®	Fidelity Freedom 2035 Fund®
Fidelity Freedom 2000 Fund®	Fidelity Freedom 2020 Fund®	Fidelity Freedom 2040 Fund®
Fidelity Freedom 2005 Fund®	Fidelity Freedom 2025 Fund®	Fidelity Freedom 2045 Fund®
Fidelity Freedom 2010 Fund®	Fidelity Freedom 2030 Fund®	Fidelity Freedom 2050 Fund®

Target date investments are represented on a separate spectrum because they are generally designed for investors expecting to retire around the year indicated in each investment's name. The investments are managed to gradually become more conservative over time. The investment risks of each target date investment change over time as its asset allocation changes. They are subject to the volatility of the financial markets, including equity and fixed income investments in the U.S. and abroad and may be subject to risks associated with investing in high yield, small cap and foreign securities. Principal invested is not guaranteed at any time, including at or after their target dates.

The chart below lists the assigned fund the Marine Corps NAF 401(k) Plan believes will best fit your diversification needs should you not select an investment option.

Your Birth Date*	Fund Name	Target Retirement Years
Before 1933	Fidelity Freedom Income Fund®	Retired before 1998
January 1, 1933 - December 31, 1937	Fidelity Freedom 2000 Fund®	Target Years 1998 - 2002
January 1, 1938 - December 31, 1942	Fidelity Freedom 2005 Fund®	Target Years 2003 - 2007
January 1, 1943 - December 31, 1947	Fidelity Freedom 2010 Fund®	Target Years 2008 - 2012
January 1, 1948 - December 31, 1952	Fidelity Freedom 2015 Fund®	Target Years 2013 - 2017
January 1, 1953 - December 31, 1957	Fidelity Freedom 2020 Fund®	Target Years 2018 - 2022
January 1, 1958 - December 31, 1962	Fidelity Freedom 2025 Fund®	Target Years 2023 - 2027
January 1, 1963 - December 31, 1967	Fidelity Freedom 2030 Fund®	Target Years 2028 - 2032
January 1, 1968 - December 31, 1972	Fidelity Freedom 2035 Fund®	Target Years 2033 - 2037
January 1, 1973 - December 31, 1977	Fidelity Freedom 2040 Fund®	Target Years 2038 - 2042
January 1, 1978 - December 31, 1982	Fidelity Freedom 2045 Fund®	Target Years 2043 - 2047
January 1, 1983 and later*	Fidelity Freedom 2050 Fund®	Target Years 2048 and beyond

*Dates selected by Plan Sponsor

Core Investment Options

Investment options to the left have potentially more inflation risk and less investment risk

Investment options to the right have potentially less inflation risk and more investment risk



SHORT-TERM INVESTMENT	BOND		STOCKS		
Stable Value	Bond		Domestic Equities		International/Global
Managed Income Portfolio II Class 1	Diversified PIMCO Total Return Fund Administrative Class Vanguard Total Bond Market Index Fund Signal Shares	Large Value LSV Value Equity Fund Small Value Northern Small Cap Value Fund	Large Blend Spartan® 500 Index Fund - Institutional Class Small Blend Fidelity® Small Cap Discovery Fund Neuberger Berman Genesis Fund Trust Class	Large Growth Fidelity® Capital Appreciation Fund Mid Growth Morgan Stanley Institutional Mid Cap Growth Fund Class P Small Growth Schroder U.S. Opportunities Fund Class Investor	Diversified Fidelity® International Discovery Fund Vanguard Total International Stock Index Fund Signal Shares

This spectrum, with the exception of the Domestic Equity category, is based on Fidelity's analysis of the characteristics of the general investment categories of the investment options and not on the actual security holdings, which can change frequently. Investment options in the Domestic Equity category are based on the options' Morningstar categories as of 12/31/2011. Morningstar categories are based on a fund's style as measured by its underlying portfolio holdings over the past three years and may change at any time. These style calculations do not represent the investment options' objectives and do not predict the investment options' future styles. Investment options are listed in alphabetical order within each investment category. Risk associated with the investment options can vary significantly within each particular investment category, and the relative risk of categories may change under certain economic conditions. For a more complete discussion of risk associated with the mutual fund options, please read the prospectuses before making your investment decision. The spectrum does not represent actual or implied performance.



Investment Options

Before investing in any mutual fund, please carefully consider the investment objectives, risks, charges, and expenses. For this and other information, call or write Fidelity for a free prospectus or, if available, a summary prospectus. Read it carefully before you invest.

Fidelity Freedom 2000 Fund®

VRS Code: 00370

Fund Objective: Seeks high total return until its target retirement date. Thereafter, the fund's objective will be to seek high current income and, as a secondary objective, capital appreciation.

Fund Strategy: Investing in a combination of underlying Fidelity domestic equity, international equity, bond, and short-term funds using a moderate asset allocation strategy designed for investors expected to have retired around the year 2000. Allocating assets among underlying Fidelity funds according to an asset allocation strategy that becomes increasingly conservative until it reaches approximately 15% in domestic equity funds, 5% in international equity funds, 40% in bond funds, and 40% in short-term funds (approximately 10 to 15 years after the year 2000). Ultimately, the fund will merge with Fidelity Freedom Income Fund.

Fund Risk: The investment risk of each Fidelity Freedom Fund changes over time as its asset allocation changes. The funds are subject to the volatility of the financial markets, including that of equity and fixed income investments in the U.S. and abroad, and may be subject to risks associated with investing in high-yield, small-cap, commodity-linked, and foreign securities. Principal invested is not guaranteed at any time, including at or after the funds' target dates.

Fund short term trading fees: None

Footnotes:

- A mutual fund registered under Fidelity Aberdeen Street Trust, and managed by Strategic Advisers, Inc. This description is only intended to provide a brief overview of the fund. Read the fund's prospectus for more detailed information about the fund.
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Fidelity Freedom 2005 Fund®

VRS Code: 01312

Fund Objective: Seeks high total return until its target retirement date. Thereafter, the fund's objective will be to seek high current income and, as a secondary objective, capital appreciation.

Fund Strategy: Investing in a combination of underlying Fidelity domestic equity, international equity, bond, and short-term funds using a moderate asset allocation strategy designed for investors expected to have retired around the year 2005. Allocating assets among underlying Fidelity funds according to an asset allocation strategy that becomes increasingly conservative until it reaches approximately 15% in domestic equity funds, 5% in international equity funds, 40% in bond funds, and 40% in short-term funds (approximately 10 to 15 years after the year 2005). Ultimately, the fund will merge with Fidelity Freedom Income Fund.

Fund Risk: The investment risk of each Fidelity Freedom Fund changes over time as its asset allocation changes. The funds are subject to the volatility of the financial markets, including that of equity and fixed income investments in the U.S. and abroad, and may be subject to risks associated with investing in high-yield, small-cap, commodity-linked, and foreign securities. Principal invested is not guaranteed at any time, including at or after the funds' target dates.

Fund short term trading fees: None

Footnotes:

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Fidelity Freedom 2010 Fund®

VRS Code: 00371

Fund Objective: Seeks high total return until its target retirement date. Thereafter, the fund's objective will be to seek high current income and, as a secondary objective, capital appreciation.

Fund Strategy: Investing in a combination of underlying Fidelity domestic equity, international equity, bond, and short-term funds using a moderate asset allocation strategy designed for investors expected to have retired around the year 2010. Allocating assets among underlying Fidelity funds according to an asset allocation strategy that becomes increasingly conservative until it reaches approximately 15% in domestic equity funds, 5% in international equity funds, 40% in bond funds, and 40% in short-term funds (approximately 10 to 15 years after the year 2010). Ultimately, the fund will merge with Fidelity Freedom Income Fund.

Fund Risk: The investment risk of each Fidelity Freedom Fund changes over time as its asset allocation changes. The funds are subject to the volatility of the financial markets, including that of equity and fixed income investments in the U.S. and abroad, and may be subject to risks associated with investing in high-yield, small-cap, commodity-linked, and foreign securities. Principal invested is not guaranteed at any time, including at or after the funds' target dates.

Fund short term trading fees: None

Footnotes:

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Fidelity Freedom 2015 Fund®

VRS Code: 01313

Fund Objective: Seeks high total return until its target retirement date. Thereafter, the fund's objective will be to seek high current income and, as a secondary objective, capital appreciation.

Fund Strategy: Investing in a combination of underlying Fidelity domestic equity, international equity, bond, and short-term funds using a moderate asset allocation strategy designed for investors expecting to retire around the year 2015. Allocating assets among underlying Fidelity funds according to an asset allocation strategy that becomes increasingly conservative until it reaches approximately 15% in domestic equity funds, 5% in international equity funds, 40% in bond funds, and 40% in short-term funds (approximately 10 to 15 years after the year 2015). Ultimately, the fund will merge with Fidelity Freedom Income Fund.

Fund Risk: The investment risk of each Fidelity Freedom Fund changes over time as its asset allocation changes. The funds are subject to the volatility of the financial markets, including that of equity and fixed income investments in the U.S. and abroad, and may be subject to risks associated with investing in high-yield, small-cap, commodity-linked, and foreign securities. Principal invested is not guaranteed at any time, including at or after the funds' target dates.

Fund short term trading fees: None

Footnotes:

- A mutual fund registered under Fidelity Aberdeen Street Trust, and managed by Strategic Advisers, Inc. This description is only intended to provide a brief overview of the fund. Read the fund's prospectus for more detailed information about the fund.
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Fidelity Freedom 2020 Fund®

VRS Code: 00372

Fund Objective: Seeks high total return until its target retirement date. Thereafter, the fund's objective will be to seek high current income and, as a secondary objective, capital appreciation.

Fund Strategy: Investing in a combination of underlying Fidelity domestic equity, international equity, bond, and short-term funds using a moderate asset allocation strategy designed for investors expecting to retire around the year 2020. Allocating assets among underlying Fidelity funds according to an asset allocation strategy that becomes increasingly conservative until it reaches approximately 15% in domestic equity funds, 5% in international equity funds, 40% in bond funds, and 40% in short-term funds (approximately 10 to 15 years after the year 2020). Ultimately, the fund will merge with Fidelity Freedom Income Fund.

Fund Risk: The investment risk of each Fidelity Freedom Fund changes over time as its asset allocation changes. The funds are subject to the volatility of the financial markets, including that of equity and fixed income investments in the U.S. and abroad, and may be subject to risks associated with investing in high-yield, small-cap, commodity-linked, and foreign securities. Principal invested is not guaranteed at any time, including at or after the funds' target dates.

Fund short term trading fees: None

**Footnotes:**

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Fidelity Freedom 2025 Fund®**VRS Code:** 01314**Fund Objective:** Seeks high total return until its target retirement date. Thereafter, the fund's objective will be to seek high current income and, as a secondary objective, capital appreciation.**Fund Strategy:** Investing in a combination of underlying Fidelity domestic equity, international equity, bond, and short-term funds using a moderate asset allocation strategy designed for investors expecting to retire around the year 2025. Allocating assets among underlying Fidelity funds according to an asset allocation strategy that becomes increasingly conservative until it reaches approximately 15% in domestic equity funds, 5% in international equity funds, 40% in bond funds, and 40% in short-term funds (approximately 10 to 15 years after the year 2025). Ultimately, the fund will merge with Fidelity Freedom Income Fund.**Fund Risk:** The investment risk of each Fidelity Freedom Fund changes over time as its asset allocation changes. The funds are subject to the volatility of the financial markets, including that of equity and fixed income investments in the U.S. and abroad, and may be subject to risks associated with investing in high-yield, small-cap, commodity-linked, and foreign securities. Principal invested is not guaranteed at any time, including at or after the funds' target dates.**Fund short term trading fees:** None**Footnotes:**

- A mutual fund registered under Fidelity Aberdeen Street Trust, and managed by Strategic Advisers, Inc. This description is only intended to provide a brief overview of the fund. Read the fund's prospectus for more detailed information about the fund.
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Fidelity Freedom 2030 Fund®**VRS Code:** 00373**Fund Objective:** Seeks high total return until its target retirement date. Thereafter, the fund's objective will be to seek high current income and, as a secondary objective, capital appreciation.**Fund Strategy:** Investing in a combination of underlying Fidelity domestic equity, international equity, bond, and short-term funds using a moderate asset allocation strategy designed for investors expecting to retire around the year 2030. Allocating assets among underlying Fidelity funds according to an asset allocation strategy that becomes increasingly conservative until it reaches approximately 15% in domestic equity funds, 5% in international equity funds, 40% in bond funds, and 40% in short-term funds (approximately 10 to 15 years after the year 2030). Ultimately, the fund will merge with Fidelity Freedom Income Fund.**Fund Risk:** The investment risk of each Fidelity Freedom Fund changes over time as its asset allocation changes. The funds are subject to the volatility of the financial markets, including that of equity and fixed income investments in the U.S. and abroad, and may be subject to risks associated with investing in high-yield, small-cap, commodity-linked, and foreign securities. Principal invested is not guaranteed at any time, including at or after the funds' target dates.**Fund short term trading fees:** None**Footnotes:**

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Fidelity Freedom 2035 Fund®**VRS Code:** 01315**Fund Objective:** Seeks high total return until its target retirement date. Thereafter, the fund's objective will be to seek high current income and, as a secondary objective, capital appreciation.**Fund Strategy:** Investing in a combination of underlying Fidelity domestic equity, international equity, bond, and short-term funds using a moderate asset allocation strategy designed for investors expecting to retire around the year 2035. Allocating assets among underlying Fidelity funds according to an asset allocation strategy that becomes increasingly conservative until it reaches approximately 15% in domestic equity funds, 5% in international equity funds, 40% in bond funds, and 40% in short-term funds (approximately 10 to 15 years after the year 2035). Ultimately, the fund will merge with Fidelity Freedom Income Fund.

Fund Risk: The investment risk of each Fidelity Freedom Fund changes over time as its asset allocation changes. The funds are subject to the volatility of the financial markets, including that of equity and fixed income investments in the U.S. and abroad, and may be subject to risks associated with investing in high-yield, small-cap, commodity-linked, and foreign securities. Principal invested is not guaranteed at any time, including at or after the funds' target dates.

Fund short term trading fees: None

Footnotes:

- A mutual fund registered under Fidelity Aberdeen Street Trust, and managed by Strategic Advisers, Inc. This description is only intended to provide a brief overview of the fund. Read the fund's prospectus for more detailed information about the fund.
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Fidelity Freedom 2040 Fund®

VRS Code: 00718

Fund Objective: Seeks high total return until its target retirement date. Thereafter, the fund's objective will be to seek high current income and, as a secondary objective, capital appreciation.

Fund Strategy: Investing in a combination of underlying Fidelity domestic equity, international equity, bond, and short-term funds using a moderate asset allocation strategy designed for investors expecting to retire around the year 2040. Allocating assets among underlying Fidelity funds according to an asset allocation strategy that becomes increasingly conservative until it reaches approximately 15% in domestic equity funds, 5% in international equity funds, 40% in bond funds, and 40% in short-term funds (approximately 10 to 15 years after the year 2040). Ultimately, the fund will merge with Fidelity Freedom Income Fund.

Fund Risk: The investment risk of each Fidelity Freedom Fund changes over time as its asset allocation changes. The funds are subject to the volatility of the financial markets, including that of equity and fixed income investments in the U.S. and abroad, and may be subject to risks associated with investing in high-yield, small-cap, commodity-linked, and foreign securities. Principal invested is not guaranteed at any time, including at or after the funds' target dates.

Fund short term trading fees: None

Footnotes:

- A mutual fund registered under Fidelity Aberdeen Street Trust, and managed by Strategic Advisers, Inc. This description is only intended to provide a brief overview of the fund. Read the fund's prospectus for more detailed information about the fund.
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Fidelity Freedom 2045 Fund®

VRS Code: 01617

Fund Objective: Seeks high total return until its target retirement date. Thereafter, the fund's objective will be to seek high current income and, as a secondary objective, capital appreciation.

Fund Strategy: Investing in a combination of underlying Fidelity domestic equity, international equity, bond, and short-term funds using a moderate asset allocation strategy designed for investors expecting to retire around the year 2045. Allocating assets among underlying Fidelity funds according to an asset allocation strategy that becomes increasingly conservative until it reaches approximately 15% in domestic equity funds, 5% in international equity funds, 40% in bond funds, and 40% in short-term funds (approximately 10 to 15 years after the year 2045). Ultimately, the fund will merge with Fidelity Freedom Income Fund.

Fund Risk: The investment risk of each Fidelity Freedom Fund changes over time as its asset allocation changes. The funds are subject to the volatility of the financial markets, including that of equity and fixed income investments in the U.S. and abroad, and may be subject to risks associated with investing in high-yield, small-cap, commodity-linked, and foreign securities. Principal invested is not guaranteed at any time, including at or after the funds' target dates.

Fund short term trading fees: None

Footnotes:

- A mutual fund registered under Fidelity Aberdeen Street Trust, and managed by Strategic Advisers, Inc. This description is only intended to provide a brief overview of the fund. Read the fund's prospectus for more detailed information about the fund.



Fidelity Freedom 2050 Fund®

VRS Code: 01618

Fund Objective: Seeks high total return until its target retirement date. Thereafter, the fund's objective will be to seek high current income and, as a secondary objective, capital appreciation.

Fund Strategy: Investing in a combination of underlying Fidelity domestic equity, international equity, bond, and short-term funds using a moderate asset allocation strategy designed for investors expecting to retire around the year 2050. Allocating assets among underlying Fidelity funds according to an asset allocation strategy that becomes increasingly conservative until it reaches approximately 15% in domestic equity funds, 5% in international equity funds, 40% in bond funds, and 40% in short-term funds (approximately 10 to 15 years after the year 2050). Ultimately, the fund will merge with Fidelity Freedom Income Fund.

Fund Risk: The investment risk of each Fidelity Freedom Fund changes over time as its asset allocation changes. The funds are subject to the volatility of the financial markets, including that of equity and fixed income investments in the U.S. and abroad, and may be subject to risks associated with investing in high-yield, small-cap, commodity-linked, and foreign securities. Principal invested is not guaranteed at any time, including at or after the funds' target dates.

Fund short term trading fees: None

Footnotes:

- A mutual fund registered under Fidelity Aberdeen Street Trust, and managed by Strategic Advisers, Inc. This description is only intended to provide a brief overview of the fund. Read the fund's prospectus for more detailed information about the fund.
-

Fidelity Freedom Income Fund®

VRS Code: 00369

Fund Objective: Seeks high total current income and, as a secondary objective, capital appreciation.

Fund Strategy: Investing in a combination of underlying Fidelity equity, fixed-income, and short-term funds using a moderate asset allocation strategy designed for investors already in retirement. Allocating assets among underlying Fidelity funds according to a stable asset allocation strategy of approximately 14.6% in domestic equity funds, 5.4% in international equity funds, 35% in investment-grade fixed-income funds, 5% in high yield fixed-income funds, and 40% in short-term funds.

Fund Risk: The fund is subject to the volatility of the financial markets, including that of equity and fixed income investments. Fixed income investments entail issuer default and credit risk, inflation risk, and interest rate risk (as interest rates rise, bond prices usually fall and vice versa). This effect is usually more pronounced for longer-term securities. Principal invested is not guaranteed at any time, including at or after retirement.

Fund short term trading fees: None

Footnotes:

- A mutual fund registered under Fidelity Aberdeen Street Trust, and managed by Strategic Advisers, Inc. This description is only intended to provide a brief overview of the fund. Read the fund's prospectus for more detailed information about the fund.
-

Fidelity® Capital Appreciation Fund

VRS Code: 00307

Fund Objective: Seeks capital appreciation.

Fund Strategy: Normally investing primarily in common stocks. Investing in either "growth" stocks or "value" stocks or both.

Fund Risk: Stock markets, especially foreign markets, are volatile and can decline significantly in response to adverse issuer, political, regulatory, market, or economic developments. Foreign securities are subject to interest rate, currency exchange rate, economic, and political risks.

Fund short term trading fees: None

Footnotes:

- A mutual fund registered under Fidelity Capital Trust, and managed by Fidelity Management Research Company ("FMR"). This description is only intended to provide a brief overview of the fund. Read the fund's prospectus for more detailed information about the fund.

Fidelity® International Discovery Fund

VRS Code: 00305

Fund Objective: Seeks long-term growth of capital.

Fund Strategy: Normally investing primarily in non-U.S. securities. Normally investing primarily in common stocks.

Fund Risk: Stock markets, especially foreign markets, are volatile and can decline significantly in response to adverse issuer, political, regulatory, market, or economic developments. Foreign securities are subject to interest rate, currency exchange rate, economic, and political risks, all of which are magnified in emerging markets.

Fund short term trading fees: This fund has a Short-term Redemption Fee of 1.00% for shares held less than 30 days.

Footnotes:

- A mutual fund registered under Fidelity Investment Trust, and managed by Fidelity Management Research Company ("FMR"). This description is only intended to provide a brief overview of the fund. Read the fund's prospectus for more detailed information about the fund.
-

Fidelity® Small Cap Discovery Fund

VRS Code: 00384

Fund Objective: Seeks long-term growth of capital.

Fund Strategy: Normally investing at least 80% of assets in securities of companies with small market capitalizations (companies with market capitalizations similar to the companies in the Russell 2000 Index or the S&P Small Cap 600). Investing in either "growth" stocks or "value" stocks or both. Normally investing primarily in common stocks.

Fund Risk: Stock markets, especially foreign markets, are volatile and can decline significantly in response to adverse issuer, political, regulatory, market, or economic developments. The securities of smaller, less well-known companies can be more volatile than those of larger companies. Foreign securities are subject to interest rate, currency exchange rate, economic, and political risks.

Fund short term trading fees: This fund has a Short-term Redemption Fee of 1.50% for shares held less than 90 days.

Footnotes:

- A mutual fund registered under Fidelity Commonwealth Trust, and managed by Fidelity Management Research Company ("FMR"). This description is only intended to provide a brief overview of the fund. Read the fund's prospectus for more detailed information about the fund.
 - The Russell 2000® Index is an unmanaged market capitalization-weighted index of 2,000 small company stocks of U.S. domiciled companies.
 - The S&P Small Cap 600® Index is a registered service mark of The McGraw-Hill Companies, Inc., and has been licensed for use by Fidelity Distributors Corporation and its affiliates. It is a market capitalization-weighted index of 600 small-capitalization stocks.
-

LSV Value Equity Fund

VRS Code: 47667

Fund Objective: A Growth mutual fund; the Morningstar Category is Large Value.

Fund Strategy: The investment seeks long-term growth of capital. The fund primarily invests at least 80% of net assets in equity securities of medium to large U.S. companies, which are undervalued in the marketplace at the time of purchase and have potential for near-term appreciation in the Adviser's opinion. It may also invest to a lesser extent in common stocks of such undervalued companies with small market capitalizations. The fund uses a strictly quantitative investment model to make investment decisions. It is expected to experience a low level of portfolio turnover.

Fund Risk: Value stocks can perform differently than other types of stocks and can continue to be undervalued by the market for long periods of time. Stock markets are volatile and can decline significantly in response to adverse issuer, political, regulatory, market, economic or other developments. These risks may be magnified in foreign markets. Please consult the prospectus for additional risk information specific to this fund.

Fund short term trading fees: None

Footnotes:

- A mutual fund registered under Advisors' Inner Circle (LSV), and managed by LSV Asset Management. This description is only intended to provide a brief overview of the fund. Read the fund's prospectus for more detailed information about the fund.



Managed Income Portfolio II Class 1

VRS Code: 00633

Fund Objective: The fund seeks to preserve your principal investment while earning a level of interest income that is consistent with principal preservation. The fund seeks to maintain a stable net asset value (NAV) of \$1 per share, but it cannot guarantee that it will be able to do so. The yield of the fund will fluctuate.

Fund Strategy: The fund invests in benefit-responsive investment contracts issued by insurance companies and other financial institutions ("Contracts"), fixed income securities, and money market funds. Under the terms of the Contracts, the assets of the fund are invested in fixed income securities (which may include, but are not limited to, U.S. Treasury and agency bonds, corporate bonds, mortgage-backed securities, commercial mortgage-backed securities, asset-backed securities, and collective investment vehicles and shares of investment companies that invest primarily in fixed income securities) and shares of money market funds. The fund may also invest in futures contracts, option contracts, and swap agreements. Fidelity Management Trust Company, as investment manager and trustee of the Fidelity Group Trust for Employee Benefit Plans, has claimed an exemption from registration under the Commodity Exchange Act and is not subject to registration or regulation under the Act. At the time of purchase, all Contracts and securities purchased for the fund must satisfy the credit quality standards specified in the Declaration of Separate Fund

Fund Risk: The Contracts and securities purchased for the fund are backed solely by the financial resources of the issuers of such Contracts and securities. An investment in the fund is not insured or guaranteed by the manager(s), the plan sponsor, the trustee, the FDIC, or any other government agency. The Contracts purchased by the fund permit the fund to account for the fixed income securities at book value (principal plus interest accrued to date). Through the use of book value accounting, there is no immediate recognition of investment gains and losses on the fund's securities. Instead, gains and losses are recognized over time by periodically adjusting the interest rate credited to the fund under the Contracts. However, while the fund seeks to preserve your principal investment, it is possible to lose money by investing in this fund. The Contracts provide for the payment of certain withdrawals and exchanges at book value during the terms of the Contracts. In order to maintain the Contract issuers' promise to pay such withdrawals and exchanges at book value, the Contracts subject the fund and its participants to certain restrictions. For example, withdrawals prompted by certain events (e.g., layoffs, early retirement windows, spin-offs, sale of a division, facility closings, plan terminations, partial plan terminations, changes in laws or regulations) may be paid at the market value of the fund's securities, which may be less than your book value balance.

Certain investment options offered by your plan (e.g., money market funds, short term bond funds, certain asset allocation/lifecycle funds and brokerage window) may be deemed by the Contract issuers to "compete" with this fund. The terms of the Contracts prohibit you from making a direct exchange from this fund to such competing funds. Instead, you must first exchange to a non-competing fund for 90 days. While these requirements may seem restrictive, they are imposed by the Contract issuers as a condition for the issuer's promise to pay certain withdrawals and exchanges at book value.

Who may want to invest:

- Someone who seeks a slightly higher yield over the long term than is offered by money market funds, but who is willing to accept slightly more investment risk.
- Someone who is interested in balancing an aggressive portfolio with an investment that seeks to provide stability of price.

Footnotes:

- The investment option is a stable value fund. It is managed by Fidelity Management Trust Company. This description is only intended to provide a brief overview of the fund.
- This fund is a commingled pool of the Fidelity Group Trust for Employee Benefit Plans. Only qualified, participant-directed, defined contribution plans may invest in the fund.
- This investment option is not a mutual fund.

Morgan Stanley Institutional Mid Cap Growth Fund Class P

VRS Code: 99942

Fund Objective: A Growth mutual fund; the Morningstar Category is Mid-Cap Growth.

Fund Strategy: The investment seeks long-term capital growth. The fund normally invests at least 80% of assets in common stocks of mid cap companies. It primarily invests in established and emerging companies with capitalizations within the range of companies included in the Russell Midcap[®] Growth Index. The fund may invest up to 25% of net assets in securities of foreign issuers, including issuers located in emerging market or developing countries. The securities may be denominated in U.S. dollars or in currencies other than U.S. dollars. The fund may invest in privately placed securities. It may use derivative instruments and may invest in convertible securities.

Fund Risk: Growth stocks can perform differently from the market as a whole and can be more volatile than other types of stocks. The securities of smaller, less well-known companies can be more volatile than those of larger companies. Stock markets are volatile and can decline significantly in response to adverse issuer, political, regulatory, market, economic or other developments. These risks may be magnified in foreign markets. Please consult the prospectus for additional risk information specific to this fund.

Fund short term trading fees: None

Footnotes:

- A mutual fund registered under Morgan Stanley Institutional Fund Trust, and managed by Morgan Stanley Invstmnt Management Inc. This description is only intended to provide a brief overview of the fund. Read the fund's prospectus for more detailed information about the fund.
 - The Russell Midcap[®] Growth Index is an unmanaged market capitalization-weighted index of medium-capitalization growth-oriented stocks of U.S. domiciled companies that are included in the Russell Midcap Index. Growth-oriented stocks tend to have higher price-to-book ratios and higher forecasted growth values.
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Neuberger Berman Genesis Fund Trust Class

VRS Code: 99906

Fund Objective: A Small Company mutual fund; the Morningstar Category is Small Blend.

Fund Strategy: The investment seeks growth of capital. The fund invests primarily in common stocks of companies with market capitalizations of \$2 billion or less at the time of purchase. It may continue to hold or add to a position in a stock after the company's market value has grown beyond \$2 billion. The portfolio managers generally look for undervalued companies whose current market shares and balance sheets are strong.

Fund Risk: The securities of smaller, less well-known companies can be more volatile than those of larger companies. Value and growth stocks can perform differently from other types of stocks. Growth stocks can be more volatile. Value stocks can continue to be undervalued by the market for long periods of time. Stock markets are volatile and can decline significantly in response to adverse issuer, political, regulatory, market, economic or other developments. These risks may be magnified in foreign markets. Please consult the prospectus for additional risk information specific to this fund.

Fund short term trading fees: None

Footnotes:

- A mutual fund registered under Neuberger Berman Equity Funds, and managed by Neuberger Berman Management LLC. This description is only intended to provide a brief overview of the fund. Read the fund's prospectus for more detailed information about the fund.
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Northern Small Cap Value Fund

VRS Code: 40796

Fund Objective: A Small Company mutual fund; the Morningstar Category is Small Value.

Fund Strategy: The investment seeks long-term capital appreciation. The fund normally invests at least 80% of net assets in equity securities of small-capitalization companies with market capitalizations that are, at the time of purchase, within the range of the Russell 2000 Value Index. It may emphasize particular companies or market segments, such as financial services.

Fund Risk: The securities of smaller, less well-known companies can be more volatile than those of larger companies. Value stocks can perform differently than other types of stocks and can continue to be undervalued by the market for long periods of time. Stock markets are volatile and can decline significantly in response to adverse issuer, political, regulatory, market, economic or other developments. These risks may be magnified in foreign markets. Please consult the prospectus for additional risk information specific to this fund.

Fund short term trading fees: None

Footnotes:

- A mutual fund registered under Northern Funds, and managed by Northern Trust Investments, N.A. This description is only intended to provide a brief overview of the fund. Read the fund's prospectus for more detailed information about the fund.
- The Russell 2000[®] Value Index is an unmanaged market capitalization-weighted index of value-oriented stocks of U.S. domiciled companies that are included in the Russell 2000 Index. Value-oriented stocks tend to have lower price-to-book ratios and lower forecasted growth values.



PIMCO Total Return Fund Administrative Class

VRS Code: 99474

Fund Objective: A Corporate Bond - General mutual fund; the Morningstar Category is Intermediate-Term Bond.

Fund Strategy: The investment seeks maximum total return. The fund normally invests at least 65% of total assets in a diversified portfolio of Fixed-Income Instruments of varying maturities, which may be represented by forwards or derivatives such as options, futures contracts, or swap agreements. It invests primarily in investment-grade debt securities, but may invest up to 10% of total assets in high-yield securities ("junk bonds"). The fund may invest in derivative instruments, such as options, futures contracts or swap agreements, or in mortgage- or asset-backed securities.

Fund Risk: In general the bond market is volatile, and fixed income securities carry interest rate risk. (As interest rates rise, bond prices usually fall, and vice versa. This effect is usually more pronounced for longer-term securities.) Fixed income securities also carry inflation risk and credit and default risks for both issuers and counterparties. Unlike individual bonds, most bond funds do not have a maturity date, so avoiding losses caused by price volatility by holding them until maturity is not possible. Please consult the prospectus for additional risk information specific to this fund.

Fund short term trading fees: None

Footnotes:

- A mutual fund registered under PIMCO Funds, and managed by Pacific Investment Management Co LLC. This description is only intended to provide a brief overview of the fund. Read the fund's prospectus for more detailed information about the fund.
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Schroder U.S. Opportunities Fund Class Investor

VRS Code: 92168

Fund Objective: A Growth mutual fund; the Morningstar Category is Small Growth.

Fund Strategy: The investment seeks capital appreciation. The fund invests in common and preferred stocks, securities convertible into common and preferred stocks, warrants to purchase common and preferred stocks and REITs. It expects to invest primarily in equity securities of small capitalization companies in the U.S., although it may also invest in micro-capitalization companies.

Fund Risk: The securities of smaller, less well-known companies can be more volatile than those of larger companies. Growth stocks can perform differently from the market as a whole and can be more volatile than other types of stocks. Stock markets are volatile and can decline significantly in response to adverse issuer, political, regulatory, market, economic or other developments. These risks may be magnified in foreign markets. Please consult the prospectus for additional risk information specific to this fund.

Fund short term trading fees: This fund has a Short-term Redemption Fee of 2.00% for shares held less than 60 days.

Footnotes:

- A mutual fund registered under Schroder Capital Funds (delaware), and managed by Schroder Inv Mgmt (North Amer) Ltd. This description is only intended to provide a brief overview of the fund. Read the fund's prospectus for more detailed information about the fund.
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Spartan® 500 Index Fund - Institutional Class

VRS Code: 02327

Fund Objective: Seeks to provide investment results that correspond to the total return (i.e., the combination of capital changes and income) performance of common stocks publicly traded in the United States.

Fund Strategy: Normally investing at least 80% of assets in common stocks included in the S&P 500 Index, which broadly represents the performance of common stocks publicly traded in the United States.

Fund Risk: Stock markets, especially foreign markets, are volatile and can decline significantly in response to adverse issuer, political, regulatory, market, or economic developments.

Fund short term trading fees: None

Footnotes:

- A mutual fund registered under Fidelity Concord Street Trust, and managed by Fidelity Management Research Company ("FMR"). This description is only intended to provide a brief overview of the fund. Read the fund's prospectus for more detailed information about the fund.
- The S&P 500® Index is a registered service mark of The McGraw-Hill Companies, Inc., and has been licensed for use by Fidelity Distributors Corporation and its affiliates. It is an unmanaged index of the common stock prices of 500 widely held U.S. stocks that includes the reinvestment of dividends.
- Initial offering of the Institutional Share Class took place on May 4, 2011. Returns prior to that date are those of the Fidelity Advantage Class and reflect the Fidelity Advantage Class' expense ratio. Had the Institutional Class' expense ratio been reflected, total returns would have been higher.

Vanguard Total Bond Market Index Fund Signal Shares**VRS Code:** 42911**Fund Objective:** An Income mutual fund; the Morningstar Category is Intermediate-Term Bond.

Fund Strategy: The investment seeks to track the performance of a broad, market-weighted bond index. The fund employs a "passive management", or indexing investment approach designed to track the performance of the Barclays Capital U.S. Aggregate Float Adjusted Index. It invests by sampling the index. It invests at least 80% of assets in bonds held in the index. The fund maintains a dollar-weighted average maturity consistent with that of the index, ranging between 5 and 10 years.

Fund Risk: In general the bond market is volatile, and fixed income securities carry interest rate risk. (As interest rates rise, bond prices usually fall, and vice versa. This effect is usually more pronounced for longer-term securities.) Fixed income securities also carry inflation risk and credit and default risks for both issuers and counterparties. Unlike individual bonds, most bond funds do not have a maturity date, so avoiding losses caused by price volatility by holding them until maturity is not possible. Please consult the prospectus for additional risk information specific to this fund.

Fund short term trading fees: None**Footnotes:**

- A mutual fund registered under Vanguard Bond Index Funds, and managed by Vanguard Group, Inc. This description is only intended to provide a brief overview of the fund. Read the fund's prospectus for more detailed information about the fund.
- The Barclays Capital U.S. Aggregate Float Adjusted Index measures the total universe of public, investment-grade, taxable, fixed income securities in the United States-including government, corporate, and international dollar-denominated bonds, as well as mortgage-backed and asset-backed securities-all with maturities of more than 1 year.

Vanguard Total International Stock Index Fund Signal Shares**VRS Code:** 77799**Fund Objective:** A Foreign Stock mutual fund; the Morningstar Category is Foreign Large Blend.

Fund Strategy: The investment seeks to track the performance of a benchmark index that measures the investment return of stocks issued by companies located in developed and emerging markets, excluding the United States. The fund employs a "passive management"-or indexing-investment approach designed to track the performance of the MSCI All Country World ex USA Investable Market Index, an index designed to measure equity market performance in developed and emerging markets, excluding the United States. The index includes more than 6,000 stocks of companies located in 44 countries.

Fund Risk: Foreign securities are subject to interest-rate, currency-exchange-rate, economic, and political risks, all of which may be magnified in emerging markets. Value and growth stocks can perform differently from other types of stocks. Growth stocks can be more volatile. Value stocks can continue to be undervalued by the market for long periods of time. Stock markets are volatile and can decline significantly in response to adverse issuer, political, regulatory, market, economic or other developments. Please consult the prospectus for additional risk information specific to this fund.

Fund short term trading fees: This fund has a Short-term Redemption Fee of 2.00% for shares held less than 60 days.**Footnotes:**

- A mutual fund registered under Vanguard Star Funds, and managed by Vanguard Group, Inc. This description is only intended to provide a brief overview of the fund. Read the fund's prospectus for more detailed information about the fund.



HQMC, Semper Fit and Exchange Services Division
3044 Catlin Avenue
Quantico, VA 22134-5099

Plan Name: The Marine Corps NAF 401(k) Plan

Plan #: 29131

Incoming Rollover Instructions

If you have a balance in a former employer's retirement plan and/or an IRA or conduit (rollover) IRA, you may want to consider consolidating your assets in the Marine Corps NAF 401(k) Plan. Keeping your retirement savings in a single plan can help simplify performance tracking, provide greater convenience in making investment changes, and minimize paperwork.

"Rolling over" money into the Marine Corps NAF 401(k) Plan is a three-step process. Please follow these instructions to ensure that this process is completed in a timely and accurate manner. *Please Note:* Failure to follow these instructions may result in a delay in the processing of your request and may jeopardize your ability to roll over your distribution.

Step 1. Request your distribution

Request a direct rollover distribution from your previous eligible retirement plan. See the Rollover Contribution Form for a list of the types of plans or accounts from which rollovers may be made to your employer's plan. There are two distribution check payable options:

Option 1.

1. The check can be made payable to Fidelity Investments Institutional Operations Company, Inc. (or FIIOC, for the benefit of (YOUR NAME)). The check must be from the distributing trustee or custodian. (Personal checks are not acceptable.)

Note: This type of distribution avoids automatic income tax

withholding. Also, it avoids the possible 10% early withdrawal penalty if you are under the age of 59 1/2.

Option 2.

2. If the distribution was originally made payable directly to you, you must send your rollover contribution to Fidelity via a certified check or money order only for the amount you are rolling over. (Personal checks are not acceptable.)

Note: If your distribution is initially received as a check made payable to you, your rollover must be completed within 60 days of receipt of the distribution. Your previous administrator will be required to withhold income taxes. As a result, you will not be able to roll over 100% of your eligible distribution unless you have extra savings available to make up the amount withheld. You must also roll over that amount within 60 days of receipt of your distribution. If you do not make up the amount withheld, that amount will be considered a withdrawal from the previous program and the taxable portion will be subject to ordinary income taxes and possibly a 10% early withdrawal penalty.

Fidelity does not accept wire transfers of funds. You must request a CHECK from your previous plan or IRA.

The check should be mailed directly to you. Once you have received the check, please follow the directions in Step 2.

Step 2. Complete your rollover application

Please complete the Incoming Rollover Contribution Form. Please be sure to complete all items, and sign the form where indicated.

Please Note: This rollover contribution will be invested based on the investment elections you have on file for rollover contributions to the Plan. If you have not made investment elections for rollover contributions, this amount will be invested in the Plan-designated default investment option. If you wish to make investment elections for your rollover contribution, please do so via NetBenefits® or by contacting Fidelity Investments prior to submitting this form.

If you are not sure of the plan type that you are rolling out of, please contact your previous Plan Sponsor or IRA custodian for verification. An incorrect plan type could invalidate your rollover.

Step 3. Mail the information

Mail (1) the Incoming Rollover Contribution Application and (2) the check in the enclosed preaddressed envelope or mail to:

FIRST CLASS MAIL WITH STAMP:

Fidelity Investments
Client Service Operations
P.O. Box 770003
Cincinnati, OH 45277-0065

Overnight Address:

Fidelity Investments
Client Service Operations (KC1F-L)
100 Crosby Parkway
Covington, KY 41015

Please include all the information requested. Incomplete forms and the accompanying check will be returned to you and may jeopardize your ability to roll over your distribution.

Once your contribution is accepted into the Marine Corps NAF 401(k) Plan, you can log on to Fidelity NetBenefits® at **www.401k.com** to view your rollover contribution and investment election(s). Please allow at least seven business days for processing. If you have any questions about rollover contributions, call **1-800-890-4015**. Please be sure you have beneficiary information for the Plan on file.

To establish or change your beneficiary information for the Marine Corps NAF 401(k) Plan, please access www.401k.com.

You should make a copy of the check and the Incoming Contribution Application for your records.



Plan Name: The Marine Corps NAF 401(k) Plan

Plan #: 29131

Incoming Rollover Contribution Application

Section One: Participant Information (please print)

The following section must be completed entirely to ensure that your account is properly set up.

Social Security #: - - Hire Date: ____/____/____ Birth Date: ____/____/____

Participant Name (first, MI, last): _____

Participant Address: _____

City: _____ State: _____ ZIP: _____

Phone (day): _____ Phone (evening): _____

Section Two: Rollover Contribution information

Acceptable rollover funds

Acceptable rollover sources

The Plan will accept taxable money* from the following types of employer-sponsored plans: 401(a) plans (e.g., 401(k)); 403(a) plans; distributions of taxable monies made to you as a spousal beneficiary from a current or former spouse from these types of plans, or an alternate payee pursuant to a qualified domestic relations order (QDRO). In addition, the Plan will accept: conduit IRAs (rollover IRAs).

*** Taxable money is defined as pretax contributions (employee and employer), earnings on pretax contributions, and taxable earnings on after-tax contributions from your previous employer's plan.**

Enclosed Contribution:

\$ _____ Pre-tax dollars

\$ _____ Total (Pre-tax dollars)

Please provide the following information concerning the origin of this rollover:

Plan name: _____

Plan type** (please check one):

401(a) plan (e.g., 401(k), pension, profit sharing)

403(a) plan (annuities)

Conduit IRA (rollover IRA)

****If you are not sure of the plan type, please contact your previous plan sponsor for verification. An incorrect plan type could invalidate your rollover.**

Unacceptable rollover sources

The Plan cannot accept money from the following sources: governmental 457(b) plans; 403(b) plans (e.g., plans of tax-exempt organizations); rollovers from beneficiary accounts, payments over a life expectancy or a period of 10 or more years, or mandatory age 70½ distributions. Also unacceptable are Roth IRAs,



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Coverdell Education Savings Accounts (CESAs), non-conduit IRAs (traditional IRAs, Simplified Employee Pension plans (SEP-IRAs) and "SIMPLE" IRA distributions). In-kind distributions of employer stock are not acceptable; therefore, stock must be sold and the proceeds (including any appreciation realized through the date of distribution) may be rolled over. After-tax contributions may not be rolled over into this Plan.

Section Three: Investment Elections

I direct Fidelity to invest my rollover contribution into my current investment mix applicable to rollover contributions. If I have not selected an investment mix on my own via NetBenefits® or by telephone, I understand that this rollover contribution will be invested in the Plan's default investment option as directed by my employer.

To make an investment election or to request a fund prospectus please log on to www.401k.com.

Section Four: Participant Certification

I authorize the investment election for this rollover and acknowledge that I have received information detailing my available investment options. I acknowledge that my rollover contribution will be invested according to the investment election on file at Fidelity. I also acknowledge that if I do not already have investment elections on file at Fidelity, my rollover contribution will be invested in my plan's default investment option.

I certify that this rollover amount is composed ONLY of money from acceptable sources listed under Section Two, and I have completed the information regarding the source of this money to the best of my knowledge. Also, if the distribution check was made payable to me, I understand that this rollover must be received and deposited to my account within 60 days of receipt of the distribution. I understand that, once invested, these monies will be subject to the terms that govern the Marine Corps NAF 401(k) Plan.

X

Signature of Employee

Date

Application must be signed, or form and check will be returned to you.

Please complete this application and return it with your rollover check.

For Fidelity Use Only: NIGO

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Intelligent Code
1.818084.101

Fidelity Investments Institutional Operations Company, Inc.

For more information about the Marine Corps NAF 401(k) Plan, go to www.401k.com.

Plan Name: the Marine Corps NAF 401(k) Plan

Plan #: 29131

Beneficiary Designation Instructions

A beneficiary is a person, institution, charitable organization, or Trust named by you, the participant, to receive payment of benefits provided under the the Marine Corps NAF 401(k) Plan in the event of your death. You may designate more than one primary beneficiary who will share the benefit. You may also designate one or more contingent beneficiaries. A contingent beneficiary would receive payment only if the primary beneficiary or all the primary beneficiaries you named died before you or disclaimed the right to receive payment at the time that payment was to be made.

All information must be typed or printed neatly, using uppercase letters and black ink. If it is necessary to make corrections to the beneficiary section, you must place your initials next to the corrected or crossed-out words. Do not use Wite-Out® or other correction fluid to make a correction. The form is not acceptable if correction fluid is used, and the form will be returned to you. If you have any questions about making a beneficiary designation, call Fidelity Investments toll-free at 1-800-890-4015 and speak with a Participant Services Representative. You can obtain additional Designation of Beneficiary Forms by logging on to Fidelity NetBenefits® at www.401k.com or by calling Fidelity Investments at 1-800-890-4015.

Please make a copy of it for your files, and return the original in the enclosed envelope or mail to:

Fidelity Investments
P.O. Box 5000
Cincinnati, OH 45273-8012

A. Participant Information

Complete all applicable information. *You must check either single or married.* If you are married at the time of your death, the provision of your retirement plan generally requires that all benefits from the retirement plans be paid to your spouse, unless your spouse consents in writing to another beneficiary designation and a Plan Representative or Notary Public witnesses this consent.

B. and C.

Primary and Contingent Beneficiary(ies) Information

Complete all applicable information for those whom you are naming as beneficiary(ies).

Please note: Some retirement plans restrict whom you can elect as a beneficiary for specific benefits and when you can change your election. If you designate one beneficiary for all plans in which you are enrolled, you will be subject to these restrictions across all plans. If section B is not filled out completely, the form will be returned to you.

1. The beneficiary designation should not include wording such as "either/or" or "and/or." You cannot designate unborn children as beneficiaries. You can designate charitable organizations.
2. **Use only whole-number percentages equaling 100%.** For example, designations such as 33 1/3 or 33.3 are not acceptable.
3. Naming an estate: Letters of appointment issued by the court following your death, naming the executor or administrator of the estate must be provided when a claim is filed. Please consult your attorney for advice on the effect of this designation. No additional legal documentation is required at this time.
4. Naming a Trust: Provide the Trust's name and address, name of one Trustee, the date of the Trust and the Trust's tax ID number. Do not send a copy of the trust agreement.

If you would like to name more than two primary and two contingent beneficiaries, you may attach a separate sheet of paper to the Designation of Beneficiary Form with the applicable information.

D. Signature and Date

By signing and dating this section, you officially designate the person(s) listed on the form as your primary beneficiary(ies) and, if applicable, your contingent beneficiary(ies) for this Plan. Your beneficiary designation(s) will not be valid unless this form is on file with the record keeper for this Plan.

E. Spousal Consent

For the Marine Corps NAF 401(k) Plan, if you name someone other than, or in addition to, **your spouse as your primary beneficiary(ies), your spouse must sign and date the form and have his/her signature witnessed by a Plan Representative or Notary Public.** A bank, law office or local government office usually has a Notary Public on staff.

Please do not return this page.

Fidelity Investments Institutional Operations Company, Inc.

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Designation of Beneficiary Form

A. Participant Information

Note: The instructions for this form are an integral part of the form. You should use them to assist you. Also, if it is necessary to make corrections to any part of this form, *please do not use whiteout*; you must place your initials next to the corrected or crossed-out words.

Participant Name (First, MI, Last): _____ Social Security #: --

Participant Address: _____

City: _____ State: _____ ZIP: _____

Phone (day): -- Marital Status: (select one) Single Married

B. Primary Beneficiary(ies)

I understand that if I am married, my spouse shall automatically be my designated beneficiary unless I elect otherwise and my spouse consents to such election as well as to the designation of the other beneficiary(ies). I hereby designate the following person or persons as primary beneficiary(ies) of my account under the Plan(s) payable by reason of my death. If any primary beneficiary does not survive me, the share of that beneficiary shall be divided between the remaining beneficiaries in proportion with their stated percentage of interest. If no primary beneficiary survives me, then my account shall go to my contingent beneficiary(ies). (If additional space is needed for beneficiary information, attach a separate sheet of paper to the Designation of Beneficiary Form with the information noted below.)

1. Beneficiary's Name: (First, MI, Last) _____ Share %:

Date of Birth: ____/____/____ Sex (M/F) _____ Social Security Number/Tax ID: --

Relationship to Participant: Spouse Trust Other: _____

Address: _____

City: _____ State: _____ ZIP: _____

2. Beneficiary's Name: (First, MI, Last) _____ Share %:

Date of Birth: ____/____/____ Sex (M/F) _____ Social Security Number/Tax ID: --

Relationship to Participant: Spouse Trust Other: _____ Total 100%

Address: _____

City: _____ State: _____ ZIP: _____

C. Contingent Beneficiary(ies)

In the event that no primary beneficiary survives me, I hereby designate the following person or persons as contingent beneficiary(ies) of my account. If any contingent beneficiary does not survive me, then the share of that beneficiary shall be divided between the remaining contingent beneficiaries in proportion with their stated percentage of interest.

1. Contingent Beneficiary's Name: (First, MI, Last) _____ Share %:

Date of Birth: ____/____/____ Sex (M/F) _____ Social Security Number/Tax ID: --

Relationship to Participant: Spouse Trust Other: _____

Address: _____

City: _____ State: _____ ZIP: _____

2. Contingent Beneficiary's Name: (First, MI, Last) _____ Share %:

Date of Birth: ____/____/____ Sex (M/F) _____ Social Security Number/Tax ID: --

Relationship to Participant: Spouse Trust Other: _____ Total 100%

Address: _____

City: _____ State: _____ ZIP: _____



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D. Signature and Date

I reserve the right to revoke or change my beneficiary designation in the future. I hereby revoke all my previous designations (if any) of primary and contingent beneficiaries. **Note: If you are married, see the next section for applicable spousal consent requirements.**

I understand that if this beneficiary designation is executed prior to the first day of the plan year in which I attain age 35 that my spouse will become the beneficiary on the earlier of (1) the first day of the plan year in which I attain age 35, or (2) the date that I separate from service with the employer sponsoring the retirement plan. I understand that if I do not wish for my spouse to be my beneficiary at that time I need to complete a new Beneficiary Designation Form.

X

SIGNATURE OF EMPLOYEE

DATE

Note: If your spouse is not your designated primary beneficiary, this Designation of Beneficiary Form is invalid without the consent of your spouse. If you are currently single [and marry] or re-marry you will need to complete a new Beneficiary Designation Form if you do not wish for your new spouse to be your primary beneficiary.

E. Spousal Consent

(Signature must be witnessed by a Plan Representative or Notary Public)

If you, the Participant, are married and your spouse is not designated as your primary beneficiary, your beneficiary designation is invalid without the consent of your spouse. Your spouse's consent must be witnessed by a Plan Representative or Notary Public.

I am the spouse of the Participant named above. By signing below, I hereby acknowledge that I understand: (1) that the effect of my consent may result in the forfeiture of benefits I would otherwise be entitled to receive upon my spouse's death; (2) that my waiver is not valid unless I consent to it; (3) that my consent is voluntary, (4) that my consent is irrevocable unless my spouse completes a new Beneficiary Designation; and (5) that my consent (signature) must be witnessed by a notary public [or a plan representative].

I understand that if this beneficiary designation is executed prior to the first day of the plan year in which the participant attains age 35, then my rights to receive the death benefit as determined by the retirement plan provisions will be restored to me on the earlier of (1) the first day of the plan year in which the participant attains age 35, or (2) the date the participant separates from service with the employer sponsoring the retirement plan.

X

SIGNATURE OF SPOUSE

DATE

(Must be witnessed by a Plan Representative or Notary Public)

Signature of spouse witnessed this on this date, _____ in the presence of:

Plan Representative Signature: _____

Plan Representative Print Name (Last, First, MI): _____

OR

STATE OF _____ (ss.) COUNTY OF _____

On this date, _____ before me appeared _____ Print Name: (Last, First, MI) who acknowledged herself or himself to be the person who executed the consent set forth above and acknowledged the consent to be his or her free act and deed.

Notary Public Signature: _____

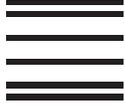
Please mail Designation of Beneficiary Form in the enclosed envelope to:

Fidelity Investments
P.O. Box 5000
Cincinnati, OH 45273-8012

Fidelity Investments Institutional Operations Company, Inc.

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Use this envelope only for the beneficiary designation form.
Please remove envelope from book here. ▼

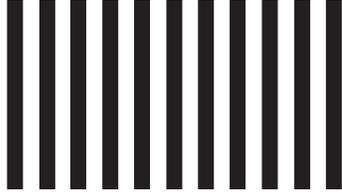


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Peel off this strip to open envelope pocket

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Fidelity Portfolio Advisory Service at Work is a service of Strategic Advisers, Inc., a registered investment adviser and a Fidelity Investments company. **This service provides discretionary money management for a fee.**

Annual additions to the plan (your contributions and company contributions combined) may not exceed 100% of your pay or \$50,000 for 2012 (whichever is less).

The investment options available through the Plan reserve the right to modify or withdraw the exchange privilege.

Unless otherwise noted, transaction requests confirmed after the close of the market, normally 4 p.m. Eastern time, or on weekends or holidays, will receive the next available closing prices.

This document provides only a summary of the main features of the Marine Corps NAF 401(k) Plan and the Plan Document will govern in the event of discrepancies.

The Plan is intended to be a participant-directed plan as described in Section 404(c) of ERISA, which means that fiduciaries of the Plan are ordinarily relieved of liability for any losses that are the direct and necessary result of investment instructions given by a participant or beneficiary.

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HQMC, Semper Fit and Exchange Services Division
3044 Catlin Avenue
Quantico, VA 22134-5099

Fidelity Brokerage Services LLC, Member NYSE, SIPC, 900 Salem Street, Smithfield, RI 02917
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