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Fidelity INVESTMENTS

Questions? Go to Fidelity.com/mrd or call 800-544-5373.

Automatic Withdrawals—Fidelity Retirement Plan

Use this form to request automatic withdrawals on a regular basis or to request Fidelity to calculate and establish an automatic minimum required distribution (MRD) plan for a Fidelity Self-Employed 401(k), Profit Sharing, or Money Purchase Plan account. Do NOT use this form for a Traditional, Rollover, Roth, SEP, SIMPLE, or Inherited IRA; a nonretirement account; or an annuity. Go to Fidelity.com/forms to find the appropriate form. Not available to nonresident aliens due to tax-withholding requirements. Type on screen or fill in using CAPITAL letters and black ink. If you need more room for information or signatures, make a copy of the relevant page.

Helpful to Know

- Only one automatic withdrawal plan is permitted per account. To set up automatic withdrawal plans for more than one account, complete a separate form for each account.
- Distributions from the Fidelity Retirement Plan [i.e., Profit Sharing, Money Purchase Plan, or Self-Employed 401(k) Plan] are only permitted when a participant reaches age 59½, separates from service, becomes disabled, or dies, or the plan is terminated. Distributions for any other reason may result in plan disqualification. You are encouraged to consult your tax advisor regarding the tax implications associated with each distribution.
- If you are terminating your plan, please note that plan assets must be distributed as soon as administratively feasible, generally within one year of the plan termination effective date. To request a single distribution, complete the *One-Time Withdrawal—Fidelity Retirement Plan* form. You should consult a tax advisor to ensure that you have taken all the necessary steps to properly terminate your plan.
- Distributions to married participants from any money purchase plan and certain profit-sharing plans must be made in the form of a joint and survivor annuity, unless your spouse waives this right by providing spousal consent in Section 8. Spousal consent is not required for MRDs.
- For mutual funds, note that:
  - Withdrawals could trigger redemption or transaction fees (see the applicable fund prospectus).
  - If a fund is closed to new investors, you will not be able to purchase new shares of the fund in the future if you draw your fund balance down to zero.
- Drawing your total Fidelity Retirement Plan account balance down to zero could trigger account-closing fees.

For MRD Plans

- For MRDs, return this form no later than November 30 or March 1, as applicable, to allow adequate time for processing. Fidelity cannot assume responsibility for making your distribution by the April 1 IRS deadline for your initial MRD or the December 31 deadline for subsequent year MRDs.
- It is your responsibility to ensure that your withdrawals comply with IRS rules and deadlines for MRDs. You may want to consult a tax advisor.
- Your MRD is calculated using assets in your Fidelity Retirement Plan account [Money Purchase or Profit Sharing, including Self-Employed 401(k)] as you have specified on this form as of the prior December 31, adjusted for outstanding rollovers and transfers if you have specified that in the Calculation Adjustments section. If you maintain Retirement Plan accounts at other institutions, you are required to calculate your MRD for your non-Fidelity Retirement Plan accounts separately.
- MRD amounts are generally calculated using the Uniform Lifetime Table (applies a standard joint life expectancy factor based on your age). The one exception applies if your sole primary beneficiary is your spouse who is more than 10 years younger than you. If so, the Spousal Exception Joint Life Expectancy Table is used (applies a joint life expectancy factor based on both your age and your spouse's age that will generally result in a lower MRD amount). Both IRS tables are available online at Fidelity.com.
- At the beginning of each year, Fidelity determines which IRS table to apply for the beneficiary designations on file at that time. **Important: Keep your beneficiary information current to help ensure that proper calculations are performed.** Fidelity will not automatically update your MRD plan until January of the year following the year in which you make a beneficiary change. Note that IRS rules generally permit the Spousal Exception Table to be used only if your spouse is the sole primary beneficiary **for the entire year.** Because of this, it may be necessary for you to take an additional withdrawal to satisfy your MRD in the year of a beneficiary change. Please consult your tax advisor to determine how a beneficiary change may affect your individual situation.
- Upon establishment of this Automatic Withdrawal Plan and each year thereafter, you will be sent a Revised Account Profile indicating the MRD amount to be distributed under the plan for that year, and the Life Expectancy Table that was used. If the Spousal Exception is applied, the Account Profile will confirm the name and date of birth of your spouse beneficiary.

Form continues on next page. ▶▶

1. Account Owner

Name	Fidelity Account Number

Social Security or Taxpayer ID Number	Date of Birth *MM DD YYYY*

Type of Account Included

Check only one.

- ☐ Money Purchase
- ☐ Profit Sharing [includes Self-Employed 401(k)]

2. Request Type and Reason

Type of Request

Check one.

- ☐ ESTABLISH a new automatic withdrawal plan
- ☐ CHANGE an existing automatic withdrawal plan

Type of Automatic Withdrawal Plan *Examples: Fixed Dollar Amount, MRD*

If selected, skip to ▶ Signatures and Dates section.

- ☐ DELETE an existing automatic withdrawal plan

Type of Automatic Withdrawal Plan *Examples: Fixed Dollar Amount, MRD*

Reason for Distribution

Check one.

- ☐ Normal *You are AT LEAST 59½ when your first distribution occurs.*
- ☐ Severance from employment *You are younger than 59½ when your first distribution occurs, have no disability that meets the IRS definition, and are not requesting substantially equal periodic payments (SEPPs). IRS early distribution penalty may apply.*
- ☐ Disability *You are younger than 59½ at time of distribution. Must qualify under the Fidelity Retirement Plan definition of "disability" as defined in Article 2.14 of the Fidelity Retirement Plan and Trust Agreement.*

3. Select Your Automatic Withdrawal Plan Type

Check one.

- ☐ Fixed Dollar Amount

Amount

$.

Your MRD amount will be calculated using the account number specified on the form. ▶

- ☐ Minimum Required Distribution (MRD)

Calculation Adjustments

Check one. ▶

- ☐ Provide the 12/31 market value of any assets that were in the process of being transferred or rolled over to a Fidelity Retirement Plan last year, but were not included in last year's 12/31 market value as reported by Fidelity:

Amount

$.

- ☐ Reduce this year's automatic distribution amount by the amount of the distributions already made this year, as indicated below:

Amount

$.

Form continues on next page. ▶▶

4. Distribution Schedule

Distribution payments may be made earlier or later depending on market availability. Examples include payments that are scheduled for a day when the stock market is closed or for a day that doesn't exist in every month (29th–31st), or payments scheduled close to the beginning or end of the year. For custom frequency options, call Fidelity. If no frequency is indicated, you will receive annual distributions on the 5th of every December.

If you are setting up your withdrawal plan midyear to take an MRD, your entire MRD for the current year will be paid out evenly over the remaining number of scheduled payments in the year.

Check ONLY one and provide start date.

- ☐ Annually
- ☐ Quarterly
- ☐ Monthly

Start Date *MM DD YYYY*

First-Year MRD *Optional. Complete only if you have selected the MRD option in Section 3.*

For the year in which you turn 70½, you may defer your first MRD until April 1 of the following year. If you are choosing this option for your MRD plan, please make sure the start date above is a date after the date you indicate in this section. You may want to consult a tax advisor.

Check one and provide date.

☐ If you turned 70½ THIS year, defer THIS year's MRD until this date:
Date must be on or before April 1 of NEXT year.

Date of Deferred First MRD *MM DD YYYY*

☐ If you turned 70½ LAST year, defer LAST year's MRD until this date:
Date must be on or before April 1 of THIS year.

Date of Deferred First MRD *MM DD YYYY*

5. Funding Your Distribution

You can choose to fund your distribution in one of two ways, as described below. If your distribution is from a Fidelity Portfolio Advisory Services (PAS) account, ▷ skip to Section 6.

Proportional Distributions

Distributions will be withdrawn from the Eligible Positions in the account identified in Section 1. Eligible Positions include your core position (for brokerage Fidelity Retirement Plans), all Fidelity mutual funds, and those non-Fidelity mutual funds available through Fidelity® FundsNetwork® where the mutual fund company has agreed to make the fund available for automatic distributions.

☐ Distribute proportionally from all Eligible Positions in the account.
▷ *Default if no choice indicated.*

Fixed Amount/Percentage Distributions

All funds listed must be held in the account listed in Section 1.

Use the "Amount" column ONLY if you chose the "Fixed Dollar Amount" option in Section 3. The combined total amount must equal the amount indicated in Section 3.

☐ Liquidate and distribute ONLY from these funds in the amount or percentage listed:

For Fixed Dollar Amount plans only.

Core Position or Fund Name/Number	Amount		Percentage
	$.	OR	.0%
	$.	OR	.0%
	$.	OR	.0%
	$.	OR	.0%
	$.	OR	.0%

Total must add up to 100%. 0 .0%

NOT applicable to PAS accounts.

Secondary Withdrawal Instructions for Fixed Amount/Percentage Distributions:
Will be used if there are insufficient funds in the above core position or fund name(s)/number(s).

☐ Any money market or core position

☐ Any money market, bond fund, equity fund, or core position ▷ *Default if no choice indicated.*

Form continues on next page. ▶▶

6. Distribution Method

Check one and provide any required information.

☐ Directly deposited into a Fidelity nonretirement brokerage account. *Deposits will be made to your core position.*

Fidelity Nonretirement Account Number

☐ Directly deposited into a Fidelity nonretirement mutual fund account. *The first three characters of the account number are 2 followed by two letters (example: 2AB-123456).*

Fidelity Nonretirement Account Number	Fidelity Fund Name or Symbol *Mutual fund accounts ONLY.*

If you check this box AND you have multiple EFT instructions available for the account referenced on this form, complete the bank information. ▶

☐ Electronic funds transfer (EFT) to a bank or credit union account. ***The Fidelity account and bank/credit union account must have a common owner.*** *To add EFT to an account, go to Fidelity.com/eft or provide your bank information below. If EFT cannot be established for any reason, a check will be sent to your address of record.*

☐ Checking ▷ *Attach a voided check with your full name preprinted on it or an account statement. Do NOT attach a deposit slip.*

☐ Savings ▷ *Attach a deposit slip or account statement and provide the Bank Routing/ABA number.*

Ask your bank for the correct routing number. If you do not attach an account statement, voided check, or deposit slip, you MUST obtain a Medallion signature guarantee in Section 8. ▶

Owner(s) Name(s) Exactly as on Bank Account	
Bank Routing/ABA Number	Bank Name
Checking or Savings Account Number	

☐ Check mailed to the address of record ▷ *Default if no choice indicated or if we are unable to process your choice.*

7. Tax Withholding

Mandatory 20% Withholding
Per IRS rules, you **cannot** elect out of the 20% federal tax withholding if your distribution is eligible to be rolled over/converted and you have elected a different payment method. This mandatory withholding of 20% does not apply if you are taking your MRD.

Distributions not subject to the Mandatory 20% Withholding
For periodic withdrawals that are not subject to the 20% withholding as described above, such as MRDs, IRS regulations require federal tax withholding to be based on the appropriate wage table, unless you elect not to have withholding apply. If federal income tax withholding is applied to your distribution, state income tax may also apply. **See "State Tax Withholding—Fidelity Retirement Plan Withdrawals" included at the end of this form.**

If you do not opt out of federal withholding, Fidelity will apply the appropriate wage table for your withholding. If you elect to have withholding, Fidelity will apply the percentage you have elected.

Specify your tax withholding election. Federal and state tax withholding combined cannot total more than 99%. ***Only applicable if not subject to mandatory withholding.***

Check one in each column. Account owner's legal/residential address determines which state's tax rules apply.

Federal

☐ Do NOT withhold federal taxes

☐ Withhold federal taxes at the rate of:

Percentage
%

Minimum 10%; maximum total 99%. Whole numbers; no dollar amounts. Note: If there is federal tax withholding, certain states require that there also be state tax withholding.

State

☐ Do NOT withhold state taxes unless required by law

☐ Withhold state taxes at the applicable rate

☐ Withhold state taxes at the rate of:

Percentage
%

Maximum total 99%. Whole numbers; no dollar amounts.

Form continues on next page. ▶▶

8. Signatures and Dates *Plan Administrator and Plan Participant must sign and date.*

Who must sign?
The Plan Administrator must sign in 8a.
The Plan Participant must sign in 8b.

8a. Plan Administrator

If the participant is married, and spousal consent is necessary, this distribution form must be signed by the spouse in the presence of a notary public in 8c.
Spousal consent is not required for an MRD.
Indicate the Plan Participant's marital status:

☐ Single ☐ Married

By signing below, you:

- Certify that this distribution is being made pursuant to the terms and conditions of the Fidelity Retirement Plan and Trust Agreement and the instructions contained herein.
- Authorize and request the trustee of the Fidelity Retirement Plan, Fidelity Management Trust Company and its agents, affiliates, employees, or successor custodians (Fidelity), to make the above withdrawal.
- If this is a distribution from a Profit Sharing or Self-Employed 401(k) Plan, you acknowledge that spousal consent has been provided, if required.
- Agree that the participant, if over age 70½, accepts full responsibility for withdrawing the MRD required by section 401(a)(9) of the Internal Revenue Code.
- Indemnify the trustee of the Fidelity Retirement Plan and Trust Agreement and its agents, affiliates, employees, and successors from any liability associated with the distributions made at the direction of you and/or the Plan Participant.

Customers requesting EFT:

- Authorize and request Fidelity to make EFT distributions from the Fidelity Retirement Plan accounts listed in this form by initiating debit entries to the account indicated in this form.
- Authorize and request the bank named in Section 6 to accept debit entries initiated by Fidelity in such account and to debit the same account without responsibility for the appropriateness or for the existence of any further authorization.

PRINT PLAN ADMINISTRATOR NAME	
SIGN	PLAN ADMINISTRATOR SIGNATURE X
DATE	DATE *MM/DD/YYYY* X

8b. Plan Participant

- Authorize and request the trustee of the Fidelity Retirement Plan, Fidelity Management Trust Company and its agents, affiliates, employees, or successor custodians (Fidelity), to make the above withdrawal.
- Acknowledge that Fidelity Retirement Plan withdrawals will be taxed as ordinary income, and may be subject to a 10% early withdrawal penalty if taken before age 59½.
- Agree that if you are over age 70½, you accept full responsibility for withdrawing the MRD required by section 401(a)(9) of the Internal Revenue Code.
- Indemnify the trustee of the Fidelity Retirement Plan and Trust Agreement and its agents, affiliates, employees, and successors from any liability associated with the distributions made at the direction of you and/or the Plan Administrator.
- Certify, if indicated above, that your spouse beneficiary who is more than 10 years younger than you, has been the sole beneficiary for the entire calendar year, that the statement is correct as to the account covered by this automatic withdrawal plan, and that you are aware that he or she must be the sole beneficiary on the account covered by this plan for the entire calendar year to be eligible to have that year's MRD calculation based on the Spousal Exception Table.
- Confirm, if you are not a U.S. person (including a resident alien individual), you have attached, or have on file with Fidelity, IRS Form W-8 that includes your U.S. taxpayer identification number in order to claim tax treaty benefits, if applicable.

Customers requesting EFT:

- Authorize and request Fidelity to make EFT distributions from the Fidelity Retirement Plan account listed in this form by initiating debit entries to the account indicated in this form.
- Authorize and request the bank named in Section 6 to accept debit entries initiated by Fidelity in such account and to debit the same account without responsibility for the appropriateness or for the existence of any further authorization.

Signatures and Dates continue on next page. ▶▶

A Medallion signature guarantee is required:

- to establish EFT instructions for a bank account in your name, unless you attach an account statement, voided check, or deposit slip.
- to request a per-payment amount greater than $100,000.

If the form is completed at a Fidelity Investor Center, the Medallion signature guarantee is not required. You can get a Medallion signature guarantee from most banks, credit unions, and other financial institutions. ***A notary seal/stamp is NOT a Medallion signature guarantee.***

PRINT PLAN PARTICIPANT NAME

SIGN — PLAN PARTICIPANT SIGNATURE X

DATE — DATE *MM/DD/YYYY* X

MEDALLION SIGNATURE GUARANTEE

8c. Spousal Consent for Plan Participant Distributions *Sign this section in the presence of a notary public.*

Spousal consent is not required for an MRD.

By signing below, you:

- Consent to the form of distribution selected by your spouse herein.
- Understand that by signing this consent, you are giving up the right to receive annuity benefit payments that would otherwise be payable to you.

PRINT SPOUSE NAME

SIGN — SPOUSE SIGNATURE X — DATE *MM/DD/YYYY* X

Important Note: CA Notaries are permitted to submit a separate page notary document. If used, it must identify the document being notarized.

Notice to CA Residents: A Notary Public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

Certificate of Acknowledgement of Notary Public *Must be a U.S. Notary. Foreign notary or consular seals may NOT be substituted.*

State of _____ , in the County of _____ , subscribed and sworn to before me by the above-named individual who is personally known to me or who has produced _____ as identification, that the foregoing statements were true and accurate and made of his/her own free act and deed, on ____/____/_____ .

PRINT NOTARY NAME

SIGN — NOTARY SIGNATURE X — DATE *MM/DD/YYYY* X

NOTARY SEAL / STAMP

My commission expires ____/____/_____ .

Did you sign the form? Send the ENTIRE form and any attachments to Fidelity Investments. You will receive a Revised Account Profile confirming your distribution instructions.

Questions? Go to Fidelity.com/mrd or call 800-544-5373.

Use the postage-paid envelope, drop off at a Fidelity Investor Center, OR deliver to:

Regular mail
Attn: Retirement Distributions
Fidelity Investments
P.O. Box 770001
Cincinnati, OH 45277-0035

Overnight mail
Attn: Retirement Distributions
Fidelity Investments
100 Crosby Parkway KC1B
Covington, KY 41015

On this form, "Fidelity" means Fidelity Brokerage Services LLC and its affiliates. Brokerage services are provided by Fidelity Brokerage Services LLC, Member NYSE, SIPC. 454467.9.0 (06/16)

State Tax Withholding–Retirement Plan Withdrawals

Helpful to Know

- Each state sets its own withholding rates and requirements on taxable distributions. We apply these rates unless you direct us not to (where permitted) or you request a higher rate.
- Your account's legal/residential address determines which state's tax rules apply.
- You are responsible for paying your federal, state, and local income taxes and any penalties, including penalties for insufficient withholding.

Withholding Options

State of residence	State tax withholding options
AK, FL, HI, NH, NV, SD, TN, TX, WA, WY	• No state tax withholding is available (even if your state has income tax).
AR, IA, KS, MA, ME,* NE, OK, PR,† VA, VT	• If you choose federal withholding, you will also get state withholding at your state's minimum withholding rate or an amount greater as specified by you. • If you do NOT choose federal withholding, state withholding is voluntary. • If you have state withholding, you can request a higher rate than your state's minimum but not a lower rate.
CA, DE, GA,† NC, OR	• If you choose federal withholding, you will also get state withholding at your state's minimum withholding rate unless you request otherwise. • If you do NOT choose federal withholding, state withholding is voluntary. • If you have state withholding, you can request a higher rate than your state's minimum but not a lower rate.
DC *Only applicable if taking a full distribution of entire account balance.*	• If you are taking distribution of your entire account balance and not directly rolling that amount over to another eligible retirement account, DC requires that a minimum amount be withheld from the taxable portion of the distribution, whether or not federal income tax is withheld. In that case, you must elect to have the minimum DC income tax amount withheld by completing the Tax Withholding section. • If your entire distribution amount has already been taxed (for instance, only after-tax or nondeductible contributions were made and you have no pretax earnings), you may be eligible to elect any of the withholding options. • If you wish to take a distribution of both taxable and nontaxable amounts, you must complete a separate distribution request form for each and complete the Tax Withholding section of the forms, as appropriate.
ME†, MS,	• If you choose federal withholding, you will also get state withholding at your state's minimum withholding rate unless you request otherwise. • If you do NOT choose federal withholding, state withholding will occur unless you request otherwise. • If you have state withholding, you can request a higher rate than your state's minimum but not a lower rate.
MI	• MI generally requires state income tax of at least your state's minimum requirements regardless of whether or not federal income tax is withheld. • Tax withholding is not required if you meet certain MI requirements governing pension and retirement benefits. Please reference the MI W-4P Form for additional information about calculating the amount to withhold from your distribution. • If you are subject to MI state tax withholding, you must elect state tax withholding of at least your state's minimum by completing the Tax Withholding section. • Contact your tax advisor or investment representative for additional information about MI requirements.
OH	• State tax withholding is voluntary. If you choose state withholding, you can choose a higher rate than your state's minimum but not a lower rate.
SC	• SC requires state withholding if you have not provided a Tax ID or if you have been notified of a name/Tax ID mismatch and have not resolved the issue. Otherwise, state tax withholding is voluntary and you can choose the rate you want (any whole number between 1% and 99%).
All other states (and DC if not taking a full distribution)	• State tax withholding is voluntary and you can choose the rate you want (any whole number between 1% and 99%).

*When taking a single distribution

†When taking periodic distributions

Important: State tax withholding rules can change, and the rules cited above may not reflect the current ruling of your state. Consult with your tax advisor or state taxing authority to obtain the most up-to-date information pertaining to your state.

This tax information is for informational purposes only, and should not be considered legal or tax advice. Always consult a tax or legal professional before making financial decisions.

We do not provide tax or legal advice and we will not be liable for any decisions you make based on this or other general tax information we provide.

Fidelity Brokerage Services LLC, Member NYSE, SIPC; National Financial Services LLC, Member NYSE, SIPC 671710.3.0 (11/14)

1.9585653.102

Notice Regarding Retirement Plan Payments

YOUR ROLLOVER OPTIONS AND TAX CONSEQUENCES

You are receiving this notice because all or a portion of a payment you are receiving from the [INSERT NAME OF PLAN] (the "Plan") is eligible to be rolled over to an IRA or an employer plan. This notice is intended to help you decide whether to do such a rollover.

This notice describes the rollover rules that apply to payments from the Plan that are not from a designated Roth account (a type of account with special tax rules in some employer plans). If you also receive a payment from a designated Roth account in the Plan, you will be provided a different notice for that payment, and the Plan administrator or the payor will tell you the amount that is being paid from each account.

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?

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 will 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).

Where may I roll over the payment?

You may roll over the payment to either an 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.

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. You should contact the IRA sponsor 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 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).

How much may I roll over?

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
- Payments of certain automatic enrollment contributions requested to be withdrawn within 90 days of the first contribution
- 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?

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 below applies. 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 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
- 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.

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 for health insurance premiums 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

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 included in the payment, so you cannot take a payment of only after-tax contributions. However, 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. In addition, special rules apply when you do a rollover, as described below.

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). If you do a direct rollover of only a portion of the amount paid from the Plan and at the same time the rest is paid to you, the portion directly rolled over consists first of the amount that would be taxable if not rolled over. For example, assume you are receiving a distribution of $12,000, of which $2,000 is after-tax contributions. In this case, if you directly roll over $10,000 to an IRA that is not a Roth IRA, no amount is taxable because the $2,000 amount not directly rolled over is treated as being after-tax contributions. If you do a direct rollover of the entire amount paid from the Plan to two or more destinations at the same time, you can choose which destination receives the after-tax contributions.

If you do a 60-day rollover to an IRA of only a portion of a payment made to you, the after-tax contributions are treated as rolled over last. For example, assume you are receiving a distribution of $12,000, of which $2,000 is after-tax contributions, and no part of the distribution is directly rolled over. In this case, if you roll over $10,000 to an IRA that is not a Roth IRA in a 60-day rollover, no amount is taxable because the $2,000 amount not rolled over is treated as being after-tax contributions.

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 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

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.

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 and 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.

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 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 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

If you roll over a payment from the Plan 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).

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-A, Contributions to Individual Retirement Arrangements (IRAs), and IRS Publication 590-B, Distributions from Individual Retirement Arrangements (IRAs).

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 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. In addition, 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.

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, the only rollover option you have is to do a direct rollover to an inherited IRA. Payments from the inherited IRA 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.

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 to your own IRA or an eligible employer plan that will accept it). 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 (not including payments from a designated Roth account in the Plan), 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.

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-A, Contributions to Individual Retirement Arrangements (IRAs); IRS Publication 590-B, Distributions from 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.