

Look inside for a hypothetical illustration of how you might save for retirement



first | PERSON



MAKE THE MOST OF **your future**

ENROLL NOW TO TAKE FULL ADVANTAGE OF YOUR RETIREMENT SAVINGS PLAN BENEFITS

Woods Powr-Grip Co.,
Inc. 401(k) Profit
Sharing Plan and Trust

Save for retirement through Woods Powr-Grip Co., Inc. 401(k) Profit Sharing Plan and Trust 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 set 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 Woods Powr-Grip Co., Inc. 401(k) Profit Sharing Plan and Trust 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:

How much you can save
Participating in your plan
Create your asset allocation strategy
Investment spectrum
Descriptions of investment options
Next steps
Enrollment form
Beneficiary form
Rollover contribution form

Please review this information carefully.

Fidelity resources to help you manage your retirement savings account



Visit www.netbenefits.com



Call the Fidelity Retirement Benefits Line at 1-800-294-4015 to use the automated voice response system.



Contact Fidelity representatives at 1-800-294-4015 who are available from 8:30 a.m. to 8:00 p.m. in your local time zone to assist you.



You also have a financial advisor available to help.

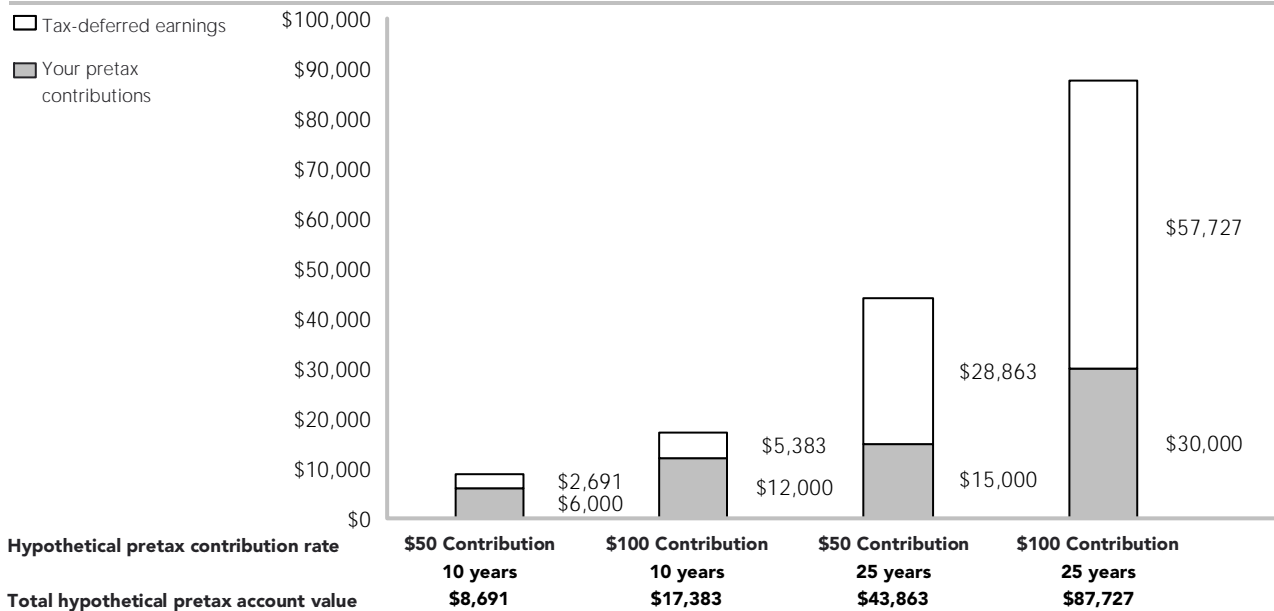
how much CAN YOU SAVE

A hypothetical illustration

Hypothetical annual rate of return: 8%

Time is money. These hypothetical charts illustrate the potential growth of your 401(k) plan account if you start contributing to the Plan now. The columns compare monthly contributions of \$50 and \$100 and what you could potentially accumulate after 10 years and after 25 years. With the potential for growth, however, come the risks associated with investing in securities. Investment return and principal value will fluctuate; therefore, you may have a gain or loss when you sell your shares. Long-term results may also be impacted by inflation.

Hypothetical pretax account balance illustration



The cost of waiting. If you put off contributing to your Plan, you may have much less money in your 401(k) plan account for retirement than if you start saving this year. Enroll today.

This hypothetical illustration is for educational purposes. Your actual benefits are provided solely according to the terms of the Plan. Your actual account balance at any point in the future will be determined by the contributions that have been made, any plan activity, and any investment increases or losses that may occur. The illustrations of future balances should in no way be construed to imply any guarantee of future employment. Values are for illustrative purposes only and do not reflect the performance of any particular investment. Your own investment returns may be greater or less than this hypothetical illustration, and income taxes, and in some cases penalties, will be due when you withdraw savings from the Plan. The actual rates of return for the periods shown will vary. Systematic investing does not ensure a profit nor guarantee against loss in declining markets.

Your hypothetical illustration is based on the following assumptions: You will remain employed and contribute at the indicated rates throughout the periods shown. The indicated contribution rate remains constant throughout the periods shown. Your account increases at the hypothetical annual rate of return of 8% compounded annually. You make neither withdrawals nor loans. All earnings are reinvested. IRS limits on compensation and pretax contributions apply. Current limits are indexed and adjusted for cost of living increases using a hypothetical inflation rate of 3% annually. If you are designated a highly compensated employee, additional limits may apply. All calculations assume contributions are made the last day of the year. It is assumed that you are 100% vested in your Plan. Calculations do not include employer contributions.

PARTICIPATING IN **YOUR** plan

You can receive help reaching your financial goals for retirement with Woods Powr-Grip Co., Inc. 401(k) Profit Sharing Plan and Trust. For additional information about your Plan visit www.netbenefits.com

When am I eligible for the Plan?

You are eligible to participate in the Plan if:

- you complete one year of service*
- you are at least 21 years old
- and you are not:
 - covered by a collective bargaining agreement
 - a leased employee
 - a nonresident alien who does not receive any U.S. source earned income from your Employer
 - Employees who are not classified as Employee's of the Employer for purposes of the the Employer's payroll system (including, without limitation, individuals employed by temporary help firms, technical help firms, staffing firms, professional employer organizations and other staffing firms.)

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 1,000 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.

When is my enrollment effective?

Once you satisfy these requirements you will become a participant in the Plan on the first day of the following month.

How much can I contribute?

Through automatic payroll deduction, you may contribute either a dollar amount or a percentage between 1% and 90% of your eligible pay on a pre-tax basis up to the annual IRS dollar limit. If you select a specific dollar amount, it may not exceed the Plan percentage limits which are based on your compensation. You may change your deferral dollar amount or percentage as applicable. Any changes made would take effect on the next Plan entry date (first day of each month).

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 pretax contributions to the Plan up to the IRS Catch-up Limit.

Can I roll my prior employer's retirement plan account into this one?

You may be permitted to roll over assets into this Plan from a previous employer's retirement Plan or an IRA. To complete a rollover in the Plan follow these easy steps:

- Contact your prior Plan provider to request a rollover distribution.
- Rollover check issued should be made payable to Fidelity Management Trust Company as trustee for the benefit of (FBO): your name and sent to you.
- Complete the Fidelity Advisor Rollover contribution form provided by your current employer.
- Return both the Fidelity Advisor Rollover contribution form and the check from your prior Plan to your current Plan Administrator so they may authorize the contribution.
- The rollover of after-tax employee contributions will not be accepted by the Plan.

Does the Company contribute to my account?

The Employer may make a discretionary pretax matching contribution to your account. The amount would be equal to a percentage determined by a Board of Directors' Resolution for each contribution period.

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

- work a minimum of 1000 hours

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

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 pre-tax account
- 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 2	0
2	20
3	40
4	60
5	80
6	100

Can I take a loan from my Account?

Loans from your Plan account are also available.

Generally, you may borrow the lesser of 50% of your vested account balance or \$50,000. Any outstanding loan balances over the previous 12 months may reduce the amount you have available to borrow, as well as additional restrictions in your Plan's loan policy. The minimum amount you may borrow is \$1,000. Loan repayments (plus interest) to your Plan account are generally automatically deducted from your pay through after-tax payroll deduction. You may have one loan outstanding at one time.

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. Keep in mind that withdrawals are subject to income taxes and possibly to early withdrawal penalties.

The taxable portion of your withdrawal that is eligible for rollover into an individual retirement account (IRA) or another employer's retirement Plan is subject to 20% mandatory federal income tax withholding, unless it is directly rolled over to an IRA or another employer Plan. (You may owe more or less when you file your income taxes.) If you are under age 59½, the taxable portion of your withdrawal is also subject to a 10% early withdrawal penalty, unless you qualify for an exception to this rule. The Plan document and current tax laws and regulations will govern in case of a discrepancy.

Be sure you understand the tax consequences and your Plan's rules for distributions before you initiate a distribution. You may want to consult your tax advisor about your situation.

Hardship distributions are not considered eligible rollover distributions and are not subject to 20% federal withholding. They are taxed as ordinary income and may be subject to a penalty when you file your income taxes. Hardship distributions are not eligible for rollover. Please consult your tax advisor regarding your own tax situation.

How do I access my account?

Through Fidelity NetBenefits® at www.netbenefits.com you have access to your account information and retirement planning tools.

You may call the Retirement Benefits Line at 1-800-294-4015 between 8:30 a.m. and 8:00 p.m. in your time zone on any business day for more information on your account. 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 any business day as determined by the New York Stock Exchange online through Fidelity at www.netbenefits.com or by calling the Retirement Benefits Line at 1-800-294-4015.

How do I manage my account once I am enrolled in the Plan?

Through Fidelity NetBenefits® at www.netbenefits.com you have access to your account information and retirement planning tools including:

- **Self-paced learning workshops.** These interactive workshops and tutorials can help you take advantage of educational resources via the Web. 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. Visit the e-Learning workshops in the Tools and Learning Section of NetBenefits®.

- The **Retirement Quick Check** is an interactive tool to help you identify a strategy for saving and to begin to create a plan to address key risks you may face before and during retirement.¹ To find the Retirement Quick Check go to the Tools and Learning tab in NetBenefits®.

The tool's illustrations result from running a minimum of 250 hypothetical market simulations. The market return data used to generate the illustration is intended to provide you with a general idea of how asset mixes have performed historically. The analysis assumes a level of diversity within each asset class consistent with a market index benchmark that may differ from the diversity of your own portfolio.

IMPORTANT: The projections or other information generated by Fidelity's Retirement Quick Check regarding the likelihood of various investment outcomes are hypothetical in nature, do not reflect actual investment results and are not guarantees of future results. Results may vary with each use and over time.

- **Automatic Rebalancing:** You may choose to participate in our Automatic Rebalancing program, which would 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 Savings and Retirement page on NetBenefits® to learn more.
- **Educational updates.** To receive relevant, educational communications from Fidelity by email, go to the Your Profile section on NetBenefits and enter your email address. You will only receive emails from us related to your retirement account planning.

create YOUR ASSET ALLOCATION STRATEGY

How do you choose investments?

Your employer-sponsored retirement plan gives you the flexibility to choose the investment options that match your needs. But how do you choose from among them? The answer is a personal asset allocation strategy – how you invest your savings across the types of investments available to you.

Properly used, an asset allocation strategy can help you reduce risk and even increase potential return over time. Generally, choosing an appropriate asset allocation strategy and sticking with it is a better approach than trying to stay ahead of market ups and downs. However, asset allocation does not ensure a profit or guarantee against a loss.

What kind of investor are you?

To determine what type of asset allocation strategy you need, you first need to determine what kind of investor you are. The questionnaire on the following pages can help you focus on your investment needs and preferences. For example, are you interested in growing your assets? Or are you more concerned with how “safe” your money is? For help with your investor profile, visit Fidelity’s NetBenefitsSM Web site.

Whatever your investor profile, you should consider three factors in your investment decision making.

Know your asset classes

Asset classes are three general types of investments – stocks, bonds, and short-term investments. Your Plan offers a range of investment options, including mutual funds (which can be made up of one or more of the three asset classes). Your strategy will help you decide how much of your money to invest in each asset class.

Weigh potential reward and risk

Risk in investment matters is usually thought of as investment risk – the chance that you might lose money on your investments. But you have to balance investment risk with inflation risk – the chance that your investments will not earn you enough to keep pace with the rising cost of living. Consider these general principles about risk in investments:

- To reduce one type of risk, you likely will have to take on more of the other.
- The higher the risk, the higher the potential for reward – and vice versa.
- The shorter the time frame you have for investing, the more you may want to reduce investment risk.

Know your time horizon

Time can be a powerful ally of any investor. Not only may investments generally increase over time through the power of compounding, but time can also help smooth out the inevitable ups and downs of the financial markets. Your investment strategy may depend heavily on how much time you have until you’ll need your money.

STRATEGIES TO HELP REDUCE INVESTMENT AND INFLATION RISK

Asset allocation spreads your investments over different asset classes. This means you can invest some assets for stability and others for potential growth.

Diversification means choosing a mix of different types of investment options in your portfolio (within one asset class or from all three). By diversifying, you’re trying to minimize risk and maximize potential return. Of course, diversification does not ensure a profit or guarantee against loss.

Take a simple first step to a strategy

To determine what type of target asset mix is best for you, you first need to determine what kind of investor you are. The short, self-scoring Investor Profile Questionnaire below is designed to provide an investment strategy that may be right for your retirement savings. To determine your personal target asset mix:

- Answer each question.
- Write the point value of each answer in the box provided.
- Calculate your total points.
- Compare your total points with the target asset mixes at the end of the questionnaire.

Or you can take a simpler approach to choosing your retirement investment options with Fidelity Advisor Freedom FundsSM. They are managed to targeted retirement dates for investors retiring around those years. Each invests in a diversified mix of Fidelity Advisor stock, bond, and short-term mutual funds to help your assets grow while you're working and saving for retirement. The closer you get to the fund's target retirement date—and even afterwards—the more conservative the fund's asset allocation mix automatically becomes. Please refer to the Investment Options section for more information.

Planning Consideration: Over time, certain investment types have outperformed others. Historically, stocks have outperformed bonds and money market instruments over long periods. So the longer you're putting money away, the more important it may be to place some of it in growth-oriented investments. Shorter-term investment periods may call for more conservative investments, which are less subject to fluctuation. The longer your money can sit and take advantage of market cycles, the more aggressive you may want to be with your investments. (Consider this when responding to questions 1 and 2.) Remember that past performance is not necessarily indicative of future results.

1 In approximately how many years do you plan to retire?

In 4 to 6 years	52 pts.	
In 7 to 10 years	69 pts.	
In 11 to 16 years	70 pts.	
More than 16 years	71 pts.	Points <input type="text"/>

2 Do you expect to withdraw or borrow one-third or more of this money from your household retirement savings within seven years? (for retirement income, purchase of a new home, college tuition, etc.)

No	20 pts.	
Yes, within 3 years	0 pts.	
Yes, within 4 to 6 years	12 pts.	Points <input type="text"/>

A

ADD POINTS FROM QUESTIONS 1 AND 2 HERE

Points

Planning Consideration: Under unforeseen circumstances, such as a loss of income, many people need to draw on "long-term" money for short-term needs. If you don't have an emergency fund, a conservative investment approach may be the most appropriate.

3 Do you have an emergency fund (savings of at least three months' after-tax income)?

No, I do not have an emergency fund.....	8 pts.	
I have an emergency fund, but it is less than three months' after-tax income.....	3 pts.	
Yes, I have an adequate emergency fund	0 pts.	Points <input type="text"/>

Planning Consideration: The lower the portion of total assets you're investing, the more aggressive you might wish to be in this portion of your portfolio. But even a diversified mutual fund should not be your one and only investment for your household retirement savings.

4 Approximately what portion of your total investable assets* is in your retirement savings plan at work?

- Less than 25% 0 pts.
 From 25% to 50% 1 pt.
 From 51% to 75% 2 pts.
 More than 75% 4 pts.

Points

* Investable assets include your emergency fund, plan assets, bank accounts, CDs, mutual funds, cash value of life insurance, stocks or bonds, investment real estate, etc., but do not include your primary residence or vacation home.

Unlike mutual funds, most CDs and U.S. Treasuries offer a fixed rate of return and guarantee payment of principal if held to maturity. Unlike most bank products such as CDs, money market mutual funds are not FDIC insured.

An investment in a money market fund is not insured or guaranteed by the U.S. government, and there is no assurance that the fund will maintain a \$1 share price.

Planning Consideration: If your income is likely to change, you may have more or less money to meet your expenses and you may have to dip into your long-term investments. A more conservative approach may enable you to depend on money being available.

5 Which ONE of the following describes your expected earnings over the next five years?(Assume inflation will average 4% a year.)

- I expect my earnings to increase and far outpace inflation
(due to promotions, new job, etc.) 0 pts.
 I expect my earnings increases to stay somewhat ahead of inflation 1 pt.
 I expect my earnings to keep pace with inflation 2 pts.
 I expect my earnings to decrease (due to retirement, part-time work,
economically depressed industry, etc.) 4 pts.

Points

Planning Consideration: Your comfort level with investment risk is important in determining how aggressively or conservatively you choose to invest.

6 Choose the sentence below that best reflects your feelings about investment risk.

Then select the point total that corresponds with how strongly you agree with it.

I want as much assurance as possible that the value of my retirement savings will not go down.			I want to maintain a balanced savings mix with some fluctuation and growth.			I want my money to grow as much as possible, regardless of risk or fluctuation.	
Strongly agree	Agree	Somewhat agree	Strongly agree	Agree	Somewhat agree	Agree	
12 points	7 points	5 points	3 points	2 points	1 point	0 points	

Points

Planning Consideration: The more experience you have with these two types of investments, the more comfortable you may be in leaving your money invested while riding out any market downturns.

7a Have you ever invested in individual bonds or bond mutual funds?(aside from U.S. Savings Bonds)

No, and I would be uncomfortable with the risk if I did	10 pts.	
No, but I would be comfortable with the risk if I did	4 pts.	
Yes, but I was uncomfortable with the risk	6 pts.	
Yes, and I felt comfortable with the risk	0 pts.	Points <input type="text"/>

7b Have you ever invested in individual stocks or stock mutual funds?

No, and I would be uncomfortable with the risk if I did	8 pts.	
No, but I would be comfortable with the risk if I did	3 pts.	
Yes, but I was uncomfortable with the risk	5 pts.	
Yes, and I felt comfortable with the risk.....	0 pts.	Points <input type="text"/>

Planning Consideration: You may have responsibility for ongoing family obligations. This may suggest a more conservative approach.

8 How many dependents do you have?(include spouse, children you support, elderly parents, etc.)

None	0 pts.	
One	1 pt.	
Two to three	2 pts.	
More than three.....	4 pts.	Points <input type="text"/>

Planning Consideration: If a large portion of your income goes toward paying debt, you are more likely to need to have cash available in case of unforeseen circumstances.

9 Approximately what portion of your monthly take-home income goes toward paying off debt other than a home mortgage?(auto loans, credit cards, etc.)

Less than 10%.....	0 pts.	
From 10% to 25%	1 pt.	
From 26% to 50%	2 pts.	
More than 50%.....	6 pts.	Points <input type="text"/>

Planning Consideration: Your comfort level with investment risk is important in determining how aggressively or conservatively you choose to invest. (Keep this in mind when responding to questions 10 and 11.)

10 Which ONE of the following statements describes your feeling toward choosing your retirement investment choices?

I would prefer investment options that have a low degree of risk associated with them (i.e., it is unlikely that my original investment will ever decline in value)..... 10 pts.

I prefer a mix of investment options that emphasizes those with a low degree of risk and includes a small portion of other choices that have a higher degree of risk, but may yield greater returns..... 6 pts.

I prefer a balanced mix of investment options—some that have a low degree of risk and others that have a higher degree of risk but may yield greater returns..... 3 pts.

I prefer a mix of investment options—some would have a low degree of risk, but the emphasis would be on investment options that have a higher degree of risk but may yield greater returns..... 1 pt.

I would select only investment options that have a higher degree of risk but a greater potential for higher returns..... 0 pts.

Points

11 If you could increase your chances of improving your returns by taking more risk, would you...

Be willing to take a lot more risk with all your money?..... 0 pts.

Be willing to take a lot more risk with some of your money? 1 pt.

Be willing to take a little more risk with all your money?..... 3 pts.

Be willing to take a little more risk with some of your money? 6 pts.

Be unlikely to take much more risk? 10 pts.

Points

12 What portion of your retirement income do you expect to come from this retirement plan?

Less than 20% 0 pts.

From 20% to 34% 1 pt.

From 35% to 50% 2 pts.

More than 50%..... 4 pts.

Points

B

ADD POINTS FROM QUESTIONS 3 THROUGH 12 HERE

Points

SUBTRACT B FROM A FOR YOUR TOTAL SCORE A - B = **TOTAL SCORE**

Your total for Box A can be found at the beginning of the questionnaire.

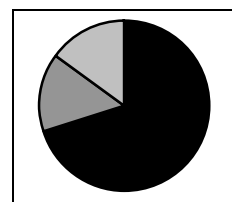
Match your score with the appropriate target asset mix

If your point total is 70 or more:

This target asset mix may be appropriate for investors who seek aggressive growth and who can tolerate wide fluctuations in market values, especially over the short term.

Aggressive growth target asset mix

- 70% Domestic Stocks
- 15% Foreign Stocks
- 15% Bonds

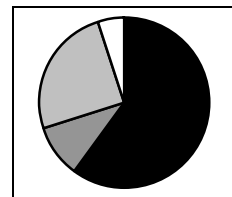


If your point total is 50–69:

This target asset mix may be appropriate for investors who have a preference for growth and who can withstand significant fluctuations in market value.

Growth target asset mix

- 60% Domestic Stocks
- 10% Foreign Stocks
- 25% Bonds
- 5% Short-term Investments

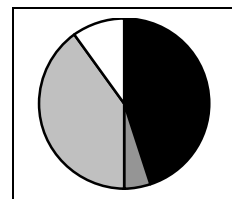


If your point total is 20–49:

This target asset mix may be appropriate for investors who want the potential for capital appreciation and some income and who can withstand moderate fluctuations in market value.

Balanced target asset mix

- 45% Domestic Stocks
- 5% Foreign Stocks
- 40% Bonds
- 10% Short-term Investments

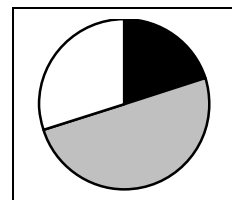


If your point total is less than 20:

This target asset mix may be appropriate for investors who want to minimize fluctuations in market values by taking an income oriented approach with some potential for capital appreciation.

Conservative target asset mix

- 20% Domestic Stocks
- 50% Bonds
- 30% Short-term Investments



The purpose of the target asset mixes is to show how target asset mixes may be created with different risk and return characteristics to help meet a participant's goal. You should choose your own investments based on your particular objectives and situation. Remember, you may change how your account is invested. Be sure to review your decisions periodically to make sure they are still consistent with your goals. You should also consider any investments you have outside the plan when making your investment choices.

Remember, the target asset mix suggested by the worksheet point total is meant to offer an example of the type of target asset mix you might want to consider, based on the average person with a similar score. The final decision on a target asset mix is yours, based on your individual situation, needs, goals, and risk tolerance, which may include factors or circumstances beyond the scope of the worksheet. Furthermore, the example is based on your current assessment of these factors. If any of these factors should change, please review your investment strategy. At a minimum, you should review your allocation on an annual basis.

Keep in mind that the kind of target asset mix indicated by your total score or scores is simply a guideline for you to follow, and not a formula that guarantees results.

The investment options offered through the plan were chosen by the plan sponsor. The sample target asset mixes illustrate some of the many combinations that could be created and should not be considered investment advice.

The target asset mixes presented in this publication were developed by Strategic Advisers, Inc., a registered investment adviser and a Fidelity Investments company, based on the needs of a typical retirement plan participant.

Education on investment alternatives and services do not generally constitute investment advice as defined under the Employee Retirement Income Security Act of 1974 ("The Act") as amended.

INVESTMENT options

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.

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.

More Conservative

Potentially less investment risk and more inflation risk

More Aggressive

Potentially more investment risk and less inflation risk

Money Market	Stable Value	Bond	Balanced / Hybrid	Domestic Equity			International / Global Equity	Specialty	Company Stock
<ul style="list-style-type: none"> Fidelity Advisor Prime Fund: Daily Money Class 	<ul style="list-style-type: none"> Fidelity Advisor Stable Value Portfolio II 	<ul style="list-style-type: none"> BlackRock Managed Income A Fidelity Advisor Government Investment Fund Class T Fidelity Advisor High Income Advantage Fund Class T Fidelity Advisor Strategic Income Fund Class T PIMCO Foreign Bond R 	<ul style="list-style-type: none"> Fidelity Advisor Strategic Dividend & Income Fund Class T Fidelity Advisor Strategic Real Return Fund Class T 	Large Value	Large Blend	Large Growth	<ul style="list-style-type: none"> Fidelity Advisor Diversified International Fund Class T Fidelity Advisor International Capital Appreciation Fund Class T 	<ul style="list-style-type: none"> Fidelity Advisor Financial Services Fund Class T Fidelity Advisor Health Care Fund Class T Fidelity Advisor Natural Resources Fund Class T Fidelity Advisor Technology Fund Class T 	
				<ul style="list-style-type: none"> Fidelity Advisor Value Leaders Fund Class T 		<ul style="list-style-type: none"> Fidelity Advisor New Insights Fund Class T 			
				Mid Value	Mid Blend	Mid Growth			
						<ul style="list-style-type: none"> Fidelity Advisor Mid Cap Fund Class T 			
				Small Value	Small Blend	Small Growth			
						<ul style="list-style-type: none"> Fidelity Advisor Small Cap Fund Class T 			

Stock values fluctuate in response to the activities of individual companies and general market and economic conditions.

In general, bond prices rise when interest rates fall and vice versa. This effect is usually more pronounced for longer-term securities.

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, and the relative risk of categories may change under certain economic conditions. The spectrum does not represent actual or implied performance.

Additional Investment Options

Fidelity Advisor Freedom FundsSM 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.

More Conservative Potentially less investment risk and more inflation risk					More Aggressive Potentially more investment risk and less inflation risk			
Fidelity Advisor Freedom Income Fund SM Class T	Fidelity Advisor Freedom 2005 Fund SM Class T	Fidelity Advisor Freedom 2010 Fund SM Class T	Fidelity Advisor Freedom 2015 Fund SM Class T	Fidelity Advisor Freedom 2020 Fund SM Class T	Fidelity Advisor Freedom 2025 Fund SM Class T	Fidelity Advisor Freedom 2030 Fund SM Class T	Fidelity Advisor Freedom 2035 Fund SM Class T	Fidelity Advisor Freedom 2040 Fund SM Class T

The Fidelity Advisor Freedom Funds are represented on a separate investment spectrum because each fund (except Fidelity Advisor Freedom Income Fund) will gradually adjust its asset allocation to be more conservative as the fund approaches its target retirement date. Approximately five to ten years after the target date, the asset allocation of each Freedom fund will match the allocation of the Freedom Income Fund. The spectrum illustrates the relative risk and return of each fund as compared with the other funds in the Freedom family. This spectrum does not represent actual or implied performance.

Performance of the Advisor Freedom Funds depends on that of their underlying Fidelity funds. These funds are subject to the volatility of the financial markets in the U.S. and abroad and may be subject to the additional risks associated with investing in high yield, small-cap, and foreign securities.

Strategic Advisers, Inc., a subsidiary of FMR Corp., manages the Fidelity Advisor Freedom Funds.

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DESCRIPTIONS OF INVESTMENT **options**

MONEY MARKET FUNDS

An investment in a money market fund is not insured or guaranteed by the Federal Deposit Insurance Corporation or any other government agency. Although the fund seeks to preserve the value of your investment at \$1.00 per share, it is possible to lose money by investing in the fund.

Fidelity Advisor Prime
Fund: Daily Money
Class
0083

What it is: A money market mutual fund.

Goal: Seeks to obtain as high a level of current income as is consistent with the preservation of capital and liquidity.

What it invests in: FMR invests the fund's assets in U.S. dollar-denominated money market securities of domestic and foreign issuers rated in the highest category by at least two nationally recognized rating services, U.S. Government securities, and repurchase agreements. FMR may also enter into reverse repurchase agreements for the fund. FMR will invest more than 25% of the fund's total assets in the financial services industry. FMR generally maintains the fund's dollar-weighted average maturity at 60 days or less. An investment in a money market fund is not insured or guaranteed by the FDIC or any other government agency. Although money market funds seek to preserve the value of your investment at \$1 per share, it is possible to lose money by investing in these funds. Share price and return will vary.

STABLE VALUE FUNDS

Fidelity Advisor Stable
Value Portfolio II
0771

What it is: "A commingled pool of the Fidelity Group Trust for Employee Benefit Plans (not a mutual fund). Managed by Fidelity Management Trust Company (FMTC).

Goal: The investment objective is to preserve your principal investment while earning interest income. The pool will try to maintain a stable \$1 unit price. However, the pool cannot guarantee this stable unit price, and its yield will fluctuate.

What it invests in: The pool invests in investment contracts issued by insurance companies and other financial institutions, and in fixed income securities as further described below. A portion of the pool is invested in a money market fund to provide daily liquidity. Investment contracts provide for the payment of a specified rate of interest to the pool and for the repayment of principal when the contract matures. Participant withdrawals and exchanges are paid at book value (principal and accrued interest to date) during the term of the contract. Some investment contracts are structured solely as a general debt obligation of the issuer. Other investment contracts ("wrap contracts") are purchased in conjunction with an investment by the pool in fixed income securities, which may include U.S. Treasury bonds, corporate bonds, mortgage-backed securities, asset-backed securities, and bond funds. There is no immediate recognition of investment gains and losses on the fixed income securities. Instead, the gain or loss is recognized over time by adjusting the interest rate credited to the pool under the wrap contract. All investment contracts and fixed income securities purchased for the pool must satisfy the credit quality standards of FMTC. The investment contract and fixed income security commitments are backed solely by the financial resources of the issuer. In addition, investment contract issuers may impose a contract penalty on withdrawals or exchanges from the fund caused by an extraordinary corporate event (layoff, sale of a line of business, etc.). Units of the pool are not guaranteed by FMTC, the plan sponsor, or insured by the FDIC. The pool strives to maintain a \$1 unit price, but cannot guarantee that it will be able to do so, and its yield will fluctuate. The Fidelity Stable Value Portfolio is not a mutual fund but a commingled pool of the Fidelity Group Trust for Employee Benefit Plans, developed exclusively for qualified defined contribution retirement plans. For more information on this investment, please see the FA Stable Value Portfolio Profile. Share price and return will vary.

This fund is only available in participant-directed qualified plans.

BOND FUNDS

In general, bond prices rise when interest rates fall and vice versa. This effect is usually pronounced for longer-term securities.

BlackRock Managed Income A OSUD

What it is: A bond mutual fund.

Goal: Seeks to provide maximize total return, consistent with the income generation and prudent investment management.

What it invests in: Primarily invests in investment grade bonds, and maintains an average portfolio duration that is within 20% of the Lehman Brothers U.S. Aggregate Index. The management team evaluates sectors of the bond market and individual bonds within those sectors. The fund management team selects bonds from several sectors including: U.S. Treasuries and agency securities, commercial and residential mortgage-backed securities, CMOs, asset-backed securities, and corporate bonds. Securities are purchased for the fund when the management team determines that they have the potential for above-average total return. In general, bond prices rise when interest rates fall and vice versa. This effect is usually more pronounced for longer-term securities. Share price and return will vary.

Managed by BlackRock Advisors Inc, which provided the description for this fund.

The Lehman Brothers U.S. Aggregate Index is an unmanaged index comprised of more than 5,000 investment grade taxable bonds and is not available for direct investment.

Fidelity Advisor Government Investment Fund Class T 0167

What it is: A bond mutual fund.

Goal: Seeks to provide a high level of current income.

What it invests in: Normally invests in U.S. Government securities and instruments related to U.S. Government securities. Normally invests at least 80% of its assets in U.S. Government securities and in repurchase agreements for those securities. The fund is managed to have similar overall interest rate risk to an index, which as of 10/31/2003, was the Lehman Brothers Government Bond Index. The fund allocates assets across different market sectors and maturities. Interest rate increases can cause the price of a debt security to decrease. Share price and return will vary.

The Lehman Brothers Government Bond Index is an unmanaged market value-weighted index of U.S. Government and government agency securities (other than mortgage securities) with maturities of one year or more. Issues include all public obligations of the U.S. Treasury (excluding flower bonds and foreign-targeted issues) and U.S. Government agencies and quasi-federal corporations, and corporate debt guaranteed by the U.S. Government.

**Fidelity Advisor High
Income Advantage
Fund Class T**
0165

What it is: A bond mutual fund.

Goal: Seeks to provide a combination of a high level of income and the potential for capital gains.

What it invests in: The fund normally invests primarily in income-producing debt securities, preferred stocks and convertible securities, with an emphasis on lower quality debt securities. Potentially investing in non-income producing securities, including defaulted securities and common stocks. Fidelity Management & Research (FMR) may invest up to 20% of the fund's total assets in common stocks. The fund may invest in companies in troubled or uncertain financial condition. Lower-quality debt securities involve greater risk of default or price changes due to potential changes in the credit quality of the issuer. A 1% short-term trading fee applies to shares held less than 90 days. Share price and return will vary.

**Fidelity Advisor
Strategic Income Fund
Class T**
0638

What it is: A bond mutual fund.

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

What it invests in: Invests primarily in debt securities, including lower-quality debt securities, allocated 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 40% high yield, 30% U.S. Government and investment-grade, 15% emerging markets and 15% foreign developed markets. Potentially investing in equity securities. Lower-quality debt securities 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 are magnified in emerging markets. Nondiversified funds invest a greater portion of assets in securities of individual issuers and therefore tend to be more volatile than diversified funds and the market as a whole. Share price and return will vary.

PIMCO Foreign Bond R
OSKF

What it is: An international/global mutual fund.

Goal: Seeks to provide maximum total return, consistent with preservation of capital and prudent investment management.

What it invests in: Primarily invests in high-quality, non-U.S. intermediate-term bonds. As over half of the world's fixed-income securities are issued outside of the U.S., the Fund adds diversification to any bond portfolio. Foreign investments, especially those in emerging markets, involve greater risk and may offer greater potential returns than U. S. investments. These risks include political and economic uncertainties of foreign countries, as well as the risk of currency fluctuation. A 2% short-term trading fee applies to shares held less than 30 days. Share price and return will vary.

Managed by Pacific Investment Management Company LLC, which provided the description for this fund.

BALANCED/HYBRID FUNDS

Stock values fluctuate in response to the activities of individual companies and general market and economic conditions. In general, bond prices rise when interest rates fall and vice versa. This effect is usually pronounced for longer-term securities.

**Fidelity Advisor
Strategic Dividend &
Income Fund Class T**
1324

What it is: A domestic equities mutual fund.

Goal: Seeks to provide reasonable income. The fund will also consider the potential for capital appreciation.

What it invests in: Normally investing at least 80% of assets in equity securities. Allocating the fund's assets among four general investment categories: common stocks, REITs and other real estate related investments, convertible securities and preferred stocks. The fund will use a neutral mix of approximately 50% common stocks, 15% REITs and other real estate related investments, 15% convertible securities and 20% preferred stocks. Investing the fund's assets with a focus on equity securities that pay current dividends and show potential for capital appreciation, tends to lead to investments in "value" stocks in the common stock category. The fund may have additional volatility because it can invest a significant portion of assets in securities of individual issuers. Share price and return will vary.

**Fidelity Advisor
Strategic Real Return
Fund Class T**
1489

What it is: A bond mutual fund.

Goal: Seeks to provide real return consistent with reasonable investment risk.

What it invests in: Normally allocates the fund's assets among four general categories: inflation-protected debt securities, floating rate loans, commodity-linked notes and related investments, and real estate investment trusts (REITs) and other real estate related investments. The fund's neutral mix, or the benchmark for its combination of investments in each category over time, is approximately 30% inflation-protected debt securities, 25% floating rate loans, 25% commodity-linked notes, and related investments and 20 % REITs and other real estate related investments. The Fund's allocation is reviewed regularly, and changes are made gradually over time to favor investments that provide the most favorable outlook for achieving the fund's objective. Lower-quality bonds can be more volatile and have greater risk of default than higher-quality bonds. Floating rate loans may not be fully collateralized and therefore may decline significantly in value. Changes in real estate values or economic downturns can have a significant negative effect on issuers in the real estate industry. Commodity-linked investments may be more volatile and less liquid than the underlying instruments or measures, and their value may be affected by the performance of the overall commodities baskets as well as weather, disease, and regulatory developments. Increases in real interest rates can cause the price of inflation-protected debt securities to decrease. A .75% short-term trading fee applies to shares held less than 60 days. Share price and return will vary.

DOMESTIC EQUITY FUNDS

Stock values fluctuate in response to the activities of individual companies and general market and economic conditions.

Fidelity Advisor Mid Cap Fund Class T 0531

What it is: A domestic equities mutual fund.

Goal: Seeks to provide long-term growth of capital.

What it invests in: Normally investing primarily in common stocks. Normally invests at least 80% of assets in securities of companies with medium market capitalizations, which for the purpose of this fund, are those with market capitalizations similar to companies in the Russell Midcap[®] Index or the Standard & Poor's Midcap 400 Index (S&P MidCap 400). Potentially investing in companies with smaller or larger market capitalizations. Invests in domestic and foreign issuers. Invests in either 'growth' stocks or 'value' stocks or both. Investments in smaller companies may involve greater risks than those in larger, more well known companies. Share price and return will vary.

The Russell Midcap Index is an unmanaged market capitalization-weighted index of 800 medium-capitalization stocks. The stocks are also members of the Russell 1000[®] index.

This fund is closed to most new accounts. Participants may continue to invest in this fund if it is already offered through their plan.

The S&P MidCap 400 is an unmanaged index generally representative of the U.S. mid cap market as a whole, representing all major industries. S&P MidCap 400 is a registered service mark of Standard & Poor's Corporation, which does not sponsor and is no way affiliated to the fund.

Fidelity Advisor New Insights Fund Class T 1280

What it is: A domestic equities mutual fund.

Goal: Seeks to provide capital appreciation.

What it invests in: FMR invests the fund's assets in securities of companies whose value it believes is not fully recognized by the public. Types of companies in which the fund may invest include companies experiencing positive fundamental change, such as a new management team or product launch and companies that are undervalued in relation to securities of other companies in the same industry. Invests in 'growth' stocks, 'value' stocks, or both. Foreign securities are subject to interest rate, currency exchange rate, economic, and political risks, all of which are magnified in emerging markets. The securities of smaller, less well-known companies can be more volatile than those of larger companies. Share price and return will vary.

**Fidelity Advisor Small
Cap Fund Class T**
0299

What it is: A domestic equities mutual fund.

Goal: Seeks to provide long-term growth of capital.

What it invests in: Normally invests primarily in common stocks. The fund normally invests at least 80% of assets in securities of companies with small market capitalizations (those with market capitalizations similar to companies in the Russell 2000® Index or the Standard & Poor's SmallCap 600 Index). The fund invests in either 'growth' stocks or 'value' stocks or both. The fund invests in domestic and foreign issuers. Investments in smaller companies may involve greater risks than those in larger, more well known companies. Share price and return will vary.

The Russell 2000 Index is an unmanaged market capitalization-weighted index of 2,000 small company stocks.

The S&P SmallCap 600 is an unmanaged index generally representative of the U.S. small cap market as a whole, representing all major industries. S&P SmallCap 600 is a registered service mark of Standard & Poor's Corporation, which does not sponsor and is no way affiliated to the fund.

**Fidelity Advisor Value
Leaders Fund Class T**
1269

What it is: A domestic equities mutual fund.

Goal: Seeks to provide capital appreciation.

What it invests in: Normally investing primarily in common stocks of well-known and established companies. Normally investing at least 80% of assets in blue chip companies (companies whose stock is included in the Standard & Poor's 500® Index or the Dow Jones Industrial Average (DJIA), and companies with market capitalizations of at least \$1 billion if not included in either index). The fund invests 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 these companies are often called 'value' stocks). It invests in securities of domestic and foreign issuers. Value stocks tend to be inexpensive relative to their earnings or assets compared to other types of stocks. However, value stocks can continue to be inexpensive for long periods of time and may not ever realize their full value. Share price and return will vary.

The S&P 500 Index is a registered service mark of The McGraw-Hill Companies, Inc., and has been licensed for use by Fidelity Distributors Corporation and its affiliates. It is an unmanaged index of the common stock prices of 500 widely held U.S. stocks that includes the reinvestment of dividends.

INTERNATIONAL/GLOBAL FUNDS

Foreign investments incur greater risk than U.S. investments, including political and economic risks and the risk of currency fluctuation, all of which are magnified in emerging markets.

**Fidelity Advisor
Diversified International
Fund Class T**
0735

What it is: An international/global mutual fund.

Goal: Seeks to provide capital growth.

What it invests in: Normally invests primarily in non-U.S. securities, primarily in common stocks. Foreign investments, especially those in emerging markets, involve greater risk and may offer greater potential returns than U.S. investments. This risk includes political and economic uncertainties of foreign countries, as well as the risk of currency fluctuation. A 1% short-term trading fee applies to shares held less than 30 days. Share price and return will vary.

**Fidelity Advisor
International Capital
Appreciation Fund
Class T**
0292

What it is: An international/global mutual fund.

Goal: Seeks to provide capital appreciation.

What it invests in: Normally invests primarily in non-U.S. securities. Normally invest primarily in common stocks. Foreign investments, especially those in emerging markets, involve greater risk and may offer greater potential returns than U.S. investments. This risk includes political and economic uncertainties of foreign countries, as well as the risk of currency fluctuation. A 1% short-term trading fee applies to shares held less than 30 days. Share price and return will vary.

SPECIALTY FUNDS

**Fidelity Advisor
Financial Services Fund
Class T**
0193

What it is: A specialty mutual fund.

Goal: Seeks to provide capital appreciation.

What it invests in: Normally investing primarily in common stocks. The fund normally invests at least 80% of its assets in securities of companies principally engaged in providing financial services to consumers and industry. FMR may invest in securities of foreign and domestic issuers. Focus funds can be more volatile because of their narrow concentration in a specific industry. The fund may have additional volatility because it can invest a significant portion of assets in securities of individual issuers. A 1% short-term trading fee applies to shares held less than 60 days. Share price and return will vary.

**Fidelity Advisor Health
Care Fund Class T**
0191

What it is: A specialty mutual fund.

Goal: Seeks to provide capital appreciation.

What it invests in: Normally investing primarily in common stocks. The fund normally invests at least 80% of assets in securities of companies principally engaged in the design, manufacture, or sale of products or services used for or in connection with health care or medicine. FMR may invest in securities of foreign and domestic issuers. Focus funds can be more volatile because of their narrow concentration in a specific industry. The fund may have additional volatility because it can invest a significant portion of assets in securities of individual issuers. A 1% short-term trading fee applies to shares held less than 60 days. Share price and return will vary.

**Fidelity Advisor Natural
Resources Fund Class T**
0166

What it is: A specialty mutual fund.

Goal: Seeks to provide long-term growth of capital and protection of the purchasing power of shareholders' capital.

What it invests in: Normally investing primarily in common stocks and in certain precious metals. The fund normally invests at least 80% of assets in securities of companies principally engaged in owning or developing natural resources, or supply goods and services to such companies, or in physical commodities. The fund may invest in securities of foreign and domestic issuers. Focus funds can be more volatile because of their narrow concentration in a specific industry. The fund may have additional volatility because it can invest a significant portion of assets in securities of individual issuers. A 1% short-term trading fee applies to shares held less than 60 days. Share price and return will vary.

**Fidelity Advisor
Technology Fund Class T**
0192

What it is: A specialty mutual fund.

Goal: Seeks to provide capital appreciation.

What it invests in: Normally investing primarily in common stocks. The fund normally invests at least 80% of assets in securities of companies principally engaged in offering, using, or developing products, processes, or services that will provide or will benefit significantly from technological advances and improvements. FMR may invest in securities of foreign and domestic issuers. Focus funds can be more volatile because of their narrow concentration in a specific industry. The fund may have additional volatility because it can invest a significant portion of assets in securities of individual issuers. A 1% short-term trading fee applies to shares held less than 60 days. Share price and return will vary.

FREEDOM FUNDS

Performance of the Advisor Freedom Funds depends on that of their underlying Fidelity funds. These funds are subject to the volatility of the financial markets in the U.S. and abroad and may be subject to the additional risks associated with investing in high yield, small-cap and foreign securities.

**Fidelity Advisor
Freedom 2005 Class T
1294**

What it is: A mutual fund that invests in stock, bond and money market funds.

Goal: Seeks to provide high total return with a secondary objective of principal preservation as the fund approaches its target date and beyond.

What it invests in: Invests in a combination of Fidelity equity, fixed-income, and money market funds (underlying Fidelity Funds) and allocates its assets among these funds according to an asset allocation strategy. Having met its target date, Advisor 2005 continues becoming more conservative for 5-10 years, until the asset mix is approximately the same as the Advisor Freedom Income Fund. Ultimately, the funds will merge. Targeted to investors expected to retire around the year 2005. The Advisor Freedom Funds are subject to the risks of their underlying funds, including the volatility of the financial markets in the U.S. and abroad, as well as the additional risks associated with investing in high yield, small-cap, and foreign securities. Share price and return will vary.

**Fidelity Advisor
Freedom 2010 Class T
1187**

What it is: A mutual fund that invests in stock, bond and money market funds.

Goal: Seeks to provide high total return with a secondary objective of principal preservation as the fund approaches its target date and beyond.

What it invests in: Invests in a combination of Fidelity equity, fixed-income, and money market funds (underlying Fidelity Funds) and allocates its assets among these funds according to an asset allocation strategy. Having met its target date, Advisor 2010 continues becoming more conservative for 5-10 years, until the asset mix is approximately the same as the Advisor Freedom Income Fund. Ultimately, the funds will merge. Targeted to investors expected to retire around the year 2010. The Advisor Freedom Funds are subject to the risks of their underlying funds, including the volatility of the financial markets in the U.S. and abroad, as well as the additional risks associated with investing in high yield, small-cap, and foreign securities. Share price and return will vary.

**Fidelity Advisor
Freedom 2015 Class T
1299**

What it is: A mutual fund that invests in stock, bond and money market funds.

Goal: Seeks to provide high total return with a secondary objective of principal preservation as the fund approaches its target date and beyond.

What it invests in: Invests in a combination of Fidelity equity, fixed-income, and money market funds (underlying Fidelity Funds) and allocates its assets among these funds according to an asset allocation strategy. Having met its target date, Advisor 2015 continues becoming more conservative for 5-10 years, until the asset mix is approximately the same as the Advisor Freedom Income Fund. Ultimately, the funds will merge. Targeted to investors expected to retire around the year 2015. The Advisor Freedom Funds are subject to the risks of their underlying funds, including the volatility of the financial markets in the U.S. and abroad, as well as the additional risks associated with investing in high yield, small-cap, and foreign securities. Share price and return will vary.

**Fidelity Advisor
Freedom 2020 Class T
1192**

What it is: A mutual fund that invests in stock, bond and money market funds.

Goal: Seeks to provide high total return with a secondary objective of principal preservation as the fund approaches its target date and beyond.

What it invests in: Invests in a combination of Fidelity equity, fixed-income, and money market funds (underlying Fidelity Funds) and allocates its assets among these funds according to an asset allocation strategy. Having met its target date, Advisor 2020 continues becoming more conservative for 5-10 years, until the asset mix is approximately the same as the Advisor Freedom Income Fund. Ultimately, the funds will merge. Targeted to investors expected to retire around the year 2020. The Advisor Freedom Funds are subject to the risks of their underlying funds, including the volatility of the financial markets in the U.S. and abroad, as well as the additional risks associated with investing in high yield, small-cap, and foreign securities. Share price and return will vary.

**Fidelity Advisor
Freedom 2025 Class T
1305**

What it is: A mutual fund that invests in stock, bond and money market funds.

Goal: Seeks to provide high total return with a secondary objective of principal preservation as the fund approaches its target date and beyond.

What it invests in: Invests in a combination of Fidelity equity, fixed-income, and money market funds (underlying Fidelity Funds) and allocates its assets among these funds according to an asset allocation strategy. Having met its target date, Advisor 2025 continues becoming more conservative for 5-10 years, until the asset mix is approximately the same as the Advisor Freedom Income Fund. Ultimately, the funds will merge. Targeted to investors expected to retire around the year 2025. The Advisor Freedom Funds are subject to the risks of their underlying funds, including the volatility of the financial markets in the U.S. and abroad, as well as the additional risks associated with investing in high yield, small-cap, and foreign securities. Share price and return will vary.

**Fidelity Advisor
Freedom 2030 Class T**
1197

What it is: A mutual fund that invests in stock, bond and money market funds.

Goal: Seeks to provide high total return with a secondary objective of principal preservation as the fund approaches its target date and beyond.

What it invests in: Invests in a combination of Fidelity equity, fixed-income, and money market funds (underlying Fidelity Funds) and allocates its assets among these funds according to an asset allocation strategy. Having met its target date, Advisor 2030 continues becoming more conservative for 5-10 years, until the asset mix is approximately the same as the Advisor Freedom Income Fund. Ultimately, the funds will merge. Targeted to investors expected to retire around the year 2030. The Advisor Freedom Funds are subject to the risks of their underlying funds, including the volatility of the financial markets in the U.S. and abroad, as well as the additional risks associated with investing in high yield, small-cap, and foreign securities. Share price and return will vary.

**Fidelity Advisor
Freedom 2035 Class T**
1310

What it is: A mutual fund that invests in stock, bond and money market funds.

Goal: Seeks to provide high total return with a secondary objective of principal preservation as the fund approaches its target date and beyond.

What it invests in: Invests in a combination of Fidelity equity, fixed-income, and money market funds (underlying Fidelity Funds) and allocates its assets among these funds according to an asset allocation strategy. Having met its target date, Advisor 2035 continues becoming more conservative for 5-10 years, until the asset mix is approximately the same as the Advisor Freedom Income Fund. Ultimately, the funds will merge. Targeted to investors expected to retire around the year 2035. The Advisor Freedom Funds are subject to the risks of their underlying funds, including the volatility of the financial markets in the U.S. and abroad, as well as the additional risks associated with investing in high yield, small-cap, and foreign securities. Share price and return will vary.

**Fidelity Advisor
Freedom 2040 Class T**
1203

What it is: A mutual fund that invests in stock, bond and money market funds.

Goal: Seeks to provide high total return with a secondary objective of principal preservation as the fund approaches its target date and beyond.

What it invests in: Invests in a combination of Fidelity equity, fixed-income, and money market funds (underlying Fidelity Funds) and allocates its assets among these funds according to an asset allocation strategy. Having met its target date, Advisor 2040 continues becoming more conservative for 5-10 years, until the asset mix is approximately the same as the Advisor Freedom Income Fund. Ultimately, the funds will merge. Targeted to investors expected to retire around the year 2040. The Advisor Freedom Funds are subject to the risks of their underlying funds, including the volatility of the financial markets in the U.S. and abroad, as well as the additional risks associated with investing in high yield, small-cap, and foreign securities. Share price and return will vary.

**Fidelity Advisor
Freedom Income Fund
Class T
1208**

What it is: A mutual fund that invests in stock, bond and money market funds.

Goal: Seeks to provide high total return with a secondary objective of principal preservation as the fund approaches its target date and beyond.

What it invests in: Invests in a combination of Fidelity equity, fixed income, and money market funds (underlying Fidelity Funds) and allocates its assets according to a stable asset allocation strategy designed for investors already in retirement. The Advisor Freedom Funds are subject to the risks of their underlying funds, including the volatility of the financial markets in the U.S. and abroad, as well as the additional risks associated with investing in high yield, small-cap, and foreign securities. Share price and return will vary.

NEXT **steps**

To learn more about Woods Powr-Grip Co., Inc. 401(k) Profit Sharing Plan and Trust and to enroll, just follow these simple steps:

Step 1: Review the features of your retirement savings plan summarized in this Enrollment guide. For additional information about your Plan after you have enrolled, visit www.401kxpress.com and click “Access my Benefits” or contact your employer’s Plan Administrator.

Step 2: Determine the contribution amount that will be deducted from your pay each payroll period.

Step 3: Decide how you want to invest your contributions. First, you may want to consider developing an investment strategy designed to meet your individual needs. The Investor Profile Questionnaire provided in this Guide can help you. Second, review your plan’s investment options to select where your contributions will be invested. You may also wish to work with your plan’s financial advisor.

Step 4: Complete, sign and submit the applicable forms. Follow the submission instructions on the forms provided to you in this booklet.

Sign and return the form to your benefits department.

For your convenience we have also included a rollover contribution form to assist you with rolling over assets from a prior employer’s eligible retirement plan into this plan if you should so choose.

Enroll today, and start saving for your retirement.

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ENROLLMENT FORM

Plan Name: Woods Powr-Grip Co., Inc. 401(k) Profit Sharing Plan and Trust

Plan Number: 28201

Participant's Social Security Number: _____ - _____ - _____

Participant Information

Participant Name: _____
Last First Middle Initial

Participant Address: _____
Street

City State Zip

Hire Date: _____ Birth Date: _____

I want to: (Select one) ☐ Enroll ☐ Re-enroll ☐ Waive my right to make pretax contributions at this time

Pretax Contribution Information

Please indicate the amount or percentage you wish to defer from your salary each payroll period. If you are or will be age 50 or older by the end of the calendar year, you are permitted to defer an additional amount in excess of the limits you would otherwise be subject to. Such catch-up contributions are subject to annual limits provided under Code Section 414(v). For additional information on catch-up contributions, please check with your Employer or Investment Professional.

I elect to contribute each payroll period the following whole percentage of my eligible Compensation or the following flat dollar amount on a **PRETAX** basis: _____% or \$_____.

(Your election cannot exceed 90 % of your eligible Compensation for each payroll period in question. Eligible compensation under the Plan is limited to the applicable dollar limit in effect under federal law for the Plan Year. Your total pretax contributions for the calendar year cannot exceed the applicable dollar limit in effect under federal law for the Plan Year.)

Investment Elections

I choose to invest my Account as follows:

(Indicate a whole percentage for each fund. The TOTAL of the percentages invested in all funds must equal 100%.)

<u>Permissible Investment Option</u>	<u>Name</u>	<u>Investment Option No.</u>	<u>Percentage</u>
1	Fidelity Advisor Prime Fund: Daily Money Class	0083	_____
2	Fidelity Advisor Stable Value Portfolio II	0771	_____
3	Fidelity Advisor Government Investment Fund Class T	0167	_____
4	BlackRock Managed Income A	OSUD	_____
5	Fidelity Advisor Strategic Income Fund Class T	0638	_____
6	Fidelity Advisor High Income Advantage Fund Class T	0165	_____
7	PIMCO Foreign Bond R	OSKF	_____
8	Fidelity Advisor Strategic Dividend & Income Fund Class T	1324	_____
9	Fidelity Advisor Strategic Real Return Fund Class T	1489	_____
10	Fidelity Advisor Value Leaders Fund Class T	1269	_____
11	Fidelity Advisor New Insights Fund Class T	1280	_____
12	Fidelity Advisor Mid Cap Fund Class T	0531	_____
13	Fidelity Advisor Small Cap Fund Class T	0299	_____
14	Fidelity Advisor Diversified International Fund Class T	0735	_____
15	Fidelity Advisor International Capital Appreciation Fund Class T	0292	_____
16	Fidelity Advisor Financial Services Fund Class T	0193	_____
17	Fidelity Advisor Health Care Fund Class T	0191	_____
18	Fidelity Advisor Natural Resources Fund Class T	0166	_____

19	Fidelity Advisor Technology Fund Class T	0192	_____
20	Fidelity Advisor Freedom 2010 Class T	1187	_____
21	Fidelity Advisor Freedom 2020 Class T	1192	_____
22	Fidelity Advisor Freedom 2030 Class T	1197	_____
23	Fidelity Advisor Freedom 2040 Class T	1203	_____
24	Fidelity Advisor Freedom Income Fund Class T	1208	_____
25	Fidelity Advisor Freedom 2005 Class T	1294	_____
26	Fidelity Advisor Freedom 2015 Class T	1299	_____
27	Fidelity Advisor Freedom 2025 Class T	1305	_____
28	Fidelity Advisor Freedom 2035 Class T	1310	_____

Total 100%

Signatures

I understand that my contribution election will become effective on the first payroll period that my Employer can reasonably process it and that my contribution election will continue in effect until I change or revoke it or terminate my employment. I hereby certify that the above Participant information is true, accurate, and complete, and I authorize my Employer to reduce my eligible Compensation by the amount or percentage(s) indicated in the Pretax Contribution Information section above and to make a contribution to the Plan on my behalf. I understand that my Plan permits catch-up contributions and if I am age 50 or older during the calendar year, any amounts in excess of otherwise applicable limits shall be treated as a catch-up contribution to the extent permitted under Code Section 414(v). I understand that I have the right to obtain a prospectus for more information about the Plan's investment options by contacting Fidelity at 1-800-294-4015.

I understand that the investment elections indicated above will apply to all contributions on my behalf to this Plan and these investment elections will continue in effect until I change them.

PARTICIPANT _____ **DATE** _____

As Plan Administrator I hereby acknowledge receipt of this form.

PLAN ADMINISTRATOR _____ **DATE** _____

Note: The Plan Administrator must provide the information on this form to Fidelity in an acceptable media before any contributions can be made on behalf of this Participant.

For Plan Administrator Use Only

Participation Date: _____ Vesting Date: _____
 Years of Service: _____ Division: _____
 Employee No.: _____

Form Completion Checklist (For Plan Sponsor Use Only)

- | | |
|---|---|
| <input type="checkbox"/> Participant's Social Security number | <input type="checkbox"/> Participant signature |
| <input type="checkbox"/> Investment elections (whole percentages totaling 100%) | <input type="checkbox"/> Plan Administrator signature |
| <input type="checkbox"/> Deferral election present | |

DESIGNATION OF BENEFICIARY FORM

Plan Name: Woods Powr-Grip Co., Inc. 401(k) Profit Sharing Plan and Trust **Plan Number:** 28201
Participant's Social Security Number _____ - _____ - _____

Participant Information

Note: The accompanying instructions are an integral part of this form and you should use them to assist you.

Name: _____
Last First Middle Initial
Address: _____
Street
City State Zip
Marital Status: Single ☐ Married ☐

Primary Beneficiary(ies)

I understand that if I am married, my spouse shall automatically be my designated Beneficiary unless I elect otherwise and my spouse consents to such election. I hereby designate the following person or persons as primary Beneficiaries of my Account under the Plan payable in the event of my death.

Name: _____
Social Security Number: _____
Address: _____
Date of Birth: _____
Relationship to Participant: _____
Percentage: _____

Name: _____
Social Security Number: _____
Address: _____
Date of Birth: _____
Relationship to Participant: _____
Percentage: _____

The total of the percentages cannot exceed 100%. When more than one Beneficiary is designated and no percentage is specified, payment will be made in equal shares to each surviving Beneficiary, or all to the last surviving Beneficiary.

Contingent Beneficiary(ies)

In the event that there is no living primary Beneficiary at my death, I hereby designate the following person or persons as contingent Beneficiaries of my Account:

Name: _____
Social Security Number: _____
Address: _____
Date of Birth: _____
Relationship to Participant: _____
Percentage: _____

Name: _____
Social Security Number: _____
Address: _____
Date of Birth: _____
Relationship to Participant: _____
Percentage: _____

The total of the percentages cannot exceed 100%. When more than one Beneficiary is designated and no percentage is specified, payment will be made in equal shares to each surviving Beneficiary, or all to the last surviving Beneficiary.

Signatures

I understand that if there is no designated Beneficiary upon my death, payment of my Account shall be made to my surviving spouse, or, if none, my estate. I reserve the right to revoke or change any Beneficiary designation. By designating the Beneficiary(ies) above, I hereby revoke all my prior designations (if any) of primary and contingent Beneficiaries.

(NOTE: IF YOU ARE MARRIED, SEE THE REVERSE SIDE OF THIS FORM FOR APPLICABLE SPOUSAL CONSENT REQUIREMENTS.)

Please return this form to the Plan Administrator after you have completed it.

PARTICIPANT _____ **DATE** _____

As Plan Administrator I hereby acknowledge receipt of this form.

PLAN ADMINISTRATOR _____ **DATE** _____

Note: The Plan Administrator will maintain possession of this form.

If your spouse is not your Designated Primary Beneficiary, then this Designation of Beneficiary is invalid without the consent of your spouse unless your spouse waived the right to consent to any change in the Beneficiary designation under a prior Beneficiary designation.

Consent of Spouse

I acknowledge that I am the spouse of the Participant named on the reverse side of this form. I hereby certify that I have read this Designation of Beneficiary Form and understand that I possess a beneficial interest in my spouse's Account under the Plan if I survive him/her. I hereby acknowledge and consent to the Designation of Beneficiary on the reverse side of this form. My consent shall be irrevocable unless my spouse subsequently changes the Designation of Beneficiary. If my spouse changes the designation, {Choose (a) or (b)}:

- ☐ (a) I understand I must sign a new consent to the new designation for it to be effective.
- ☐ (b) I waive my right to consent to any future change in designation. I understand I have the right to restrict my consent only to the Beneficiary designated on the reverse side of this form by checking box (a).

I have executed this consent this _____ day of _____, _____.

Signature of Participant's Spouse
(Must be witnessed by a Plan Representative or a Notary Public)

Plan Representation

Signature of spouse witnessed this _____ day of _____, _____, in the presence of:

Plan Representative

(Print Name)

OR

Notary Public

STATE OF _____
(ss.)
COUNTY OF _____

On this _____ day of _____, _____, before me appeared _____ who acknowledged herself or himself to be the person who executed the consent set forth above and acknowledged the consent to be his or her free act and deed.

Notary Public

My Commission Expires: _____

INSTRUCTIONS FOR DESIGNATING OR CHANGING BENEFICIARY

General Instruction

These instructions will assist you, the Participant, in properly completing the Primary and Contingent Beneficiary Section(s) of the Designation of Beneficiary Form.

- (1) To designate one person, insert the name and relationship in the spaces provided. If your Beneficiary is not related to you, show relationship as "Friend." If you are married and wish to designate someone other than your spouse as a Beneficiary, please refer to the "Spousal Consent" section below.
- (2) If you wish to name your estate, insert "Estate" in the blank space.
- (3) If you wish to designate a trust, insert the name of the trustee and trust in the blank space using language similar to the following example:
 - To X Bank as Trustee, or its successor Trustee, of the John E. Jones Trust dated the 26th day of June, 2006, including any amendments to the Trust.
- (4) If you wish to designate more than one Beneficiary, here are the most common examples:
 - Three or more beneficiaries: James O. Jones, brother
Paul A. Jones, brother
Jane A. Smith, sister
 - Unborn children: My children living at my death

Note: Unless you provide otherwise in completing the Designation of Beneficiary Form, the Trustee will pay all sums payable to more than one Beneficiary equally to the living Beneficiaries.
- (5) Contingent Beneficiaries receive benefits only if all named primary Beneficiaries die before you.

Spousal Consent

If you are married and your spouse is not designated as your primary Beneficiary, then your Beneficiary designation is invalid without the consent of your spouse unless, under a prior Beneficiary designation, your spouse waived the right to consent to any change in the Beneficiary designation. Your spouse's consent must be witnessed by a Plan Representative or a Notary Public.

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ROLLOVER CONTRIBUTION FORM

Plan Name: Woods Powr-Grip Co., Inc. 401(k) Profit Sharing Plan and Trust

Plan Number: 28201

Participant's Social Security Number _____ - _____ - _____

Employee Information

Participant Name: _____

Last First Middle Initial

Participant Address: _____

Street

City State Zip

Division: _____ Hire Date: _____ Birth Date: _____

Rollover Contribution Information

I request that the amounts below be rolled into my current Employer's Plan. (Rollover Contributions may only be made in the form of cash or allowable mutual fund shares.) I have attached a **certified check, money order, or check** from the prior trustee, **made payable to "Fidelity Management Trust Company as Trustee,"** and it represents one of the following:

	Rollover Type	Description	Fidelity Code	Dollar Amount
Pretax	401(a)	A distribution from a prior employer's qualified 401(a) Plan	1K	\$
	403(b)*	A distribution from a previous employer's 403(b) Plan	3B	\$
	Rollover IRA	A distribution from a Rollover Individual Retirement Account which consists solely of an "eligible rollover distribution" from a qualified Plan and earnings thereon ("Conduit IRA")	IC	\$
	Traditional IRA*	A distribution of deductible annual IRA contributions and any earnings from a Traditional Individual Retirement Account, or a distribution of 403(b) or governmental 457(b) assets previously rolled into an IRA ("Non-Conduit IRA")	IN	\$
	Gov't 457(b)*	A distribution from a Governmental 457(b) retirement Plan	7G	\$
Total Amount of Rollover (Verify this sum equals the amount of the checks)				\$

*Making Rollover Contributions to your current Employer's Plan which consist of assets other than qualified 401(a) Plan assets may result in the loss of favorable capital gains or 10-year income averaging tax treatment associated with lump sum distributions from your current Plan balance. If you may be eligible for this special tax treatment, you should consult your tax advisor and carefully consider the impact of making a Rollover Contribution to your Employer's Plan.

Note: A distribution of eligible rollover assets paid directly to you must be received by Fidelity as a Rollover Contribution within 60 days of your receipt of such distribution. The Plan Administrator reserves the right to require sufficient evidence that your distribution is from an eligible retirement Plan or a Conduit IRA containing only eligible rollover assets. In general, any Rollover Contribution you make to the Plan will be subject to the Plan's distribution options.

Investment Elections

I choose to invest my Rollover Contribution as follows:

(Indicate a whole percentage for each fund. The TOTAL of the percentages invested in all funds must equal 100%.)

<u>Permissible Investment Option</u>	<u>Name</u>	<u>Investment Option No.</u>	<u>Percentage</u>
1	Fidelity Advisor Prime Fund: Daily Money Class	0083	_____

2	Fidelity Advisor Stable Value Portfolio II	0771	_____
3	Fidelity Advisor Government Investment Fund Class T	0167	_____
4	BlackRock Managed Income A	OSUD	_____
5	Fidelity Advisor Strategic Income Fund Class T	0638	_____
6	Fidelity Advisor High Income Advantage Fund Class T	0165	_____
7	PIMCO Foreign Bond R	OSKF	_____
8	Fidelity Advisor Strategic Dividend & Income Fund Class T	1324	_____
9	Fidelity Advisor Strategic Real Return Fund Class T	1489	_____
10	Fidelity Advisor Value Leaders Fund Class T	1269	_____
11	Fidelity Advisor New Insights Fund Class T	1280	_____
12	Fidelity Advisor Mid Cap Fund Class T	0531	_____
13	Fidelity Advisor Small Cap Fund Class T	0299	_____
14	Fidelity Advisor Diversified International Fund Class T	0735	_____
15	Fidelity Advisor International Capital Appreciation Fund Class T	0292	_____
16	Fidelity Advisor Financial Services Fund Class T	0193	_____
17	Fidelity Advisor Health Care Fund Class T	0191	_____
18	Fidelity Advisor Natural Resources Fund Class T	0166	_____
19	Fidelity Advisor Technology Fund Class T	0192	_____
20	Fidelity Advisor Freedom 2010 Class T	1187	_____
21	Fidelity Advisor Freedom 2020 Class T	1192	_____
22	Fidelity Advisor Freedom 2030 Class T	1197	_____
23	Fidelity Advisor Freedom 2040 Class T	1203	_____
24	Fidelity Advisor Freedom Income Fund Class T	1208	_____
25	Fidelity Advisor Freedom 2005 Class T	1294	_____
26	Fidelity Advisor Freedom 2015 Class T	1299	_____
27	Fidelity Advisor Freedom 2025 Class T	1305	_____
28	Fidelity Advisor Freedom 2035 Class T	1310	_____
		TOTAL	100%

Note: Your investment elections above will only apply to your Rollover Contribution and not your current Plan assets in your Account.

Signatures

I understand that I must satisfy the Plan's eligibility and entry date requirements to become an Active Participant in the Plan. If I have commingled assets in my Plan Account, I understand that there may be associated tax consequences. I hereby certify that the information on this form is true, accurate, and complete.

PARTICIPANT _____ **DATE** _____

As Plan Administrator I authorize the Participant's Rollover Contribution.

PLAN ADMINISTRATOR _____ **DATE** _____

Participant, please return the completed form and your rollover check to your benefits department.

Form Completion Checklist (For Plan Sponsor Use Only)

Before submitting this form please verify that you have included the following information:

- | | |
|---|---|
| <input type="checkbox"/> Participant's Social Security number | <input type="checkbox"/> Participant signature |
| <input type="checkbox"/> Investment Elections (Whole percentages totaling 100%) | <input type="checkbox"/> Plan Administrator signature |

For Plan Sponsor Use Only:

Please mail the Rollover form and check to:
Fidelity Investments-Client Services ECM
P.O. Box 770001
Cincinnati, OH 45277-0026

FOOTNOTES:

This document provides only a summary of the main features of Woods Powr-Grip Co., Inc. 401(k) Profit Sharing Plan and Trust, and the Plan document will govern in the event of any discrepancy. This document is not a Summary Plan Description.

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

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

Non-Fidelity mutual funds are managed by non-Fidelity entities. Please consult the prospectus for more information. Class of shares may vary. Please consult your Summary Plan Description for the specific class of shares available through your Plan.

Fidelity Management & Research Company manages Fidelity Advisor mutual funds.

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

Not FDIC insured • May lose value • No bank guarantee
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Please carefully consider the funds' investment objectives, risks, charges, and expenses before investing. For this and other information, call your investment professional for a free prospectus or visit advisor.fidelity.com for a free Fidelity Advisor Fund prospectus. Read it carefully before you make your investment choices.

first | PERSON

