



Fidelity Advisor 403(b)

Distribution Request Form

NOTE: Please use this form if you wish to request a distribution from your Fidelity Advisor 403(b) Account. Your Employer/Plan Sponsor or TPA must authorize this Distribution request.

QUESTIONS: Call your Financial Advisor or Fidelity at 877-895-5951, Monday through Friday, 8 a.m. to 5 p.m. Eastern time, any day the New York Stock Exchange is open.

When completing this form, please type or print clearly in all CAPITAL LETTERS using black ink.

Please mail this completed form via **regular mail** to:

Fidelity Investments Institutional Operations Company, Inc. (FIIOC)
P.O. Box 770002, Cincinnati, OH 45277-0090

You can also mail this completed form via **overnight delivery** to:

Fidelity Investments Institutional Operations Company, Inc. (FIIOC)
100 Crosby Parkway, KC1E, Covington, KY 41015

1 ACCOUNT INFORMATION

Account Owner Name (First, Middle Initial, Last) or Name of Trust, Estate, or Other Non-Trust Fiduciary

Date of Birth (mm-dd-yyyy)

Street Address

Apartment

City

State

ZIP Code/Postal Code

Work Telephone

Extension

Home Telephone

Social Security Number

Date of Hire (mm-dd-yyyy)

2 YOUR EMPLOYER INFORMATION

Name of Employer Sponsoring your Plan

Employer Telephone

Street Address

Suite

City

State

ZIP Code/Postal Code

3 FINANCIAL ADVISOR INFORMATION

Firm Name

Name (First, Middle Initial, Last)

Daytime Telephone

Extension

Fax

4 REASON FOR DISTRIBUTION

Please choose one.

- A. Attainment of age 59½ (Employer/Plan Sponsor or TPA signature is not required)
- B. Separation from service (or severance from employment with the employer)
- C. Disability

NOTE: This form cannot be used to request hardship withdrawals. Please request, complete, and return the Fidelity Advisor 403(b) Financial Hardship Distribution Form.

5 METHOD OF DISTRIBUTION PAYMENT

On the following pages, you will be given your choice of four distribution methods that may be available. Using this form, you may choose a combination of the below methods, or select a single method.

Direct Rollover • Partial Withdrawal • Full Withdrawal • Periodic Installment Payments

If you need more information about these methods, please refer to the attached Special Tax Notice Regarding Your Rollover Options, or call 877-895-5951, Monday through Friday, 8 a.m. to 5 p.m., Eastern time, any day the New York Stock Exchange is open.

OPTION 1 – DIRECT ROLLOVER

NOTE: If you choose to roll over this distribution to an IRA that contains assets from other sources, you may forfeit the right to roll over the value of this distribution to another employer's plan in the future.

Choose one direct rollover option (A, B, or C) below.

- A. TRANSFER IN KIND TO A FIDELITY ADVISOR IRA – I would like my rollover to be directed to my Fidelity Advisor Traditional and/or Roth IRA in kind (Fidelity Advisor IRA should be established prior to sending in this form).

IRA Number

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- B. DIRECT ROLLOVER DISTRIBUTION TO ANOTHER CUSTODIAN/TRUSTEE – Choose one.

This Account is: an IRA a 403(b) plan an employer-sponsored, qualified 401(a) plan
 an eligible 457(b) plan maintained by a state governmental agency

Please indicate below if any designated Roth amounts in your account should be rolled over to another custodian/trustee, as applicable.

- Include Roth 403(b) assets

Please provide us with the name of the receiving custodian/trustee.

Name of Custodian/Trustee

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A check will be made payable to the receiving custodian/trustee on your behalf and will be mailed directly to you. Please forward the check to the receiving custodian/trustee.

- C. DIRECT ROLLOVER DISTRIBUTION TO AN EXISTING 403(B) ACCOUNT OR PROGRAM AT FIDELITY – Example: New employer's plan.

NOTE: Before you complete this section, please confirm that the new plan will accept the assets you wish to roll over.

Name of Receiving 403(b)

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The following apply to A and B above. Indicate amount of rollover and where rollover should come from.

- Roll over my entire account balance*

OR

- Partial rollover – Roll over only a portion of my account balance as indicated on next page

* Before completing any distribution request, if your Account includes after-tax (Employee) contributions, you may only select this direct rollover option if you instruct that your balance be rolled over to a Traditional IRA or to another 403(b). You should also review the Special Tax Notice Regarding Your Rollover Options for important information regarding distributions and requirements applicable to distributions and rollovers.

continued on next page

5 METHOD OF DISTRIBUTION PAYMENT (continued)

OPTION 1 – DIRECT ROLLOVER (continued)

Specify sources and investment funds from which partial rollover will be taken.

If you do not specify either sources or funds below, your distribution will be taken proportionately from all sources and all funds held in your account.

Fund Name

1.

Employer Account(s) **OR** Pretax Roth After-Tax \$, , , , . **OR** 100%

Fund Name

2.

Employer Account(s) **OR** Pretax Roth After-Tax \$, , , , . **OR** 100%

If the amount available on the date of distribution is less than the amount you have requested, your distribution will be processed for the maximum amount available.

OPTION 2 – PARTIAL WITHDRAWAL

Indicate amount to be withdrawn and where payments should come from.

Withdraw proportionally across all available sources/investment options.

Fund Name

1.

Employer Account(s) **OR** Pretax Roth After-Tax \$, , , , . **OR** 100%

Fund Name

2.

Employer Account(s) **OR** Pretax Roth After-Tax \$, , , , . **OR** 100%

If the amount available on the date of distribution is less than the amount you have requested, your distribution will be processed for the maximum amount available.

Indicate how you would like the payment.

A. DEPOSIT INTO A FIDELITY ADVISOR NON-RETIREMENT ACCOUNT

Account Number

(If a new account, working with your Financial Advisor, please complete and attach a Fidelity Advisor Individual New Account application to this form.)

B. BY CHECK

I would like the proceeds indicated above to be expressed mailed (a \$25 fee will be assessed in addition to the distribution amount indicated above)

OPTION 3 – FULL WITHDRAWAL

Indicate how you would like the payment.

A. DEPOSIT INTO A FIDELITY ADVISOR NON-RETIREMENT ACCOUNT

Account Number

(If a new account, working with your Financial Advisor, please complete and attach a Fidelity Advisor Individual New Account application to this form.)

B. BY CHECK

I would like the proceeds to be expressed mailed (a \$25 fee will apply)

5 METHOD OF DISTRIBUTION PAYMENT (continued)

OPTION 4 – SYSTEMATIC WITHDRAWAL PLAN

Choose one periodic payment method below (Payments must be processed at least once annually).

A. SPECIFIC DOLLAR METHOD

Pay me \$ each period.

To be paid: Monthly Quarterly Yearly beginning - -

Distribute from:

i) Proportionately across all available investment options

OR

ii) Specific sources/investment options:

Fund Name

1.

Employer Account(s) **OR** Pretax Roth After-Tax \$ **OR** 100%

Fund Name

2.

Employer Account(s) **OR** Pretax Roth After-Tax \$ **OR** 100%

B. SPECIFIC PERIOD METHOD

Payments will be calculated each period based on your current Fidelity Advisor 403(b) Account balance on date of distribution and the number of years remaining in the period you specify below.

To be paid: Monthly Quarterly Yearly for years, beginning - -

Indicate how you would like the payment.

1. DEPOSIT INTO A FIDELITY ADVISOR NON-RETIREMENT ACCOUNT

Account Number

(If a new account, working with your Financial Advisor, please complete and attach a Fidelity Advisor Individual New Account application to this form.)

2. BY CHECK

3. BY ELECTRONIC FUNDS TRANSFER – Complete the enclosed Fidelity Advisor 403(b) Electronic Funds Transfer (EFT) Application and follow the instructions provided. This option is only available for periodic payments selected in Option 4.

6 NOTICE OF WITHHOLDING

Payments subject to withholding are either Eligible Rollover Distributions or amounts not eligible for rollover.

ELIGIBLE ROLLOVER DISTRIBUTIONS: Eligible Rollover Distributions that are not rolled directly to an IRA or another 403(b) Plan or other employer plan that accepts such rollovers are subject to mandatory withholding of 20% for federal income taxes. A payee cannot elect out of this withholding. Some states require that state income taxes be withheld whenever federal income taxes are withheld.

AMOUNTS NOT ELIGIBLE FOR ROLLOVER: The following payments are considered amounts not eligible to be rolled over: minimum required distributions; certain substantially equal periodic payments (level payments over at least ten years, or if less, the payee's life expectancy), financial hardship withdrawals and death benefit payments to non-spouse beneficiaries. Amounts that are not taxable income have limited portability, and may or may not be eligible for rollover. Before requesting a distribution, you should review the Special Tax Notice Regarding Plan Payments and consider consulting with your tax advisor regarding distribution and rollover requirements and options. Taxable amounts that are not eligible for rollover are subject to federal income tax withholding unless the payee elects out of withholding. If the payment(s) occur in one tax year (a non-periodic payment), the default federal income tax withholding is 10%. If the payments are periodic, the default federal income tax withholding is based on the IRS wage tables for periodic withdrawals. If this payment is not a distribution eligible for rollover, a payee can elect out of this default withholding by selecting the following:

Withholding Election (Choose one). (NOTE: If you are a nonresident alien, DO NOT complete this section).

- I elect not to have federal income taxes withheld from my distribution.
- I elect not to have state income taxes withheld from my distribution. Please note that some states require state income tax to be withheld.
- I have enclosed an IRS W-4P to request that federal and state withholding be based on the elections/directions in this form. Please note that some states may not base withholding on the Form W-4P.

Please note that a payment to an address outside the United States may be withheld at a 30% rate unless the payee submits a completed IRS Form 001. If you are a non-resident alien, you must submit IRS Form W-8BEN, Certificate of Foreign Status of Beneficial Owner for United States Tax Withholding with this distribution request form to claim tax treaty benefits if applicable. Please go to the IRS Web site, www.irs.gov, to download the form. If you provide an address which is outside the United States and its possessions, you may not elect out of withholding.

7 EMPLOYER/PLAN SPONSOR OR TPA APPROVAL

EMPLOYER/PLAN SPONSOR OR TPA STATEMENT OF CERTIFICATION

- I hereby certify that the Participant indicated in Section 1 above has met the distribution requirements outlined within the Employer's plan document.

Please Print Name Below

Signature of Employer/Plan Sponsor or TPA

Date

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8 YOUR SIGNATURE

Please read the following and sign in the space below.

- I hereby certify that all information provided by me on this form is true, complete, and accurate.
- If I am a U.S. citizen or other U.S. person (including a resident alien individual), I hereby certify under penalties of perjury that my Social Security number in Section 1 on this form is correct. I certify that I have read the Special Tax Notice Regarding Plan Payments attached to this form and that I understand the distribution options available to me. I hereby elect to waive any unexpired portion of the 30-day Notice Period. I also understand that, if I elect to roll 403(b) amounts eligible for capital gains or averaging treatment into another type of plan, that these amounts will no longer be eligible for such tax treatment. I understand that any amounts I elect to roll over into a governmental 457(b) plan may continue to be subject to an early withdrawal penalty of 10% if withdrawn prematurely.
- I certify that I understand the spousal consent requirements applicable to certain 403(b) Plans and that they do not apply to this account or to the assets from which I am requesting this distribution.
- I understand that to the extent my account includes after-tax contributions, that such amounts will generally be distributed on a pro-rata basis at the time any distribution is processed, unless I have provided the custodian with all information necessary regarding grandfathered after-tax amounts.
- I understand that all Internal Revenue Service requirements apply to contributions and/or distributions processed by any means. I hereby indemnify FMTC and its agents, affiliates, or successors, and employees from any and all liability that may arise from acting upon my (or, if applicable, my intermediary firm's) instructions if reasonable procedures designed to prevent unauthorized transactions are followed.
- To the extent I have chosen to directly roll over my eligible assets to a similar plan, I acknowledge that I am rolling eligible 403(b) assets to a 403(b) plan or IRA. If I have requested that my pretax funds be rolled over into a Roth IRA, I understand that the taxable amount rolled over is taxable income.
- To the extent I have chosen to directly roll over my eligible assets to an unlike plan, I acknowledge that I am rolling eligible 403(b) assets to a 401(a), 401(k), or governmental 457(b) plan or IRA.
- To the extent I have chosen to directly roll over my eligible rollover amounts, I hereby direct Fidelity Management Trust Company (or its affiliate(s)) and/or successors appointed pursuant to the terms of such accounts to roll over the amount indicated in Section 5, Option 1 on this form to my account under my employer's plan or IRA, except to the extent that my current employer's plan or federal law prohibits such a rollover. In the event certain assets are not eligible to be rolled over, I hereby direct my employer to retain the ineligible portion of my assets in the plan and to roll over the remainder as directed herein.

Please Print Shareholder or Authorized Signer Name Below

Signature of Shareholder or Authorized Signer

Date

Signature Guarantee Stamp

A **signature guarantee** is required if: (i) the amount of the distribution is \$100,000 or more; or (ii) the distribution is not sent to the address of record; or (iii) your address has changed within the last 15 days. You may obtain a signature guarantee from a bank, broker, dealer, municipal securities dealer, government securities broker, credit union (if authorized under state law), national securities exchange, registered securities association, clearing agency, or savings association. Please inform the person providing the signature guarantee of the approximate amount of the distribution.

NOTE: A notary public cannot provide a signature guarantee.

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Fidelity Investments Institutional Operations Company, Inc.
100 Salem St., Smithfield, RI 02917
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Fidelity Advisor 403(b)

Special Tax Notice Regarding Your Rollover Options

You are receiving this notice because all or a portion of a payment you are receiving from the Plan is eligible to be rolled over to either an IRA or an employer plan; or if your payment is from a Designated Roth Account, to a Roth IRA or Designated Roth Account in an employer plan. This notice is intended to help you decide whether to do such a rollover. It describes the rollover rules that apply to payments from the Plan. To the extent that the rules differ based on whether the payment is from a Designated Roth Account or from an account that is Not a Designated Roth Account, those differences will be identified in each section of this notice. Rules that apply to most payments from a plan are described in the "General Information About Rollovers" section. Special rules that only apply in certain circumstances are described in the "Special Rules and Options" section.

GENERAL INFORMATION ABOUT ROLLOVERS

HOW CAN A ROLLOVER AFFECT MY TAXES?

Not a Designated Roth Account:

You will be taxed on a payment from the Plan if you do not roll it over. If you are under age 59½ and do not do a rollover, you will also have to pay a 10% additional income tax on early distributions (unless an exception applies). However, if you do a rollover, you may not have to pay tax until you receive payments later and the 10% additional income tax will not apply if those payments are made after you are age 59½ (or if an exception applies). If you do a rollover to a Roth IRA, any amounts not previously included in your income will be taxed currently (see the section below titled "IF YOU ROLL OVER YOUR PAYMENT TO A ROTH IRA (NOT A DESIGNATED ROTH ACCOUNT)").

Designated Roth Account:

After-tax contributions included in a payment from a Designated Roth Account are not taxed, but earnings might be taxed. The tax treatment of earnings included in the payment depends on whether the payment is a qualified distribution. If a payment is only part of your Designated Roth Account, the payment will include an allocable portion of the earnings in your Designated Roth Account.

If the payment from the Plan is not a qualified distribution and you do not do a rollover to a Roth IRA or a Designated Roth Account in an employer plan, you will be taxed on the earnings in the payment. If you are under age 59½, a 10% additional income tax on early distributions will also apply to the earnings (unless an exception applies). However, if you do a rollover, you will not have to pay taxes currently on the earnings and you will not have to pay taxes later on payments that are qualified distributions.

If the payment from the Plan is a qualified distribution, you will not be taxed on any part of the payment even if you do not do a rollover. If you do a rollover, you will not be taxed on the amount you roll over and any earnings on the amount you roll over will not be taxed if paid later in a qualified distribution.

A qualified distribution from a Designated Roth Account in the Plan is a payment made after you are age 59½ (or after your death or disability) and after you have had a Designated Roth Account in the Plan for at least 5 years. In applying the 5-year rule, you count from January 1 of the year your first contribution was made to the Designated Roth Account. However, if you did a direct rollover to a Designated Roth Account in the Plan from a Designated Roth Account in another employer plan, your participation will count from January 1 of the year your first contribution was made to the Designated Roth Account in the Plan or, if earlier, to the Designated Roth Account in the other employer plan.

WHERE MAY I ROLL OVER THE PAYMENT?

Not a Designated Roth Account:

You may roll over the payment to either a traditional IRA (an individual retirement account or individual retirement annuity) or an employer plan (a tax-qualified plan, section 403(b) plan, or governmental section 457(b) plan) that will accept the rollover. The rules of the IRA or employer plan that holds the rollover will determine your investment options, fees, and rights to payment from the IRA or employer plan (for example, no spousal consent rules apply to IRAs and IRAs may not provide loans). Further, the amount rolled over will become subject to the tax rules that apply to the IRA or employer plan.

Designated Roth Account:

You may roll over the payment to either a Roth IRA (a Roth individual retirement account or Roth individual retirement annuity) or a Designated Roth Account in an employer plan (a tax-qualified plan or section 403(b) plan) that will accept the rollover. The rules of the Roth IRA or employer plan that holds the rollover will determine your investment options, fees, and rights to payment from the Roth IRA or employer plan (for example, no spousal consent rules apply to Roth IRAs and Roth IRAs may not provide loans). Further, the amount rolled over will become subject to the tax rules that apply to the Roth IRA or the Designated Roth Account in the employer plan. In general, these tax rules are similar to those described elsewhere in this notice, but differences include:

- If you do a rollover to a Roth IRA, all of your Roth IRAs will be considered for purposes of determining whether you have satisfied the 5-year rule (counting from January 1 of the year for which your first contribution was made to any of your Roth IRAs).
- If you do a rollover to a Roth IRA, you will not be required to take a distribution from the Roth IRA during your lifetime and you must keep track of the aggregate amount of the after-tax contributions in all of your Roth IRAs (in order to determine your taxable income for later Roth IRA payments that are not qualified distributions).
- Eligible rollover distributions from a Roth IRA can only be rolled over to another Roth IRA.

HOW DO I DO A ROLLOVER?

There are two ways to do a rollover. You can do either a direct rollover or a 60-day rollover.

If you do a direct rollover, the Plan will make the payment directly to your IRA or an employer plan, or if your payment is from a Designated Roth Account, to your Roth IRA or Designated Roth Account in an employer plan. You should contact the IRA or Roth IRA custodian or the administrator of the employer plan for information on how to do a direct rollover.

If you do not do a direct rollover, you may still do a rollover by making a deposit within 60 days according to the rules below:

Not a Designated Roth Account:

You may make a deposit into an IRA or eligible employer plan that will accept it. You will have 60 days after you receive the payment to make the deposit. If you do not do a direct rollover, the Plan is required to withhold 20% of the payment for federal income taxes (up to the amount of cash and property received other than employer stock). This means that, in order to roll over the entire payment in a 60-day rollover, you must use other funds to make up for the 20% withheld. If you do not roll over the entire amount of the payment, the portion not rolled over will be taxed and will be subject to the 10% additional income tax on early distributions if you are under age 59½ (unless an exception applies). If you do a rollover of only a portion of the payment made to you, any nontaxable amounts are treated as being rolled over last.

Designated Roth Account:

You may make a deposit within 60 days into a Roth IRA, whether the payment is a qualified or nonqualified distribution. In addition, you can do a rollover by making a deposit within 60 days into a Designated Roth Account in an employer plan if the payment is a nonqualified distribution and the rollover does not exceed the amount of the earnings in the payment. You cannot do a 60-day rollover to an employer plan of any part of a qualified distribution. If you receive a distribution that is a nonqualified distribution and you do not roll over an amount at least equal to the earnings allocable to the distribution, you will be taxed on the amount of those earnings not rolled over, including the 10% additional income tax on early distributions if you are under age 59½ (unless an exception applies). If you do a rollover of only a portion of the payment made to you, any nontaxable amounts are treated as being rolled over last.

If you do not do a direct rollover and the payment is not a qualified distribution, the Plan is required to withhold 20% of the earnings for federal income taxes (up to the amount of cash and property received other than employer stock). This means that, in order to roll over the entire payment in a 60-day rollover to a Roth IRA, you must use other funds to make up for the 20% withheld.

HOW MUCH MAY I ROLLOVER?

If you wish to do a rollover, you may roll over all or part of the amount eligible for rollover. Any payment from the Plan is eligible for rollover, except:

- Certain payments spread over a period of at least 10 years or over your life or life expectancy (or the lives or joint life expectancy of you and your beneficiary)
- Required minimum distributions after age 70½ (or after death)
- Hardship distributions
- ESOP dividends
- Corrective distributions of contributions that exceed tax law limitations
- Loans treated as deemed distributions (for example, loans in default due to missed payments before your employment ends)
- Cost of life insurance paid by the Plan
- Contributions made under special automatic enrollment rules that are withdrawn pursuant to your request within 90 days of enrollment
- Amounts treated as distributed because of a prohibited allocation of S corporation stock under an ESOP (also, there will generally be adverse tax consequences if you roll over a distribution of S corporation stock to an IRA)

The Plan administrator or the payor can tell you what portion of a payment is eligible for rollover.

IF I DON'T DO A ROLLOVER, WILL I HAVE TO PAY THE 10% ADDITIONAL INCOME TAX ON EARLY DISTRIBUTIONS?

This tax is in addition to the regular income tax on the payment not rolled over. The 10% additional income tax does not apply to the following payments from the Plan:

- Payments made after you separate from service if you will be at least age 55 in the year of the separation
- Payments that start after you separate from service if paid at least annually in equal or close to equal amounts over your life or life expectancy (or the lives or joint life expectancy of you and your beneficiary)
- Payments from a governmental defined benefit pension plan made after you separate from service if you are a public safety employee and you are at least age 50 in the year of the separation
- Payments made due to disability
- Payments after your death
- Payments of ESOP dividends
- Corrective distributions of contributions that exceed tax law limitations
- Cost of life insurance paid by the Plan
- Contributions made under special automatic enrollment rules that are withdrawn pursuant to your request within 90 days of enrollment

- Payments made directly to the government to satisfy a federal tax levy
- Payments made under a qualified domestic relations order (QDRO)
- Payments up to the amount of your deductible medical expenses
- Certain payments made while you are on active duty if you were a member of a reserve component called to duty after September 11, 2001 for more than 179 days
- Payments of certain automatic enrollment contributions requested to be withdrawn within 90 days of the first contribution

Not a Designated Roth Account:

If you are under age 59½, you will have to pay the 10% additional income tax on early distributions for any payment from the Plan (including amounts withheld for income tax) that you do not roll over, unless one of the exceptions listed above applies.

Designated Roth Account:

If a payment is not a qualified distribution and you are under age 59½, you will have to pay the 10% additional income tax on early distributions with respect to the earnings allocated to the payment that you do not roll over (including amounts withheld for income tax), unless one of the exceptions listed above applies.

IF I DO A ROLLOVER TO AN IRA, WILL THE 10% ADDITIONAL INCOME TAX APPLY TO EARLY DISTRIBUTIONS FROM THE IRA?

If you receive a payment from an IRA when you are under age 59½, you will have to pay the 10% additional income tax on early distributions from the IRA, unless an exception applies. In general, the exceptions to the 10% additional income tax for early distributions from an IRA are the same as the exceptions listed above for early distributions from a plan. However, there are a few differences for payments from an IRA, including:

- There is no exception for payments after separation from service that are made after age 55.
- The exception for qualified domestic relations orders (QDROs) does not apply (although a special rule applies under which, as part of a divorce or separation agreement, a tax-free transfer may be made directly to an IRA of a spouse or former spouse).
- The exception for payments made at least annually in equal or close to equal amounts over a specified period applies without regard to whether you have had a separation from service.
- There are additional exceptions for (1) payments for qualified higher education expenses, (2) payments up to \$10,000 used in a qualified first-time home purchase, and (3) payments after you have received unemployment compensation for 12 consecutive weeks (or would have been eligible to receive unemployment compensation but for self-employed status).

IF I DO A ROLLOVER TO A ROTH IRA, WILL THE 10% ADDITIONAL INCOME TAX APPLY TO EARLY DISTRIBUTIONS FROM THE IRA?

If you receive a payment from a Roth IRA when you are under age 59½, you will have to pay the 10% additional income tax on early distributions on the earnings paid from the Roth IRA, unless an exception applies or the payment is a qualified distribution. In general, the exceptions to the 10% additional income tax for early distributions from a Roth IRA listed above are the same as the exceptions for early distributions from a plan. However, there are a few differences for payments from a Roth IRA, including:

- There is no special exception for payments after separation from service.
- The exception for qualified domestic relations orders (QDROs) does not apply (although a special rule applies under which, as part of a divorce or separation agreement, a tax-free transfer may be made directly to a Roth IRA of a spouse or former spouse).
- The exception for payments made at least annually in equal or close to equal amounts over a specified period applies without regard to whether you have had a separation from service.
- There are additional exceptions for (1) payments for qualified higher education expenses, (2) payments up to \$10,000 used in a qualified first-time home purchase, and (3) payments after you have received unemployment compensation for 12 consecutive weeks (or would have been eligible to receive unemployment compensation but for self-employed status).

WILL I OWE STATE INCOME TAXES?

This notice does not describe any State or local income tax rules (including withholding rules).

SPECIAL RULES AND OPTIONS

IF YOUR PAYMENT INCLUDES AFTER-TAX CONTRIBUTIONS (NOT A DESIGNATED ROTH ACCOUNT)

After-tax contributions included in a payment are not taxed. If a payment is only part of your benefit, an allocable portion of your after-tax contributions is generally included in the payment. If you have pre-1987 after-tax contributions maintained in a separate account, a special rule may apply to determine whether the after-tax contributions are included in a payment.

You may roll over to an IRA a payment that includes after-tax contributions through either a direct rollover or a 60-day rollover. You must keep track of the aggregate amount of the after-tax contributions in all of your IRAs (in order to determine your taxable income for later payments from the IRAs).

You may roll over to an employer plan all of a payment that includes after-tax contributions, but only through a direct rollover (and only if the receiving plan separately accounts for after-tax contributions and is not a governmental section 457(b) plan). You can do a 60-day rollover to an employer plan of part of a payment that includes after-tax contributions, but only up to the amount of the payment that would be taxable if not rolled over. If you do a rollover of only a portion of the payment made to you, the nontaxable amounts are treated as being rolled over last.

IF YOU MISS THE 60-DAY ROLLOVER DEADLINE

Generally, the 60-day rollover deadline cannot be extended. However, the IRS has the limited authority to waive the deadline under certain extraordinary circumstances, such as when external events prevented you from completing the rollover by the 60-day rollover deadline. To apply for a waiver, you must file a private letter ruling request with the IRS. Private letter ruling requests require the payment of a nonrefundable user fee. For more information, see IRS Publication 590, Individual Retirement Arrangements (IRAs).

IF YOUR PAYMENT INCLUDES EMPLOYER STOCK THAT YOU DO NOT ROLL OVER

Not a Designated Roth Account:

If you do not do a rollover, you can apply a special rule to payments of employer stock (or other employer securities) that are either attributable to after-tax contributions or paid in a lump sum after separation from service (or after age 59½, disability, or the participant's death). Under the special rule, the net unrealized appreciation on the stock will not be taxed when distributed from the Plan and will be taxed at capital gain rates when you sell the stock. Net unrealized appreciation is generally the increase in the value of employer stock after it was acquired by the Plan. If you do a rollover for a payment that includes employer stock (for example, by selling the stock and rolling over the proceeds within 60 days of the payment), the special rule relating to the distributed employer stock will not apply to any subsequent payments from the IRA or employer plan. The Plan administrator can tell you the amount of any net unrealized appreciation.

Designated Roth Account:

If you receive a payment that is not a qualified distribution and you do not roll it over, you can apply a special rule to payments of employer stock (or other employer securities) that are paid in a lump sum after separation from service (or after age 59½, disability, or the participant's death). Under the special rule, the net unrealized appreciation on the stock included in the earnings in the payment will not be taxed when distributed to you from the Plan and will be taxed at capital gain rates when you sell the stock. If you do a rollover to a Roth IRA for a nonqualified distribution that includes employer stock (for example, by selling the stock and rolling over the proceeds within 60 days of the distribution), you will not have any taxable income and the special rule relating to the distributed employer stock will not apply to any subsequent payments from the Roth IRA or employer plan. Net unrealized appreciation is generally the increase in the value of the employer stock after it was acquired by the Plan. If you receive a payment that is a qualified distribution that includes employer stock and you do not roll it over, your basis in the stock (used to determine gain or loss when you later sell the stock) will equal the fair market value of the stock at the time of the payment from the Plan.

IF YOU HAVE AN OUTSTANDING LOAN THAT IS BEING OFFSET

If you have an outstanding loan from the Plan, your Plan benefit may be offset by the amount of the loan, typically when your employment ends. The loan offset amount is treated as a distribution to you at the time of the offset.

Not a Designated Roth Account:

The outstanding loan will be taxed (including the 10% additional income tax on early distributions, unless an exception applies) unless you do a 60-day rollover in the amount of the loan offset to an IRA or employer plan.

Designated Roth Account:

If the distribution is a nonqualified distribution, the earnings in the loan offset will be taxed (including the 10% additional income tax on early distributions, unless an exception applies) unless you do a 60-day rollover in the amount of the earnings in the loan offset to a Roth IRA or Designated Roth Account in an employer plan.

IF YOU WERE BORN ON OR BEFORE JANUARY 1, 1936

If you were born on or before January 1, 1936 and receive a lump sum distribution that you do not roll over, special rules for calculating the amount of the tax on the taxable portion of the payment might apply to you.

For more information, see IRS Publication 575, Pension and Annuity Income.

IF YOUR PAYMENT IS FROM A GOVERNMENTAL SECTION 457(B) PLAN

If the Plan is a governmental section 457(b) plan, the same rules described elsewhere in this notice generally apply, allowing you to roll over the payment to an IRA or an employer plan that accepts rollovers. One difference is that, if you do not do a rollover, you will not have to pay the 10% additional income tax on early distributions from the Plan even if you are under age 59½ (unless the payment is from a separate account holding rollover contributions that were made to the Plan from a tax-qualified plan, a section 403(b) plan, or an IRA). However, if you do a rollover to an IRA or to an employer plan that is not a governmental section 457(b) plan, a later distribution made before age 59½ will be subject to the 10% additional income tax on early distributions (unless an exception applies). Other differences are that you cannot do a rollover if the payment is due to an "unforeseeable emergency" and the special rules under "If your payment includes employer stock that you do not roll over" and "If you were born on or before January 1, 1936" do not apply.

IF YOU ARE AN ELIGIBLE RETIRED PUBLIC SAFETY OFFICER AND YOUR PENSION PAYMENT IS USED TO PAY FOR HEALTH COVERAGE OR QUALIFIED LONG-TERM CARE INSURANCE

If the Plan is a governmental plan, you retired as a public safety officer, and your retirement was by reason of disability or was after normal retirement age, you can exclude from your taxable income plan payments or, in the case of a payment from a Designated Roth Account, nonqualified distributions, paid directly as premiums to an accident or health plan (or a qualified long-term care insurance contract) that your employer maintains for you, your spouse, or your dependents, up to a maximum of \$3,000 annually. For this purpose, a public safety officer is a law enforcement officer, firefighter, chaplain, or member of a rescue squad or ambulance crew.

IF YOU ROLL OVER YOUR PAYMENT TO A ROTH IRA (NOT A DESIGNATED ROTH ACCOUNT)

If you roll over the payment to a Roth IRA, a special rule applies under which the amount of the payment rolled over (reduced by any after-tax amounts) will be taxed. However, the 10% additional income tax on early distributions will not apply (unless you take the amount rolled over out of the Roth IRA within 5 years, counting from January 1 of the year of the rollover). For payments from the Plan during 2010 that are rolled over to a Roth IRA, the taxable amount can be spread over a 2-year period starting in 2011.

If you roll over the payment to a Roth IRA, later payments from the Roth IRA that are qualified distributions will not be taxed (including earnings after the rollover). A qualified distribution from a Roth IRA is a payment made after you are age 59½ (or after your death or disability, or as a qualified first-time homebuyer distribution of up to \$10,000) and after you have had a Roth IRA for at least 5 years. In applying this 5-year rule, you count from January 1 of the year for which your first contribution was made to a Roth IRA. Payments from the Roth IRA that are not qualified distributions will be taxed to the extent of earnings after the rollover, including the 10% additional income tax on early distributions (unless an exception applies). You do not have to take required minimum distributions from a Roth IRA during your lifetime. For more information, see IRS Publication 590, Individual Retirement Arrangements (IRAs).

You cannot roll over a payment from the Plan that is not from a Designated Roth Account to a Designated Roth Account in another employer plan.

IF YOU ARE NOT A PLAN PARTICIPANT

Payments after death of the participant. If you receive a distribution after the participant's death that you do not roll over, the distribution will generally be taxed in the same manner described elsewhere in this notice. However, the 10% additional income tax on early distributions and the special rules for public safety officers do not apply, and the special rule described under the section "If you were born on or before January 1, 1936" applies only if the participant was born on or before January 1, 1936. If the payment is from a Designated Roth Account, whether the payment is a qualified distribution generally depends on when the participant first made a contribution to the Designated Roth Account in the Plan.

If you are a surviving spouse: If you receive a payment from the Plan as the surviving spouse of a deceased participant, you have the same rollover options that the participant would have had, as described elsewhere in this notice.

Not a Designated Roth Account:

If you choose to do a rollover to an IRA, you may treat the IRA as your own or as an inherited IRA.

An IRA you treat as your own is treated like any other IRA of yours, so that payments made to you before you are age 59½ will be subject to the 10% additional income tax on early distributions (unless an exception applies) and required minimum distributions from your IRA do not have to start until after you are age 70½.

If you treat the IRA as an inherited IRA, payments from the IRA will not be subject to the 10% additional income tax on early distributions. However, if the participant had started taking required minimum distributions, you will have to receive required minimum distributions from the inherited IRA. If the participant had not started taking required minimum distributions from the Plan, you will not have to start receiving required minimum distributions from the inherited IRA until the year the participant would have been age 70½.

Designated Roth Account:

If you choose to do a rollover to a Roth IRA, you may treat the Roth IRA as your own or as an inherited Roth IRA. A Roth IRA you treat as your own is treated like any other Roth IRA of yours, so that you will not have to receive any required minimum distributions during your lifetime and earnings paid to you in a nonqualified distribution before you are age 59½ will be subject to the 10% additional income tax on early distributions (unless an exception applies).

If you treat the Roth IRA as an inherited Roth IRA, payments from the Roth IRA will not be subject to the 10% additional income tax on early distributions. An inherited Roth IRA is subject to required minimum distributions. If the participant had started taking required minimum distributions from the Plan, you will have to receive required minimum distributions from the inherited Roth IRA. If the participant had not started taking required minimum distributions, you will not have to start receiving required minimum distributions from the inherited Roth IRA until the year the participant would have been age 70½.

If you are a surviving beneficiary other than a spouse. If you receive a payment from the Plan because of the participant's death and you are a designated beneficiary other than a surviving spouse, you have the option to do a direct rollover to an inherited IRA or, if the payment is from a Designated Roth Account, you have the option to do a direct rollover to an inherited Roth IRA. Payments from the inherited IRA, or from the inherited Roth IRA (even if made in a nonqualified distribution) will not be subject to the 10% additional income tax on early distributions. You will have to receive required minimum distributions from the inherited IRA and/or Roth IRA.

Payments under a qualified domestic relations order. If you are the spouse or former spouse of the participant who receives a payment from the Plan under a qualified domestic relations order (QDRO), you generally have the same options the participant would have (for example, you may roll over the payment as described in this notice). Payments under the QDRO will not be subject to the 10% additional income tax on early distributions.

IF YOU ARE A NONRESIDENT ALIEN

If you are a nonresident alien and you do not do a direct rollover to a U.S. IRA or U.S. employer plan, instead of withholding 20%, the Plan is generally required to withhold 30% of the payment for federal income taxes. If the amount withheld exceeds the amount of tax you owe (as may happen if you do a 60-day rollover), you may request an income tax refund by filing Form 1040NR and attaching your Form 1042-S. See Form W-8BEN for claiming that you are entitled to a reduced rate of withholding under an income tax treaty. For more information, see also IRS Publication 519, U.S. Tax Guide for Aliens, and IRS Publication 515, Withholding of Tax on Nonresident Aliens and Foreign Entities.

OTHER SPECIAL RULES

- If a payment is one in a series of payments for less than 10 years, your choice whether to make a direct rollover will apply to all later payments in the series (unless you make a different choice for later payments).
- If your payments for the year are less than \$200 (payments from Designated Roth Accounts and from accounts that are not Designated Roth Accounts are not aggregated for purposes of the \$200 limit), the Plan is not required to allow you to do a direct rollover and is not required to withhold for federal income taxes. However, you may do a 60-day rollover.

- **Mandatory Cashout**

- **Not a Designated Roth Account:**

- Unless you elect otherwise, a mandatory cashout of more than \$1,000 (not including payments from a Designated Roth Account in the Plan) will be directly rolled over to an IRA chosen by the Plan administrator. A mandatory cashout is a payment from a plan to a participant made before age 62 (or normal retirement age, if later) and without consent, where the participant's benefit does not exceed \$5,000 (not including any amounts held under the plan as a result of a prior rollover made to the plan).

- **Designated Roth Account:**

- Unless you elect otherwise, a mandatory cashout from the Designated Roth Account in the Plan of more than \$1,000 will be directly rolled over to a Roth IRA chosen by the Plan administrator. A mandatory cashout is a payment from a plan to a participant made before age 62 (or normal retirement age, if later) and without consent, where the participant's benefit does not exceed \$5,000 (not including any amounts held under the plan as a result of a prior rollover made to the plan).

- You may have special rollover rights if you recently served in the U.S. Armed Forces. For more information, see IRS Publication 3, Armed Forces' Tax Guide.

FOR MORE INFORMATION

You may wish to consult with the Plan administrator or payor, or a professional tax advisor, before taking a payment from the Plan. Also, you can find more detailed information on the federal tax treatment of payments from employer plans in: IRS Publication 575, Pension and Annuity Income; IRS Publication 590, Individual Retirement Arrangements (IRAs); and IRS Publication 571, Tax-Sheltered Annuity Plans (403(b) Plans). These publications are available from a local IRS office, on the web at www.irs.gov, or by calling 1-800-TAX-FORM.

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