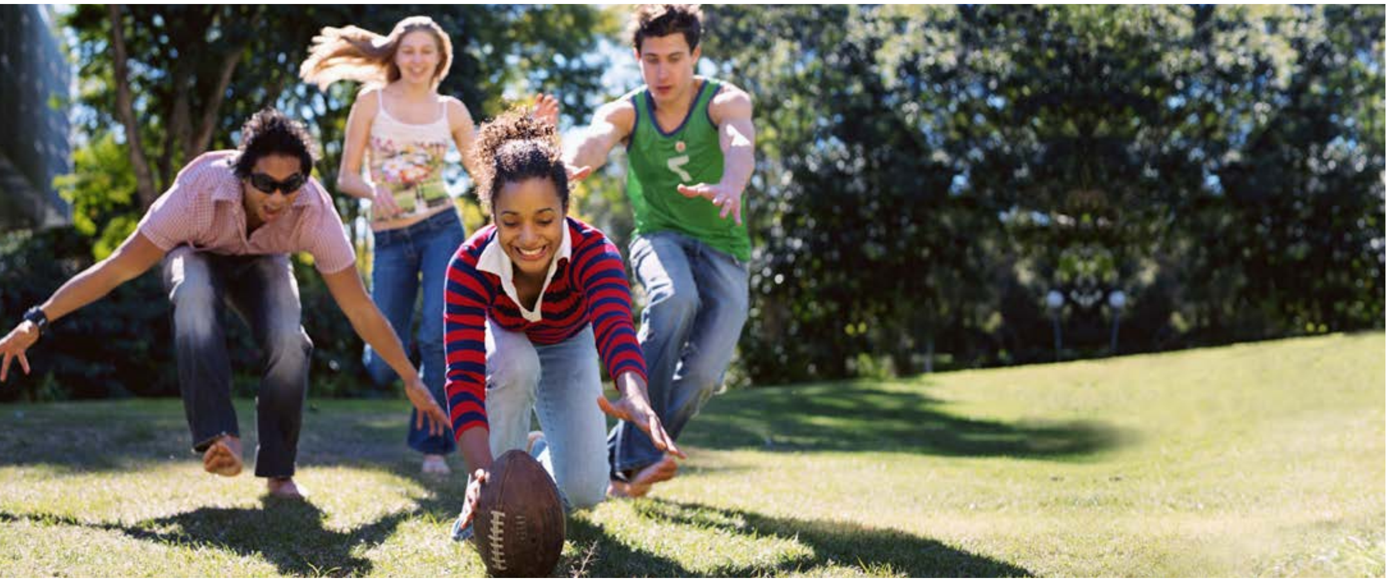
Make the most of your future

with your retirement plan from Fidelity



Learn It Systems, LLC 401(k) Plan

Your Plan **Enrollment** Guide

Save for retirement through Learn It Systems, LLC 401(k) Plan easily, regularly, and automatically.

With all the responsibilities and financial priorities you might be juggling – mortgage payments, parenthood, saving or paying for college, caring for parents, and more – it can be easy to overlook the need to save for retirement. But it's important to consider setting aside money for retirement as early and regularly as you can, because the quality of your retirement years could very well depend on how much you have been able to save.

As you consider enrolling in Learn It Systems, LLC 401(k) Plan and selecting investment options for your account, please review this Enrollment Guide. It contains valuable information that may help you better understand the basics of investing, as well as help you make the most of your company's retirement savings plan.

LOOK INSIDE FOR:

- Participating in your plan
- Investment Options
- Next Steps

Please review this information carefully.

FIDELITY RESOURCES TO HELP YOU MANAGE YOUR RETIREMENT SAVINGS ACCOUNT:

Visit www.netbenefits.com

Contact Fidelity representatives at 1-800-294-4015 who are available to assist you from 8:30 a.m. to 8:00 p.m. ET any business day that the New York Stock Exchange is open.

¿Habla español? Para empezar, llame a nuestros representantes dedicados que hablan español a la línea de Beneficios de Jubilación de Fidelity (Fidelity Retirement Benefits Line) al 800-587-5282.

In addition to the services provided by Fidelity, you also have access to UBS Financial Services, Inc. Your advisor is not affiliated with Fidelity Investments.

Your retirement plan's financial advisor contact information:

Jason Lowy
UBS Financial Services, Inc
307 International Cir
Suite 440
Hunt Valley, MD 21031
PH: (410) 771-3272
Jason.lowy@ubs.com

PARTICIPATING IN YOUR plan

You can receive help reaching your financial goals for retirement with Learn It Systems, LLC 401(k) Plan. For additional information about your Plan visit www.netbenefits.com

When am I eligible for the Plan?
You are eligible to make deferrals to the Plan if:

- you complete 1 month of service
- you are at least 18 years old
- and you are not:
  - covered by a collective bargaining agreement
  - a nonresident alien who does not receive any U.S. source earned income from your Employer

The Plan does not cover employees who are residents of Puerto Rico.

You are eligible to receive Matching contributions if:

- you complete one year of service*
- you are at least 18 years old
- and you are not:
  - covered by a collective bargaining agreement
  - a nonresident alien who does not receive any U.S. source earned income from your Employer

The Plan does not cover employees who are residents of Puerto Rico.

*You will receive credit each year you complete one year of service in which you worked at least 1000 hours during a 12-month period, beginning with your date of hire and ending with your date of hire anniversary.

You are eligible to receive Profit Sharing contributions if:

- you complete one year of service*
- you are at least 18 years old
- and you are not:
  - covered by a collective bargaining agreement
  - a nonresident alien who does not receive any U.S. source earned income from your Employer

The Plan does not cover employees who are residents of Puerto Rico.

*You will receive credit each year you complete one year of service in which you worked at least 1000 hours during a 12-month period, beginning with your date of hire and ending with your date of hire anniversary.

How do I enroll in the Plan?
Once you have reviewed this enrollment guide and your investment options, refer to the Next Steps section of this guide for detailed instructions on how to enroll.

Remember to choose your investment options when you enroll. If you do not select an investment mix of your own, your Employer has directed Fidelity to place your contributions and/or loan repayments into a(n) T RowePrice target date fund that most closely aligns with your projected retirement date based upon your birth year. If you would prefer to select your own investments, please contact Fidelity by logging onto www.netbenefits.com and indicate your elections.

When is my enrollment effective?
Once you satisfy the 401(k) contribution requirements you will become eligible to participate in the 401(k) contribution portion of the Plan on the first day of the following month. However, if you are employed by your Employer on January 1, 2016 you will become eligible to participate in the Plan on that date.

Once you satisfy the matching requirements you will become eligible to participate in the matching contribution portion of the Plan on the first day of the following month. However, if you are employed by your Employer on January 1, 2016 you will become eligible to participate in the Plan on that date.

Once you satisfy the profit sharing requirements you will become eligible to participate in the profit sharing contribution portion of the Plan on the first day of the following month. However, if you are employed by your Employer on January 1, 2016 you will become eligible to participate in the Plan on that date.

How much can I contribute?
Through automatic payroll deduction, you may contribute between 1% and 100% of your eligible pay up to the annual IRS dollar limit. You may change your deferral percentage as applicable. Any changes made would take effect on the first day of each month.

If you have not exceeded IRS dollar contribution limits and/or Plan percentage limits, you may be able to make an additional deferral contribution to the Plan. With proper notification to your Plan administrator, you could make an additional deferral contribution up to 100% of a bonus paid to you.

If you are age 50 or over and have reached the annual IRS limit or Plan's maximum contribution limit for the year, you may make additional salary deferral contributions to the Plan up to the IRS Catch-up Limit.

What is the Roth 401(k) option?
Unlike your traditional, pre-tax 401(k) deferrals, the Roth 401(k) option allows you to contribute after-tax dollars, but then withdraw tax-free dollars from your account when you retire, provided the distribution is "qualified". A qualified distribution is one that is taken after the five taxable year period beginning January 1 of the year for which your first designated Roth contribution to the plan is made (or to a previous plan, if that amount was subsequently rolled over to the distributing plan) AND you turn age 59 ½, become disabled, or die. If you qualify to make traditional pretax, 401(k) contributions, you are eligible for a Roth 401(k) contribution. Your total contributions to the plan (both Roth 401(k) deferrals and traditional, pre-tax deferrals) cannot exceed IRS limits, or your plan's limit, if less.

Can I move money from another retirement plan into this one?
You may be permitted to roll over eligible contributions into this Plan from a previous employer's retirement plan. For other eligible account types, please see your Summary Plan Description. Once you have confirmed that your Employer will accept your rollover contribution, you can get started in the "Rollovers" section online. ***Be sure to consider all your available options and the applicable fees and features of each before moving your retirement assets.***

Does the Company contribute to my account?
The Employer may make a discretionary matching contribution to your account. The amount would be equal to a percentage determined annually by a Board of Directors' Resolution for each contribution period.

To be eligible for discretionary matching contributions you are required to:

- make employee deferral contributions
- work a minimum of 1000 hours and be employed by the Employer as of the last day of the Plan Year

The Employer may make discretionary profit sharing contributions, if any, on your behalf in an amount to be determined by the Board of Directors.

To be eligible for discretionary profit sharing contributions you are required to:

- work a minimum of 1000 hours and be employed by the Employer as of the last day of the Plan Year

When am I Vested?
The term "vesting" refers to the portion of your account balance that you are entitled to under the plan's rules. You are always 100% vested in your:

- employee deferral account(s)
- rollover account
- and any earnings thereon.

Employer profit sharing contributions, matching contributions and earnings will be vested in accordance with the following schedule:

Years of Service for Vesting	Percentage
less than 1	0
1	20
2	40
3	60
4	80
5	100

The money your employer contributes to your account in the form of a match or profit sharing contribution and any earnings become yours after a certain period of time. This is known as vesting. The vesting schedule for employer contributions is detailed in your Plan's Summary Plan Description.

But remember, the money you contribute to the Plan and any earnings on those contributions are always yours. However, the value of your account may fluctuate depending on market conditions.

Can I take a loan from my account?
Although your plan account is intended for your retirement, you may borrow from your account.

Can I make withdrawals from my account?
Withdrawals from the Plan are generally permitted in the event of termination of employment, retirement, disability, or death. Your Plan may allow for additional types of withdrawals. Please refer to your Summary Plan Description for further details. You may also be eligible for a withdrawal in the case of a severe financial hardship as defined by your Plan.

How do I access my account?
Within NetBenefits®, you have access to your account information and retirement planning tools.

Account statements may be viewed and printed for any time period up to 24 previous months. A hard copy statement is also available to be automatically mailed to you four times a year. You can initiate or suppress these mailings within NetBenefits® by selecting Preferences under the Profile tab.

You may call the Retirement Benefits Line at 1-800-294-4015 between 8:30 a.m. and 8:30 p.m. ET each day the New York Stock Exchange is open. Representatives can assist you with transactions and answer many of your questions regarding retirement savings.

How do I change my investment options?
You may request investment changes (exchanges) or redirect future contributions among investment options available to you within NetBenefits® or by calling the Retirement Benefits Line at 1-800-294-4015 any business day that the New York Stock Exchange is open.

How do I manage my account once I am enrolled in the Plan?
Within NetBenefits®, you have access to your account information, services and educational resources.

- **Self-paced learning workshops.** These interactive workshops and tutorials can help you take advantage of educational resources online. The workshops cover a variety of topics including how to plan for your retirement savings, how to develop an investment strategy, and how to access your retirement goals. View the Library within NetBenefits®.

- **Automatic Rebalancing.** You may choose to participate in our Automatic Rebalancing program, which will alert you via email when your retirement savings account first diverges from the investment allocation you established by at least the percentage amount you specified. Go to the Investments section within NetBenefits® to learn more.

- **Annual Increase Program**. If you want to have your deferral contribution rate automatically increased on an annual basis, you can take advantage of the Annual Increase Program. If you choose to participate, the Annual Increase Program allows you to direct that your deferral contribution rate be automatically increased. Each year on or around the date you designate, your contribution rate will increase by the amount you elected, subject to any limits that may apply. Go to the Contributions section within NetBenefits® to sign up or call the Fidelity

Retirement Benefits line at 1-800-294-4015, for more information.

- **Beneficiary Tracking.** To update your beneficiary information, go to the Profile section within NetBenefits® and enter your beneficiary information at any time.
- **Educational updates.** To receive relevant, educational communications from Fidelity by email, go to the Profile section within NetBenefits® and enter your email address.

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INVESTMENT **options**

Before investing in any investment option, consider the investment objectives, risks, charges, and expenses. Contact Fidelity or your investment professional for a mutual fund prospectus or, if available, a summary prospectus containing this information. Read it carefully.

What follows is an introduction to the investment options you can choose for your Plan account. You can spread your investments among several options to take advantage of what each has to offer and help balance different types of risk. Reviewing this information can help you understand and compare your options. For more complete information about any of the mutual funds available through the Plan, including fees and expenses, log on to Fidelity NetBenefits® at netbenefits.com.

More Conservative
Categories to the top have potentially more inflation risk and less investment risk

Spectrum Category	Fund Name
Money Market (or Short Term)	**Government:** • Fidelity® Government Money Market Fund **Retail:** **Institutional:** **Other:**
Stable Value	
Bond	**Government:** • Fidelity Advisor® Government Income Fund - Class I **Diversified:** • PGIM Total Return Bond Fund -Class Z; • Fidelity Advisor® Strategic Income Fund - Class I **Municipal:** **Inflation-Protected:** **High Yield:** **International/Global:** • Fidelity Advisor® New Markets Income Fund - Class I
Balanced / Hybrid	• T. Rowe Price Retirement Balanced Fund Advisor Class
Domestic Equity	**Large Value:** • American Century Equity Income Fund Investor Class **Large Blend:** • Fidelity® 500 Index Fund **Large Growth:** • Fidelity Advisor® New Insights Fund - Class I **Mid Value:** **Mid Blend:** • Fidelity® Mid Cap Index Fund **Mid Growth:** **Small Value:** • Fidelity Advisor® Small Cap Value Fund - Class I **Small Blend:** • Fidelity Advisor® Small Cap Fund - Class I **Small Growth:**
International / Global Equity	**Diversified:** • Fidelity Advisor® International Discovery Fund - Class I **Regional:** **Emerging Markets:** • Invesco Oppenheimer Developing Markets Fund Class Y **Specialty:**
Specialty	
Company Stock	

More Aggressive
Categories to the bottom have potentially less inflation risk and more investment risk

This spectrum, with the exception of the Domestic Equity category, is based on Fidelity's analysis of the characteristics of the general investment categories and not on the actual investment options and their holdings, which can change frequently. Investment options in the Domestic Equity category are based on the options' Morningstar categories as of the most recent calendar quarter. 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 may vary significantly within each category, and the relative risk of categories may change under certain economic conditions. For a complete discussion of risk associated with the mutual fund options, please read the prospectuses before making your investment decisions. The spectrum does not represent actual or implied performance.

ADDITIONAL INVESTMENT **options**

Target date funds offer a blend of asset classes, generally stocks, bonds, and short-term investments, within a single fund. The funds are generally designed for investors expecting to retire around the year indicated in each fund's name.

More Conservative Categories to the left have potentially more inflation risk and less investment risk	**More Aggressive** Categories to the right have potentially less inflation risk and more investment risk

T. Rowe Price Retirement 2005 Fund Advisor Class	T. Rowe Price Retirement 2025 Fund Advisor Class	T. Rowe Price Retirement 2040 Fund Advisor Class
T. Rowe Price Retirement 2010 Fund Advisor Class	T. Rowe Price Retirement 2030 Fund Advisor Class	T. Rowe Price Retirement 2045 Fund Advisor Class
T. Rowe Price Retirement 2015 Fund Advisor Class	T. Rowe Price Retirement 2035 Fund Advisor Class	T. Rowe Price Retirement 2050 Fund Advisor Class
T. Rowe Price Retirement 2020 Fund Advisor Class		T. Rowe Price Retirement 2055 Fund Advisor Class
		T. Rowe Price Retirement 2060 Fund Advisor Class

Target date investments 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 risk 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.

Fidelity Advisor® Asset Manager® Funds offer a blend of stocks, bonds, and short-term investments within a single fund. They are designed for investors who don't want to go through the process of picking several funds from the three asset classes but who still want to diversify among stocks, bonds, and short-term investments. Remember that investing in one investment option may not be a complete or diversified retirement program.

	Fund Name
More Conservative Categories to the top have potentially more inflation risk and less investment risk **More Aggressive** Categories to the bottom have potentially less inflation risk and more investment risk	Fidelity Advisor® Asset Manager® 60% - Class I


The portfolio manager of the Fidelity Advisor Asset Manager funds has the flexibility to periodically shift investments among the three asset classes (stocks, bonds, short-term investments), depending on the current outlook for the various markets. The risk levels of the Fidelity Advisor Asset Manager funds cannot be portrayed as a single point on the standard objective spectrum along with the other investment options because they can change periodically according to how the assets are invested. For a complete discussion of risk associated with the mutual fund options, please read the prospectuses before making your investment decisions. Placement of each Fidelity Advisor Asset Manager fund on this spectrum is in relation to the other Fidelity Advisor Asset Manager funds, which have different investment strategies.

NEXT steps

Investing in yourself is easy with your retirement plan. You can count on us to support you every step of the way with our account management website, Fidelity NetBenefits®. First log in to www.netbenefits.com and we'll show you how to get started step by step.

Step 1: Enroll online today. Go to www.netbenefits.com and click on "Register Now" when logging in for the first time. Follow the instructions to enroll online. Call the Retirement Benefits Line if you need assistance at 1-800-294-4015.

Step 2: Decide how much to invest and enter your contribution per pay period.

Step 3: Select how you want to invest your contributions among the investment options available in the plan. Investment performance and fund descriptions are available online or over the phone. If you are interested in additional information about investing, go to the NetBenefits® Library to learn more.

Enroll today, and start saving for your retirement.

MONEY MARKET FUNDS

Fidelity® Government Money Market Fund
SPAXX
0458

Objective:
Seeks as high a level of current income as is consistent with preservation of capital and liquidity.

Strategy:
The Adviser normally invests at least 99.5% of the fund's total assets in cash, U.S. Government securities and/or repurchase agreements that are collateralized fully (i.e., collateralized by cash or government securities). Certain issuers of U.S. Government securities are sponsored or chartered by Congress but their securities are neither issued nor guaranteed by the U.S. Treasury. Investing in compliance with industry-standard regulatory requirements for money market funds for the quality, maturity, liquidity and diversification of investments. The Adviser stresses maintaining a stable $1.00 share price, liquidity, and income. In addition the Adviser normally invests at least 80% of the fund's assets in U.S. Government securities and repurchase agreements for those securities.

Risk:
You could lose money by investing in the fund. Although the fund seeks to preserve the value of your investment at $1.00 per share, it cannot guarantee it will do so. An investment in the fund is not insured or guaranteed by the Federal Deposit Insurance Corporation or any other government agency. Fidelity Investments and its affiliates, the fund's sponsor, have no legal obligation to provide financial support to the fund, and you should not expect that the sponsor will provide financial support to the fund at any time. The fund will not impose a fee upon the sale of your shares, nor temporarily suspend your ability to sell shares if the fund's weekly liquid assets fall below 30% of its total assets because of market conditions or other factors. Interest rate increases can cause the price of a money market security to decrease. A decline in the credit quality of an issuer or a provider of credit support or a maturity-shortening structure for a security can cause the price of a money market security to decrease.

Footnotes:
This description is only intended to provide a brief overview of the mutual fund. Read the fund's prospectus for more detailed information about the fund.

Short-term Redemption Fee Notes:
None

BOND FUNDS

Fidelity Advisor® Government Income Fund - Class I
FVIIX
1759

Objective:
Seeks a high level of current income, consistent with preservation of principal.

Strategy:
Normally investing at least 80% of assets in U.S. Government securities and repurchase agreements for those securities. Investing in instruments related to U.S. Government securities. Engaging in transactions that have a leveraging effect on the fund.

Risk:
Fixed income investments entail interest rate risk (as interest rates rise bond prices usually fall), the risk of issuer default, issuer credit risk and inflation risk. Leverage can increase market exposure and magnify investment risk.

Footnotes:
This description is only intended to provide a brief overview of the mutual fund. Read the fund's prospectus for more detailed information about the fund.

On October 24, 2006, an initial offering of the Advisor I class took place. Returns and expenses prior to that date are those of the non-Advisor class. Had I class expenses been reflected in the returns shown, total returns would have been lower.

Short-term Redemption Fee Notes:
None

Fidelity Advisor® New Markets Income Fund - Class I
FGZMX
3322

Objective:
Seeks high current income. As a secondary objective, the fund seeks capital appreciation.

Strategy:
Normally investing at least 80% of assets in securities of issuers in emerging markets and other investments that are tied economically to emerging markets. Normally investing primarily in debt securities of issues in emerging markets. Potentially investing in other types of securities, including equity securities of emerging market issuers, debt securities of non-emerging market foreign issuers, and lower quality debt securities of U.S. issuers.

Risk:
Fixed income investments entail interest rate risk (as interest rates rise bond prices usually fall), the risk of issuer default, issuer credit risk and inflation 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. Lower-quality bonds can be more volatile and have greater risk of default than higher-quality bonds. The fund may have additional volatility because it can invest a significant portion of assets in securities of a small number of individual issuers.

Footnotes:
This description is only intended to provide a brief overview of the mutual fund. Read the fund's prospectus for more detailed information about the fund.

On December 4, 2018, an initial offering of the Fidelity Advisor New Markets Income Fund - Class I took place. Returns and expenses prior to that date are those of the Fidelity New Markets Income Fund. Had Fidelity Advisor New Markets Income Fund - Class I expenses been reflected in the returns shown, total returns would have been higher.

Short-term Redemption Fee Notes:
None

Fidelity Advisor® Strategic Income Fund - Class I
FSRIX
0648

Objective:
Seeks a high level of current income. The fund may also seek capital appreciation.

Strategy:
Investing primarily in debt securities, including lower-quality debt securities (those of less than investment-grade quality, also referred to as high yield debt securities or junk bonds) by allocating assets among four general investment categories: high yield securities, U.S. Government and investment-grade securities, emerging market securities, and foreign developed market securities. The fund uses a neutral mix of approximately 45% high yield, 25% U.S. Government and investment-grade, 15% emerging markets, and 15% foreign developed markets. Hedging the fund's foreign currency exposures utilizing forward foreign currency exchange contracts. Engaging in transactions that have a leveraging effect on the fund, including investments in derivatives - such as swaps (interest rate, total return, and credit default), options, and futures contracts - and forward-settling securities, to adjust the fund's risk exposure. Investing in Fidelity's central funds (specialized investment vehicles used by Fidelity funds to invest in particular security types or investment disciplines).

Risk:
Stock markets, especially foreign markets, are volatile and can decline significantly in response to adverse issuer, political, regulatory, market, or economic developments. Fixed income investments entail interest rate risk (as interest rates rise bond prices usually fall), the risk of issuer default, issuer credit risk and inflation risk. Foreign securities are subject to interest rate, currency exchange rate, economic, and political risks, all of which are magnified in emerging markets. Although a forward foreign currency exchange contract is used to reduce or hedge a fund's exposure to changes in the value of the currency, suitable hedging transactions may not be available, may not be successful, and may eliminate any benefits to the fund from favorable foreign currency fluctuations. Lower-quality bonds can be more volatile and have greater risk of default than higher-quality bonds. Leverage can increase market exposure and magnify investment risk.

Footnotes:
This description is only intended to provide a brief overview of the mutual fund. Read the fund's prospectus for more detailed information about the fund.

Initial offering of Institutional Class shares for FA Strategic Income was on 7/03/95. Prior returns are those of Class T and reflect Class T's 12b-1 fee. If Class T's 12b-1 fees were not included, returns would have been higher.

Short-term Redemption Fee Notes:
None

PGIM Total Return Bond Fund -Class Z
PDBZX
OMGC

Objective:
The investment seeks total return.

Strategy:
The fund will seek to achieve its objective through a mix of current income and capital appreciation as determined by the fund's subadviser. It invests, under normal circumstances, at least 80% of the fund's investable assets in bonds. For purposes of this policy, bonds include all fixed income securities, other than preferred stock, with a maturity at date of issue of greater than one year. The fund may invest up to 30% of its investable assets in speculative, high risk, below investment-grade securities having a rating of not lower than CCC. It may invest up to 30% of its investable assets in foreign debt securities.

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. The fund may invest in lower-quality debt securities that involve greater risk of default or price changes due to potential changes in the credit quality of the issuer. Foreign securities are subject to interest-rate, currency-exchange-rate, economic, and political risks, all of which may be magnified in emerging markets. Additional risk information for this product may be found in the prospectus or other product materials, if available.

Footnotes:
This description is only intended to provide a brief overview of the mutual fund. Read the fund's prospectus for more detailed information about the fund.


The analysis on these pages may be based, in part, on adjusted historical returns for periods prior to the class's actual inception of 09/16/1996. These calculated returns reflect the historical performance of the oldest share class of the fund, with an inception date of 01/10/1995, adjusted to reflect the fees and expenses of this share class (when this share class's fees and expenses are higher.) Please refer to a fund's prospectus for information regarding fees and expenses. These adjusted historical returns are not actual returns. Calculation methodologies utilized by Morningstar may differ from those applied by other entities, including the fund itself.

Short-term Redemption Fee Notes:
None

BALANCED/HYBRID FUNDS

T. Rowe Price Retirement Balanced Fund Advisor Class
PARIX
OSYI

Objective:
The investment seeks the highest total return over time consistent with an emphasis on both capital growth and income.

Strategy:
The fund invests in a diversified portfolio of other T. Rowe Price stock and bond funds that represent various asset classes and sectors. It is intended for retired investors who seek income and relative stability from bonds along with some capital appreciation potential from stocks. The fund's "neutral allocations," which are what T. Rowe Price considers broadly appropriate for investors during their retirement years, are 40% stock funds and 60% bond funds.

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. 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. Additional risk information for this product may be found in the prospectus or other product materials, if available.

Footnotes:
This description is only intended to provide a brief overview of the mutual fund. Read the fund's prospectus for more detailed information about the fund.

The analysis on these pages may be based, in part, on adjusted historical returns for periods prior to the class's actual inception of 10/31/2003. These calculated returns reflect the historical performance of the oldest share class of the fund, with an inception date of 09/30/2002, adjusted to reflect the fees and expenses of this share class (when this share class's fees and expenses are higher.) Please refer to a fund's prospectus for information regarding fees and expenses. These adjusted historical returns are not actual returns. Calculation methodologies utilized by Morningstar may differ from those applied by other entities, including the fund itself.

Short-term Redemption Fee Notes:
None

DOMESTIC EQUITY FUNDS

American Century Equity Income Fund Investor Class
TWEIX
OF8L

Objective:
The investment seeks current income; capital appreciation is a secondary objective.

Strategy:
The portfolio managers look for equity securities of companies with a favorable income-paying history that have prospects for income payments to continue or increase. The portfolio managers also look for equity securities of companies that they believe are undervalued and have the potential for an increase in price. The fund may invest a portion of its assets in foreign securities when these securities meet the portfolio managers' standards of selection.

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. Additional risk information for this product may be found in the prospectus or other product materials, if available.

Footnotes:
This description is only intended to provide a brief overview of the mutual fund. Read the fund's prospectus for more detailed information about the fund.

Short-term Redemption Fee Notes:
None

Fidelity Advisor® New Insights Fund - Class I
FINSX

Objective:
Seeks capital appreciation.

1281

Strategy:
Investing in securities of companies whose value FMR believes is not fully recognized by the public. Investing in either 'growth' stocks or 'value' stocks or both. Normally investing primarily in common stocks.

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.

Footnotes:
This description is only intended to provide a brief overview of the mutual fund. Read the fund's prospectus for more detailed information about the fund.

Short-term Redemption Fee Notes:
None

Fidelity Advisor® Small Cap Fund - Class I
FSCIX
0298

Objective:
Seeks long-term growth of capital.

Strategy:
Normally investing at least 80% of assets in securities of companies with small market capitalizations (companies with market capitalizations similar to companies in the Russell 2000 Index or the Standard & Poor's SmallCap 600 Index). Investing in either growth stocks or "value" stocks or both. Normally invests primarily in common stocks.

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.

Footnotes:
This description is only intended to provide a brief overview of the mutual 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.

Short-term Redemption Fee Notes:
None

Fidelity Advisor® Small Cap Value Fund - Class I
FCVIX
1387

Objective:
Seeks capital appreciation.

Strategy:
Normally investing at least 80% of assets in securities of companies with small market capitalizations (companies with market capitalizations similar to companies in the Russell 2000 Index or the Standard & Poor's Small Cap 600 Index). Investing in securities of companies that FMR believes are undervalued in the marketplace in relation to factors such as assets, sales, earnings, growth potential, or cash flow, or in relation to securities of other companies in the same industry (stocks of those companies are often called "value" stocks). Normally investing primarily in common stocks.

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. 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.

Footnotes:
This description is only intended to provide a brief overview of the mutual 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 Company LLC and its affiliates. It is a market capitalization-weighted index of 600 small-capitalization stocks.

Short-term Redemption Fee Notes:
None

Fidelity® 500 Index Fund
FXAIX
2328

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.

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.

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

Footnotes:
This description is only intended to provide a brief overview of the mutual fund. Read the fund's prospectus for more detailed information about the fund.

The S&P 500 Index is a market capitalization-weighted index of 500 common stocks chosen for market size, liquidity, and industry group representation to represent U.S. equity performance.

Returns prior to May 4, 2011 are those of the Premium Class and reflect the Premium Class' expense ratio. Had the Institutional Premium Class' expense ratio been reflected, total returns would have been higher.

Short-term Redemption Fee Notes:
None

Fidelity® Mid Cap Index Fund
FSMDX
2352

Objective:
The fund seeks to provide investment results that correspond to the total return of stocks of mid-capitalization United States companies.

Strategy:
Normally investing at least 80% of assets in securities included in the Russell Midcap Index. Lending securities to earn income for the fund.

Risk:
Stock markets, especially foreign markets, are volatile and can decline significantly in response to adverse issuer, political, regulatory, market, or economic developments. Investments in smaller companies may involve greater risks than those in larger,more well known companies.

Footnotes:
This description is only intended to provide a brief overview of the mutual fund. Read the fund's prospectus for more detailed information about the fund.

The Russell Mid Cap Index is an unmanaged index that measures the performance of the 800 smallest companies in the Russell 1000 Index, which represent approximately 26% of the total market capitalization of the Russell 1000 Index.

Short-term Redemption Fee Notes:
None

INTERNATIONAL/GLOBAL FUNDS

Fidelity Advisor® International Discovery Fund - Class I
FIADX
1402

Objective:
Seeks long-term growth of capital.

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

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.

Footnotes:
This description is only intended to provide a brief overview of the mutual fund. Read the fund's prospectus for more detailed information about the fund.

On January 6, 2005, an initial offering of the advisor I class took place. Returns and expenses prior to that date are those of the non-advisor class. Had I class expenses been reflected in the returns shown, total returns would have been lower.

Prior to October 1, 2004, International Discovery (the original class of FA International Discovery) operated under certain different investment policies. The fund's historical performance may not represent its current investment policies.

Short-term Redemption Fee Notes:
None

Invesco Oppenheimer Developing Markets Fund Class Y
ODVYX
OKGU

Objective:
The investment seeks capital appreciation.

Strategy:
The fund mainly invests in common stocks of issuers in developing and emerging markets throughout the world and at times it may invest up to 100% of its total assets in foreign securities. Under normal market conditions, it will invest at least 80% of its net assets, plus borrowings for investment purposes, in equity securities of issuers whose principal activities are in a developing market, i.e. are in a developing market or are economically tied to a developing market country, and in derivatives and other instruments that have economic characteristics similar to such securities.


Risk:
Foreign securities are subject to interest-rate, currency-exchange-rate, economic, and political risks, all of which may be magnified in emerging markets. Stock markets are volatile and can decline significantly in response to adverse issuer, political, regulatory, market, economic or other developments. Additional risk information for this product may be found in the prospectus or other product materials, if available.

Footnotes:
This description is only intended to provide a brief overview of the mutual fund. Read the fund's prospectus for more detailed information about the fund.

The analysis on these pages may be based, in part, on adjusted historical returns for periods prior to the class's actual inception of 09/07/2005. These calculated returns reflect the historical performance of the oldest share class of the fund, with an inception date of 11/18/1996, adjusted to reflect the fees and expenses of this share class (when this share class's fees and expenses are higher.) Please refer to a fund's prospectus for information regarding fees and expenses. These adjusted historical returns are not actual returns. Calculation methodologies utilized by Morningstar may differ from those applied by other entities, including the fund itself.

Short-term Redemption Fee Notes:
None

ASSET ALLOCATION FUNDS

Fidelity Advisor® Asset Manager® 60% - Class I
FSNIX
1975

Objective:
Seeks high total return over the long term by allocating its assets among stocks, bonds, short-term instruments, and other investments.

Strategy:
Maintaining a neutral mix over time of 60% of assets in stocks, 35% of assets in bonds, and 5% of assets in short-term and money market instruments though FMR may overweight or underweight in each asset class. Allocating the fund's assets among stocks, bonds, and short-term and money market instruments, either through direct investment or by investing in Fidelity central funds that hold such investments.

Risk:
Stock markets, especially foreign markets, are volatile and can decline significantly in response to adverse issuer, political, regulatory, market, or economic developments.. Fixed income investments entail interest rate risk (as interest rates rise bond prices usually fall), the risk of issuer or counterparty default, issuer credit risk and inflation risk Foreign securities are subject to interest rate, currency exchange rate, economic, and political risks all of which are magnified in emerging markets. Lower-quality bonds can be more volatile

and have greater risk of default than higher-quality bonds. Leverage can increase market exposure and magnify investment risks.

Footnotes:
This description is only intended to provide a brief overview of the mutual fund. Read the fund's prospectus for more detailed information about the fund.

Short-term Redemption Fee Notes:
None

TARGET DATE FUNDS

T. Rowe Price Retirement 2005 Fund Advisor Class
PARGX
OLBN

Objective:
The investment seeks the highest total return over time consistent with an emphasis on both capital growth and income.

Strategy:
The fund pursues its objective by investing in a diversified portfolio of other T. Rowe Price stock and bond funds that represent various asset classes and sectors. It is managed based on the specific retirement year (target date 2005) included in its name and assumes a retirement age of 65.

Risk:
The target date funds are designed for investors expecting to retire around the year indicated in each fund's name. The funds are managed to gradually become more conservative over time as they approach their target date. The investment risk of each target date fund changes over time as its asset allocation changes. They 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, and foreign securities. Principal invested is not guaranteed at any time, including at or after their target dates. Additional risk information for this product may be found in the prospectus or other product materials, if available.

Footnotes:
This description is only intended to provide a brief overview of the mutual fund. Read the fund's prospectus for more detailed information about the fund.

The analysis on these pages may be based, in part, on adjusted historical returns for periods prior to the class's actual inception of 05/31/2007. These calculated returns reflect the historical performance of the oldest share class of the fund, with an inception date of 02/27/2004, adjusted to reflect the fees and expenses of this share class (when this share class's fees and expenses are higher.) Please refer to a fund's prospectus for information regarding fees and expenses. These adjusted historical returns are not actual returns. Calculation methodologies utilized by Morningstar may differ from those applied by other entities, including the fund itself.

Short-term Redemption Fee Notes:
None

T. Rowe Price Retirement 2010 Fund Advisor Class
PARAX
OSYJ

Objective:
The investment seeks the highest total return over time consistent with an emphasis on both capital growth and income.

Strategy:
The fund invests in a diversified portfolio of other T. Rowe Price stock and bond funds that represent various asset classes and sectors. Its allocation between T. Rowe Price stock and bond funds will change over time in relation to its target retirement date. The fund is managed based on the specific retirement year (target date 2010) included in its name and assumes a retirement age of 65.

Risk:
The target date funds are designed for investors expecting to retire around the year indicated in each fund's name. The funds are managed to gradually become more conservative over time as they approach their target date. The investment risk of each target date fund changes over time as its asset allocation changes. They 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, and foreign securities. Principal invested is not guaranteed at any time, including at or after their target dates. Additional risk information for this product may be found in the prospectus or other product materials, if available.

Footnotes:
This description is only intended to provide a brief overview of the mutual fund. Read the fund's prospectus for more detailed information about the fund.

The analysis on these pages may be based, in part, on adjusted historical returns for periods prior to the class's actual inception of 10/31/2003. These calculated returns reflect the historical performance of the oldest share class of the fund, with an inception date of 09/30/2002, adjusted to reflect the fees and expenses of this share class (when this share class's fees and expenses are higher.) Please refer to a fund's prospectus for information regarding fees and expenses. These adjusted historical returns are not actual returns. Calculation methodologies utilized by Morningstar may differ from those applied by other entities, including the fund itself.

Short-term Redemption Fee Notes:
None

T. Rowe Price Retirement 2015 Fund Advisor Class
PARHX
OLBO

Objective:
The investment seeks the highest total return over time consistent with an emphasis on both capital growth and income.

Strategy:
The fund invests in a diversified portfolio of other T. Rowe Price stock and bond funds that represent various asset classes and sectors. Its allocation between T. Rowe Price stock and bond funds will change over time in relation to its target retirement date. The fund is managed based on the specific retirement year (target date 2015) included in its name and assumes a retirement age of 65.

Risk:
The target date funds are designed for investors expecting to retire around the year indicated in each fund's name. The funds are managed to gradually become more conservative over time as they approach their target date. The investment risk of each target date fund changes over time as its asset allocation changes. They 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, and foreign securities. Principal invested is not guaranteed at any time, including at or after their target dates. Additional risk information for this product may be found in the prospectus or other product materials, if available.

Footnotes:
This description is only intended to provide a brief overview of the mutual fund. Read the fund's prospectus for more detailed information about the fund.


The analysis on these pages may be based, in part, on adjusted historical returns for periods prior to the class's actual inception of 05/31/2007. These calculated returns reflect the historical performance of the oldest share class of the fund, with an inception date of 02/27/2004, adjusted to reflect the fees and expenses of this share class (when this share class's fees and expenses are higher.) Please refer to a fund's prospectus for information regarding fees and expenses. These adjusted historical returns are not actual returns. Calculation methodologies utilized by Morningstar may differ from those applied by other entities, including the fund itself.

Short-term Redemption Fee Notes:
None

T. Rowe Price Retirement 2020 Fund Advisor Class
PARBX
OSYK

Objective:
The investment seeks the highest total return over time consistent with an emphasis on both capital growth and income.

Strategy:
The fund invests in a diversified portfolio of other T. Rowe Price stock and bond funds that represent various asset classes and sectors. Its allocation between T. Rowe Price stock and bond funds will change over time in relation to its target retirement date. The fund is managed based on the specific retirement year (target date 2020) included in its name and assumes a retirement age of 65.

Risk:
The target date funds are designed for investors expecting to retire around the year indicated in each fund's name. The funds are managed to gradually become more conservative over time as they approach their target date. The investment risk of each target date fund changes over time as its asset allocation changes. They 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, and foreign securities. Principal invested is not guaranteed at any time, including at or after their target dates. Additional risk information for this product may be found in the prospectus or other product materials, if available.

Footnotes:
This description is only intended to provide a brief overview of the mutual fund. Read the fund's prospectus for more detailed information about the fund.

The analysis on these pages may be based, in part, on adjusted historical returns for periods prior to the class's actual inception of 10/31/2003. These calculated returns reflect the historical performance of the oldest share class of the fund, with an inception date of 09/30/2002, adjusted to reflect the fees and expenses of this share class (when this share class's fees and expenses are higher.) Please refer to a fund's prospectus for information regarding fees and expenses. These adjusted historical returns are not actual returns. Calculation methodologies utilized by Morningstar may differ from those applied by other entities, including the fund itself.

Short-term Redemption Fee Notes:
None

T. Rowe Price Retirement 2025 Fund Advisor Class
PARJX
OLBP

Objective:
The investment seeks the highest total return over time consistent with an emphasis on both capital growth and income.

Strategy:
The fund invests in a diversified portfolio of other T. Rowe Price stock and bond funds that represent various asset classes and sectors. Its allocation between T. Rowe Price stock and bond funds will change over time in relation to its target retirement date. The fund is managed based on the specific retirement year (target date 2025) included in its name and assumes a retirement age of 65.

Risk:
The target date funds are designed for investors expecting to retire around the year indicated in each fund's name. The funds are managed to gradually become more conservative over time as they approach their target date. The investment risk of each target date fund changes over time as its asset allocation changes. They 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, and foreign securities. Principal invested is not guaranteed at any time, including at or after their target dates. Additional risk information for this product may be found in the prospectus or other product materials, if available.

Footnotes:
This description is only intended to provide a brief overview of the mutual fund. Read the fund's prospectus for more detailed information about the fund.

The analysis on these pages may be based, in part, on adjusted historical returns for periods prior to the class's actual inception of 05/31/2007. These calculated returns reflect the historical performance of the oldest share class of the fund, with an inception date of 02/27/2004, adjusted to reflect the fees and expenses of this share class (when this share class's fees and expenses are higher.) Please refer to a fund's prospectus for information regarding fees and expenses. These adjusted historical returns are not actual returns. Calculation methodologies utilized by Morningstar may differ from those applied by other entities, including the fund itself.

Short-term Redemption Fee Notes:
None

T. Rowe Price Retirement 2030 Fund Advisor Class
PARCX
OSYL

Objective:
The investment seeks the highest total return over time consistent with an emphasis on both capital growth and income.

Strategy:
The fund invests in a diversified portfolio of other T. Rowe Price stock and bond funds that represent various asset classes and sectors. Its allocation between T. Rowe Price stock and bond funds will change over time in relation to its target retirement date. The fund is managed based on the specific retirement year (target date 2030) included in its name and assumes a retirement age of 65.

Risk:
The target date funds are designed for investors expecting to retire around the year indicated in each fund's name. The funds are managed to gradually become more conservative over time as they approach their target date. The investment risk of each target date fund changes over time as its asset allocation changes. They 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, and foreign securities. Principal invested is not guaranteed at any time, including at or after their target dates. Additional risk information for this product may be found in the prospectus or other product materials, if available.

Footnotes:
This description is only intended to provide a brief overview of the mutual fund. Read the fund's prospectus for more detailed information about the fund.

The analysis on these pages may be based, in part, on adjusted historical returns for periods prior to the class's actual inception of 10/31/2003. These calculated returns reflect the historical performance of the oldest share class of the fund, with an inception date of 09/30/2002, adjusted to reflect the fees and expenses of this share class (when this share class's fees and expenses are higher.) Please refer to a fund's prospectus for information regarding fees and expenses. These adjusted historical returns are not actual returns. Calculation methodologies utilized by Morningstar may differ from those applied by other entities, including the fund itself.

Short-term Redemption Fee Notes:
None

T. Rowe Price Retirement 2035 Fund Advisor Class
PARKX
OLBQ

Objective:
The investment seeks the highest total return over time consistent with an emphasis on both capital growth and income.

Strategy:
The fund invests in a diversified portfolio of other T. Rowe Price stock and bond funds that represent various asset classes and sectors. Its allocation between T. Rowe Price stock and bond funds will change over time in relation to its target retirement date. The fund is managed based on the specific retirement year (target date 2035) included in its name and assumes a retirement age of 65.

Risk:
The target date funds are designed for investors expecting to retire around the year indicated in each fund's name. The funds are managed to gradually become more conservative over time as they approach their target date. The investment risk of each target date fund changes over time as its asset allocation changes. They 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, and foreign securities. Principal invested is not guaranteed at any time, including at or after their target dates. Additional risk information for this product may be found in the prospectus or other product materials, if available.

Footnotes:
This description is only intended to provide a brief overview of the mutual fund. Read the fund's prospectus for more detailed information about the fund.

The analysis on these pages may be based, in part, on adjusted historical returns for periods prior to the class's actual inception of 05/31/2007. These calculated returns reflect the historical performance of the oldest share class of the fund, with an inception date of 02/27/2004, adjusted to reflect the fees and expenses of this share class (when this share class's fees and expenses are higher.) Please refer to a fund's prospectus for information regarding fees and expenses. These adjusted historical returns are not actual returns. Calculation methodologies utilized by Morningstar may differ from those applied by other entities, including the fund itself.

Short-term Redemption Fee Notes:
None

T. Rowe Price Retirement 2040 Fund Advisor Class
PARDX
OSYM

Objective:
The investment seeks the highest total return over time consistent with an emphasis on both capital growth and income.

Strategy:
The fund invests in a diversified portfolio of other T. Rowe Price stock and bond funds that represent various asset classes and sectors. Its allocation between T. Rowe Price stock and bond funds will change over time in relation to its target retirement date. The fund is managed based on the specific retirement year (target date 2040) included in its name and assumes a retirement age of 65.

Risk:
The target date funds are designed for investors expecting to retire around the year indicated in each fund's name. The funds are managed to gradually become more conservative over time as they approach their target date. The investment risk of each target date fund changes over time as its asset allocation changes. They 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, and foreign securities. Principal invested is not guaranteed at any time, including at or after their target dates. Additional risk information for this product may be found in the prospectus or other product materials, if available.

Footnotes:
This description is only intended to provide a brief overview of the mutual fund. Read the fund's prospectus for more detailed information about the fund.

The analysis on these pages may be based, in part, on adjusted historical returns for periods prior to the class's actual inception of 10/30/2003. These calculated returns reflect the historical performance of the oldest share class of the fund, with an inception date of 09/30/2002, adjusted to reflect the fees and expenses of this share class (when this share class's fees and expenses are higher.) Please refer to a fund's prospectus for information regarding fees and expenses. These adjusted historical returns are not actual returns. Calculation methodologies utilized by Morningstar may differ from those applied by other entities, including the fund itself.

Short-term Redemption Fee Notes:
None

T. Rowe Price Retirement 2045 Fund Advisor Class
PARLX
OLBR

Objective:
The investment seeks the highest total return over time consistent with an emphasis on both capital growth and income.

Strategy:
The fund invests in a diversified portfolio of other T. Rowe Price stock and bond funds that represent various asset classes and sectors. Its allocation between T. Rowe Price stock and bond funds will change over time in relation to its target retirement date. The fund is managed based on the specific retirement year (target date 2045) included in its name and assumes a retirement age of 65.

Risk:
The target date funds are designed for investors expecting to retire around the year indicated in each fund's name. The funds are managed to gradually become more conservative over time as they approach their target date. The investment risk of each target date fund changes over time as its asset allocation changes. They 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, and foreign securities. Principal invested is not guaranteed at any time, including at or after their target dates. Additional risk information for this product may be found in the prospectus or other product materials, if available.

Footnotes:
This description is only intended to provide a brief overview of the mutual fund. Read the fund's prospectus for more detailed information about the fund.

The analysis on these pages may be based, in part, on adjusted historical returns for periods prior to the class's actual inception of 05/31/2007. These calculated returns reflect the historical performance of the oldest share class of the fund, with an inception date of 05/31/2005, adjusted to reflect the fees and expenses of this share class (when this share class's fees and expenses are higher.) Please refer to a fund's prospectus for information regarding fees and expenses. These adjusted historical returns are not actual returns. Calculation methodologies utilized by Morningstar may differ from those applied by other entities, including the fund itself.

Short-term Redemption Fee Notes:
None

T. Rowe Price Retirement 2050 Fund Advisor Class
PARFX
OLBS

Objective:
The investment seeks the highest total return over time consistent with an emphasis on both capital growth and income.

Strategy:
The fund invests in a diversified portfolio of other T. Rowe Price stock and bond funds that represent various asset classes and sectors. Its allocation between T. Rowe Price stock and bond funds will change over time in relation to its target retirement date. The fund is managed based on the specific retirement year (target date 2050) included in its name and assumes a retirement age of 65.

Risk:
The target date funds are designed for investors expecting to retire around the year indicated in each fund's name. The funds are managed to gradually become more conservative over time as they approach their target date. The investment risk of each target date fund changes over time as its asset allocation changes. They 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, and foreign securities. Principal invested is not guaranteed at any time, including at or after their target dates. Additional risk information for this product may be found in the prospectus or other product materials, if available.

Footnotes:
This description is only intended to provide a brief overview of the mutual fund. Read the fund's prospectus for more detailed information about the fund.

Short-term Redemption Fee Notes:
None

T. Rowe Price Retirement 2055 Fund Advisor Class
PAROX

Objective:
The investment seeks the highest total return over time consistent with an emphasis on both capital growth and income.

OLBT

Strategy:
The fund invests in a diversified portfolio of other T. Rowe Price stock and bond funds that represent various asset classes and sectors. Its allocation between T. Rowe Price stock and bond funds will change over time in relation to its target retirement date. The fund is managed based on the specific retirement year (target date 2055) included in its name and assumes a retirement age of 65.

Risk:
The target date funds are designed for investors expecting to retire around the year indicated in each fund's name. The funds are managed to gradually become more conservative over time as they approach their target date. The investment risk of each target date fund changes over time as its asset allocation changes. They 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, and foreign securities. Principal invested is not guaranteed at any time, including at or after their target dates. Additional risk information for this product may be found in the prospectus or other product materials, if available.

Footnotes:
This description is only intended to provide a brief overview of the mutual fund. Read the fund's prospectus for more detailed information about the fund.

The analysis on these pages may be based, in part, on adjusted historical returns for periods prior to the class's actual inception of 05/31/2007. These calculated returns reflect the historical performance of the oldest share class of the fund, with an inception date of 12/29/2006, adjusted to reflect the fees and expenses of this share class (when this share class's fees and expenses are higher.) Please refer to a fund's prospectus for information regarding fees and expenses. These adjusted historical returns are not actual returns. Calculation methodologies utilized by Morningstar may differ from those applied by other entities, including the fund itself.

Short-term Redemption Fee Notes:
None

T. Rowe Price Retirement 2060 Fund Advisor Class
TRRYX
OVKY

Objective:
The investment seeks the highest total return over time consistent with an emphasis on both capital growth and income.

Strategy:
The fund pursues its objective by investing in a diversified portfolio of other T. Rowe Price stock and bond funds. Its allocation between T. Rowe Price stock and bond funds will change over time in relation to its target retirement date. The fund is managed based on the specific retirement year (target date 2060) included in its name and assumes a retirement age of 65.


Risk:
The target date funds are designed for investors expecting to retire around the year indicated in each fund's name. The funds are managed to gradually become more conservative over time as they approach their target date. The investment risk of each target date fund changes over time as its asset allocation changes. They 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, and foreign securities. Principal invested is not guaranteed at any time, including at or after their target dates. Additional risk information for this product may be found in the prospectus or other product materials, if available.

Footnotes:
This description is only intended to provide a brief overview of the mutual fund. Read the fund's prospectus for more detailed information about the fund.

Short-term Redemption Fee Notes:
None

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IMPORTANT INFORMATION:
This document provides only a summary of the main features of Learn It Systems, LLC 401(k) Plan, and the Plan document will govern in the event of any discrepancy.

This Plan is intended to be a participant-directed Plan as described in Section 404(c) of the Employee Retirement Income Security Act of 1974 (ERISA), which means that fiduciaries of the Plan are ordinarily relieved of liability for any losses under ERISA that are the direct and necessary result of investment instructions given by a participant or beneficiary.

All trademarks and service marks appearing herein are the property of FMR LLC. or an affiliate.

Not NCUA or NCUSIF insured. May lose value. No credit union guarantee.

Approved for use in Advisor and 401(k) markets. Firm review may apply.

Not FDIC insured • May lose value • No bank guarantee

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Your Plan
Enrollment
Guide