

No. 18-1116

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IN THE  
**Supreme Court of the United States**

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INTEL CORPORATION INVESTMENT POLICY COMMITTEE,  
ET AL.,

*Petitioners,*

v.

CHRISTOPHER M. SULYMA,

*Respondent.*

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**On Writ of Certiorari to the United States Court  
of Appeals for the Ninth Circuit**

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**JOINT APPENDIX VOLUME II**

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# 2010 Summary Plan Description

The Intel Corporation 401(k) Savings Plan

The Intel Corporation Profit-Sharing Plan

Intel Corporation Defined Benefit Pension Plan

January, 2010

*The information contained herein has been provided by Intel Corporation and is solely the responsibility of Intel Corporation. The information in this SPD is also available in Chapter 18 of the 2010 T-Comp Handbook.*

## 401(k) Savings Plan

### Topics

- [401\(k\) Savings Plan Overview](#)
- [Participation](#)
- [Enrolling in the 401\(k\) Savings Plan](#)
- [Vesting in the 401\(k\) Savings Plan](#)
- [Automatic Enrollment](#)
- [Contributions](#)
- [Annual Increase Program](#)
- [Investment Options](#)

### 401(k) Savings Plan Overview

The 401(k) Savings Plan provides a long-term savings vehicle that allows you to put aside a portion of your eligible pay. Your participation in the 401(k) Savings Plan is crucial to saving for an adequate retirement. The earlier you make a commitment to your retirement savings, the greater benefit you will derive from your 401(k) Savings Plan account.

### Participation

You are eligible to participate in the 401(k) Savings Plan once you satisfy the conditions outlined in the [Eligibility](#) section.

### Enrolling in the 401(k) Savings Plan

You may enroll at any time on or after the date that you are eligible to participate. When you enroll, your payroll contributions to the 401(k) Savings Plan will commence as soon as is administratively feasible, generally within one to two pay periods.

### Vesting in the 401(k) Savings Plan

You are always 100% vested in your contributions and any rollovers made to your 401(k) Savings Plan account.

### Automatic Enrollment

Newly hired and rehired employees can enroll in the 401(k) Savings Plan at any time. There is no waiting period. However, if you are hired after January 1, 2007 and have not enrolled within 45 days of your date of hire, you will be automatically enrolled at a pre-tax contribution rate of 3% of your eligible pay and invested in a LifeStage fund based on your date of birth. If you do not wish to contribute to the 401(k) Savings Plan, you must change your contribution rate to 0% within the first 45 days after your hire date. See the [Resources](#) section for online and phone enrollment tools.



## **Rollovers and Transfers from Other Plans**

If you are eligible to participate in the 401(k) Savings Plan, you may make a rollover of an eligible retirement plan distribution, provided the distribution meets the specific Tax Code and Plan requirements. Generally, eligible retirement plans include individual retirement accounts under Tax Code Section 408, qualified retirement plans under Tax Code Section 401(a), tax-exempt entity plans under Tax Code Section 403(b), and governmental plans under Tax Code Section 457. In addition, the Plan will accept rollovers from conduit IRAs (rollover IRAs), non-conduit IRAs (traditional IRAs, Simplified Employee Pension plans (SEP-IRAs)), and SIMPLE IRA distributions (made more than two years from the date you first participated in the SIMPLE IRA.) Once these balances have been rolled into the 401(k) Savings Plan, they must follow the terms and conditions of the 401(k) Savings Plan. Eligible rollover distributions do not include required minimum payments under Tax Code Section 401(a)(9), any distribution that is one of a series of substantially equal periodic payments made for your life expectancy (or the joint life expectancy of you and your beneficiary), hardship withdrawals, or distributions of after-tax or Roth 401(k) dollars.

## **Investment Options**

You have a choice of investment options for your contributions to the 401(k) Savings Plan. You may split your investment in any whole percentage increment among any of the investment options offered under the 401(k) Savings Plan.

This overview is intended to give you only a broad overview of each investment category. You should not base your investment decisions solely on these investment category descriptions. Within each investment category are a plethora of investment funds from which to choose. You should review the fund prospectus and/or fund fact sheet available for each of the funds in which you are interested. Those documents provide information about the Fund's investment strategy, expenses, and operation (including any trade limitations).

## **Investment Categories —Lifestage, Core Asset Funds and Additional Investment Options**

The following are general descriptions of the investment categories offered in the 401(k) Savings Plan. Choose from the available funds in one or all investment categories to build your portfolio. To view the available funds, most recent fund performance,, or the Morningstar quarterly fund fact sheets, visit Fidelity's [NetBenefits\\*](#) web site or call the Fidelity Service Center. See the [Resources](#) section for current URL and phone numbers.

### **LifeStage Funds**

LifeStage Funds are designed to be complete investment solutions for individuals. Each LifeStage strategy is a portfolio consisting of the Core Asset Class Funds in various investment mixes, designed for both a particular risk tolerance and when the benefits will be needed.

As time passes, the investment mix gradually shifts from a greater concentration of higher-risk investments (namely stocks) to a greater concentration of lower-risk investments (namely bonds and stable value).

The number, as in LifeStage 2045, represents the approximate year when you plan to start withdrawing your benefits. As you get closer to this year, the portfolio's asset mix is designed to adjust to a more conservative level of risk that is appropriate for each stage of your life. With many years until retirement, the LifeStage Funds promote a growth strategy with a greater level of risk. As



you approach the year in which you will start using your retirement benefits, the emphasis changes toward the preservation of capital.

Two LifeStage Funds, LifeStage Income and LifeStage Balanced, do not include numbers. The LifeStage Income fund is designed for people currently at or near retirement. Although the Fund invests in a greater concentration of lower-risk investments, such as bonds and short-term investments, it does include a small allocation of stock investments.

The LifeStage Balanced Fund is a diversified portfolio composed of investments in a mix of low-cost stock, bond, money market and other investment funds. This fund replicates the asset allocation mix of the Profit Sharing fund in the Profit Sharing Plan.

Unlike mutual funds, the LifeStage Funds do not market themselves to the general public. With reduced marketing costs, they generally have lower management expenses and fees than mutual funds. Because these Funds are not quoted on a public exchange, they do not have “ticker” symbols and therefore cannot be looked up in the newspaper or on the Internet.

### **Core Asset Class Funds**

The Core Asset Class Funds are low-cost investment options consisting of the major core asset classes. They are the building blocks for asset allocation, with easy-to-understand strategies (e.g., small-cap stocks or international stocks) versus registered mutual funds. They are collective investment funds and separate accounts, not mutual funds. A “collective investment fund” is similar to a mutual fund in that it combines the money of many investors who each own a share of the pool. A “separate account” is an individually managed pool of assets just for Intel’s plan participants.

Mutual funds, collective investment funds, and separate accounts typically have fund managers who invest the assets on behalf of all the shareholders. Collective investment funds and separate accounts, however, are different from mutual funds in the way they are set up legally. Each mutual fund is registered with the Securities and Exchange Commission (SEC). The mutual funds offered through the 401(k) Savings Plan are available to the general public. The collective investment funds and separate accounts offered through the 401(k) Savings Plan are not available to the general public. They are part of a trust maintained for the collective investment of qualified pension or profit sharing plans, or for Intel’s separate account participants. A group trust or separate account must be maintained in accordance with applicable Internal Revenue Service and Department of Labor regulations.

Because the collective funds, are not marketed to the general public, they have reduced marketing costs and generally have lower management expenses and fees than mutual funds. These funds are not quoted on a public exchange, they do not have a ticker symbol and therefore cannot be looked up in the newspaper or on the Internet.

### **Additional Investment Options**

The Additional Investment Options invest in asset classes or investment strategies beyond those offered in the LifeStage Funds or Core Asset Class Funds categories, or have a more focused investment approach. A large selection of registered mutual funds and collective investment funds from many well-known fund companies spanning a variety of investment styles and categories is available.

These mutual funds and collective investment funds are offered to expand the choices available to you when selecting investments for your 401(k) Savings Plan account. When you invest in a mutual fund or collective investment fund, your money is pooled with money from other investors, and a professional money manager buys and sells securities with this money to pursue the Fund’s objectives and to seek to earn a profit for its investors.

# 2011 Summary Plan Description

The Intel Corporation 401(k) Savings Plan

The Intel Corporation Profit-Sharing Plan

Intel Corporation Defined Benefit Pension Plan

January, 2011

*The information contained herein has been provided by Intel Corporation and is solely the responsibility of Intel Corporation. The information in this SPD is also available in Chapter 18 of the 2011 Pay, Stock and Benefits Handbook.*

401(k) or catch-up contributions will be taken from your pay. Other deductions to consider include, but are not limited to the following: federal and state income tax, FICA, medical and dental premiums, and the Stock Purchase Plan. You can verify your paycheck deductions via My Paystub.

**Highly compensated employees:** Highly compensated employees (HCEs) are generally those whose pay is among the top 20% of Intel employees. For 2010, HCEs were those who earned more than \$140,296 with Intel in 2009. The 401(k) Savings Plan is required to compare the average percentage of compensation deferred by HCEs with that of the non-HCE employees during the previous plan year. If the margin between the average deferral percentage of HCEs against the non-HCE employees is greater than what the Tax Code permits, then the deferrals of HCEs may have to be limited, refunded, or both.

**Annual aggregate limit:** The combined total of your 401(k) Savings Plan and Profit Sharing Plan contributions cannot exceed an annual aggregate limit set by the Tax Code. Catch-up contributions are excluded from this combined limit.

The annual aggregate limit in 2011 is \$49,000, or 100% of taxable compensation, whichever is less.

### **Rollovers and Transfers from Other Plans**

If you are eligible to participate in the 401(k) Savings Plan, you may make a rollover of an eligible retirement plan distribution, provided the distribution meets the specific Tax Code and Plan requirements. Generally, eligible retirement plans include individual retirement accounts under Tax Code Section 408, qualified retirement plans under Tax Code Section 401(a), tax-exempt entity plans under Tax Code Section 403(b), and governmental plans under Tax Code Section 457. In addition, the Plan will accept rollovers from conduit IRAs (rollover IRAs), non-conduit IRAs (traditional IRAs, Simplified Employee Pension plans (SEP-IRAs)), and SIMPLE IRA distributions (made more than two years from the date you first participated in the SIMPLE IRA). Once these balances have been rolled into the 401(k) Savings Plan, they must follow the terms and conditions of the 401(k) Savings Plan. Eligible rollover distributions do not include required minimum payments under Tax Code Section 401(a)(9), any distribution that is one of a series of substantially equal periodic payments made for your life expectancy (or the joint life expectancy of you and your beneficiary), hardship withdrawals, or distributions of after-tax or Roth 401(k) dollars.

### **Investment Options**

You have a choice of investment options for your contributions to the 401(k) Savings Plan. You may split your investment in any whole percentage increment among any of the investment options offered under the 401(k) Savings Plan.

This overview is intended to give you only a broad overview of each investment category. You should not base your investment decisions solely on these investment category descriptions. Within each investment category are a number of investment funds from which to choose. You should review the fund prospectus and/or fund fact sheet available for each of the funds in which you are interested. Those documents provide information about the Fund's investment strategy, expenses, and operation (including any trade limitations).



### **Investment Categories—Lifestage, Core Asset Funds and Additional Investment Options**

The following are general descriptions of the investment categories offered in the 401(k) Savings Plan. Choose from the available funds in one or all investment categories to build your portfolio. To view the available funds, most recent fund performance, or the Morningstar quarterly fund fact sheets, visit Fidelity's [NetBenefits\\*](#) web site or call the Fidelity Service Center. See "[Resources](#)" in this chapter for current URL and phone numbers.

#### **LifeStage Funds**

LifeStage Funds are designed to be complete investment solutions for individuals. Each LifeStage strategy is a portfolio consisting of the Core Asset Class Funds in various investment mixes, designed for both a particular risk tolerance and when the benefits will be needed.

As time passes, the investment mix gradually shifts from a greater concentration of higher-risk investments (namely stocks) to a greater concentration of lower-risk investments (namely bonds and stable value).

The number, as in LifeStage 2045, represents the approximate year when you plan to start withdrawing your benefits. As you get closer to this year, the portfolio's asset mix is designed to adjust to a more conservative level of risk that is appropriate for each stage of your life. With many years until retirement, the LifeStage Funds promote a growth strategy with a greater level of risk. As you approach the year in which you will start using your retirement benefits, the emphasis changes toward the preservation of capital.

Two LifeStage Fund titles, LifeStage Income and LifeStage Balanced, do not include numbers. The LifeStage Income fund is designed for people currently at or near retirement. Although the Fund invests in a greater concentration of lower-risk investments, such as bonds and short-term investments, it does include a small allocation of stock investments.

The LifeStage Balanced Fund is a diversified portfolio composed of investments in a mix of global stock, bond, commodity and other investment funds. This fund replicates the asset allocation mix of the Profit Sharing fund in the Profit Sharing Plan.

Unlike mutual funds, the LifeStage Funds are available only under Intel plans and not to the general public. With no marketing costs and other savings, they generally have lower management expenses and fees than mutual funds. Because these Funds are not quoted on a public exchange, they do not have "ticker" symbols and therefore cannot be looked up in the newspaper or on the Internet.

#### **Core Asset Class Funds**

The Core Asset Class Funds are investment options consisting of the major core asset classes. They are the building blocks for asset allocation, with easy-to-understand strategies (e.g., small-cap stocks or international stocks) versus registered mutual funds. They are collective investment funds and separate accounts, not mutual funds. A "collective investment fund" is similar to a mutual fund in that it combines the money of many retirement plan investors who each own a share of the pool. A "separate account" is an individually managed pool of assets just for Intel's plan participants.

Mutual funds, collective investment funds, and separate accounts typically have fund managers who invest the assets on behalf of all the shareholders. Collective investment funds and separate accounts, however, are different from mutual funds in the way they are set up legally. Each mutual fund is registered with the Securities and Exchange Commission (SEC). The mutual funds offered through the 401(k) Savings Plan are available to the general public. The collective investment funds and separate accounts offered through the 401(k) Savings Plan are not available to the general

The investment options under the 401(k) Savings Plan, each have different investment objectives, and consequently, different elements of risk and potential for growth. Before deciding how to invest your account, you need to assess your own tolerance for risk in view of your long-term plans and the length of time you expect to continue working.

The 401(k) Savings Plan is intended to operate as an ERISA Section 404(c) plan. The Plan offers participants and beneficiaries the opportunity to exercise control over the assets contributed and accumulated on their behalf by allowing them to choose the manner in which these assets will be invested from a broad range of investment alternatives. This means that you or your beneficiaries may not hold Intel, the Plan's service providers, or any of their respective employees or agents liable as plan fiduciaries for any losses sustained in your account that are the result of your exercise of control over how your contributions are to be invested. In other words, you bear the risk of the performance of your directed investments, even if that performance is poor. Plan fiduciaries will not provide advice as to how you manage your investments in your account under the Plan. Accordingly, for advice on how the assets in your account should be invested, you should consult an investment advisor.

You may obtain the following additional information concerning the investment options available under the 401(k) Savings Plan by visiting Fidelity [NetBenefits](#) or by calling the Fidelity Service Center (See "[Resources](#)" in this chapter for online and phone number information.):

- A description of the annual operating expenses of each available investment fund (e.g., investment management fees, administrative fees, transaction costs) which reduce the rate of return to participants and beneficiaries, and the aggregate amount of such expenses expressed as a percentage of average net assets of the designated investment option.
- Copies of any prospectuses, financial statements and reports, and of any other materials relating to the investment funds available under the Plan to the extent this information is provided to the Plan.
- A list of assets comprising the portfolio of each investment fund which constitutes "plan assets" within the meaning of ERISA.
- Information concerning the value of shares or units in each investment fund, as well as past and current investment performance of such alternatives, determined, net of expenses, on a reasonable and consistent basis.
- Information concerning the value of shares of mutual funds held in your account.

When you plan your asset allocation strategy for your 401(k) Savings Plan account, you should consider how your Profit Sharing Plan account is invested, and how any other assets you may hold are invested, to assure that you are well diversified in your overall asset allocation. You are strongly encouraged to read all of the descriptions and disclosure materials relating to the investment options under the Plans.

## Resources

To access account information or to obtain additional information about the 401(k) Savings Plan, Profit Sharing Plan or Pension Plan contact Fidelity Investments.

- Online via Fidelity NetBenefits at [www.401k.com](http://www.401k.com) Fidelity NetBenefits is available 24 hours a day, 7 days a week with the exception of any scheduled downtime.

Enter your Social Security Number or customer ID and personal identification number (PIN). When accessing the Fidelity Service Center or Fidelity NetBenefits for the first time, you will be prompted by the system to set up a new PIN. Your PIN must be no less than six and no more than 12 digits in length

Some of the online resources via Fidelity NetBenefits include:

- Enroll in the 401(k) Savings Plan
- Obtain personal account information, including set up or changing PIN
- Change your contribution percentage
- Change investment elections for future contributions
- Initiate an exchange of your existing investment fund balances
- View investment fund fact sheets and fund prospectuses
- Obtain daily fund quotes and historical fund performance information
- View Excessive Trading Policies
- View current Plan news and announcements
- Request information on loans, withdrawals or distributions
- Obtain an incoming rollover form
- View account balances
- View your quarterly statements
- Request written materials or forms
- Access the Summary Plan Description
- Access current plan news, tools and education workshops
- Update your beneficiary designation
- Update your home mailing address if you are a beneficiary, alternative payee, or terminated participant (Note For your protection, there is a 15-day hold on distribution transactions from the date the address is updated.)
- Update your email address

- Fidelity Service Center – 888-401-7377 or TDD – 800-655-0962. VRS is available 24 hours a day, seven days a week with the exception of any scheduled downtime. Service Center Representatives are available Monday–Friday (excluding New York Stock Exchange holidays) from 5:30 a.m. to 9 p.m. Pacific.

If you are calling the Fidelity Service Center from outside the U.S., you will need the AT&T country access code which can be found on the AT&T Direct Web site at: <http://att.com/traveler/>.

Participants calling from an area unsupported by AT&T Direct should use the following international collect number: 508-787-9902.

Some of the available resources via the Fidelity Service Center include:

- Enroll in the 401(k) Savings Plan
- Change your contribution percentage
- Change investment elections for future contributions

# 2012 Summary Plan Description

Intel 401(k) Savings Plan  
Intel Retirement Contribution Plan  
Intel Minimum Pension Plan

January, 2012

*The information contained herein has been provided by Intel Corporation and is solely the responsibility of Intel Corporation. The information in this SPD is also available in Chapter 18 of the 2012 Pay, Stock and Benefits Handbook.*

Retirement Programs 18.1  
Jan. 1, 2012

SER151

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## Retirement Savings Plan

### Intel Retirement Plans

[Summary Plan Description](#)  
[Intel Retirement Plans \(IRP\)](#)  
[Plan Eligibility](#)

#### Summary Plan Description

This Summary Plan Description (SPD) contains valuable information about when you are eligible to participate in the Intel U.S. retirement plans, your plan benefits, your distribution options and many other features of the Plans. You should take the time to read this SPD to get a better understanding of your rights and obligations in the Plans.

This SPD describes the Intel 401(k) Savings Plan, Intel Retirement Contribution Plan, and Intel Minimum Pension Plan benefits and obligations as contained in the Plan Documents, which govern the operation of the Plans. If the language in this SPD and the Plan Documents conflict, the Plan Documents always govern.

This SPD describes the current provisions of the Plans which are designed to comply with applicable legal requirements. The Plans are subject to federal laws, such as ERISA (Employee Retirement Income Security Act), the Internal Revenue Code, and other federal and state laws which may affect your rights. The provisions of the Plans are subject to revision due to a change in laws or due to pronouncements by the Internal Revenue Service (IRS) or Department of Labor (DOL). Intel may also amend or terminate these Plans at any time at its discretion. If the provisions of the Plans that are described in this SPD change, you will be notified.

#### Intel Retirement Plans (IRP)

The Intel Retirement Plans (IRP) replaces the term Sheltered Employee Retirement Plan (SERP) and is comprised of three plans:

- Intel 401(k) Savings Plan ("401(k) Savings Plan")
- Intel Retirement Contribution Plan ("Retirement Contribution Plan")
- Intel Minimum Pension Plan ("Minimum Pension Plan")

These Plans have been designed to be a partnership between you and Intel, with each playing an important role in enabling you to save and prepare for your future retirement. Intel's retirement benefits act in addition to Social Security and your income from other sources to help you toward your retirement goals.

Prior to January 1, 2011, the above Plans were formerly known as:

- Intel Corporation 401(k) Savings Plan
- Intel Corporation Profit Sharing Plan
- Intel Corporation Defined Benefit Pension Plan



In this calculation, pay includes your regular base pay plus certain bonuses, commissions, overtime, geographic salary differentials (GEOs), shift differential, compressed workweek schedule (CWW), and other premiums you receive after becoming eligible for the Retirement Contribution Plan. In accordance with federal tax law, pay in excess of \$250,000 (in 2012, as adjusted annually for changes in the cost of living), will not count in the allocation of retirement contribution.

You will generally not be eligible for a contribution if you terminate employment before the end of the year (12/31) unless you satisfy the retirement eligibility requirements, terminate employment because of permanent and total disability as defined under Intel's LTD policy, or die. If you terminate employment with Intel in the month of December as a result of a redeployment or VSP action, and comparable jobs are not available within Intel; you may be eligible for a contribution. To be eligible, you must be in good standing with Intel and your job elimination generally cannot be as a result of a divestiture. Intel will determine good standing, comparable jobs, and other terms necessary to apply this special rule based on uniform definitions.

Retirement contributions and investment earnings accumulate in the Plan on a tax-deferred basis until the money is paid out to you.

### **Rollovers and Transfers from Other Plans**

If you are eligible to participate in the 401(k) Savings Plan, you may rollover an eligible retirement plan distribution, provided the distribution meets the specific Tax Code and Plan requirements. Generally, eligible retirement plans include:

- Individual retirement accounts under Tax Code Section 408,
- Qualified retirement plans under Tax Code Section 401(a),
- Tax-exempt entity plans under Tax Code Section 403(b),
- Governmental plans under Tax Code Section 457.

In addition, the Plan will accept rollovers from conduit IRAs (rollover IRAs), non-conduit IRAs (traditional IRAs, Simplified Employee Pension plans (SEP-IRAs)), and SIMPLE IRA distributions (made more than two years from the date you first participated in the SIMPLE IRA). Once these balances have been rolled into the 401(k) Savings Plan, they must follow the terms and conditions of the 401(k) Savings Plan. Eligible rollover distributions do not include required minimum payments under Tax Code Section 401(a)(9), any distribution that is one of a series of substantially equal periodic payments made for your life expectancy (or the joint life expectancy of you and your beneficiary), hardship withdrawals, or distributions of after-tax or Roth 401(k) dollars.

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This overview is intended to give you only a broad overview of each investment category. You should not base your investment decisions solely on these investment category descriptions. Within each investment category are a number of investment funds from which to choose. You should review the fund prospectus and/or fund fact sheet available for each of the funds in which you are interested. Those documents provide information about the Fund's investment strategy, expenses, and operation (including any trade limitations).

### Investment categories— Target Date Funds, Core Funds, and Fidelity BrokerageLink®

The following are general descriptions of the investment categories offered in the 401(k) Savings Plan. Choose from the available funds in one or all investment categories to build your portfolio. To view the available funds, most recent fund performance, or the Morningstar quarterly fund fact sheets for the Target Date and Core Funds, visit Fidelity's [NetBenefits](#) website or call the Fidelity Service Center. To research the funds available in Fidelity BrokerageLink, visit [Fidelity.com](#) or call the Fidelity Service Center. See "[Resources](#)" in this chapter for current URL and phone numbers.

#### Target Date Funds

Target Date Funds provide a single fund approach to investing based on your age and approximate date of retirement at age 65. The number, as in Target Date 2045, represents the approximate year when you plan to start withdrawing your benefits. Each fund offers a broadly diversified mix of domestic and international stocks and bonds, and includes investments not typically available to individual investors, such as hedge funds and commodities. They are professionally managed, continuously monitored, and automatically rebalanced for you.

While a younger investor may be able to afford to take more risk in order to maximize returns, an investor approaching retirement should reduce his/her risk and choose investments that provide more stability in the portfolio. A Target Date Fund is designed to achieve this balance, because it is adjusted over time to reduce exposure to higher-risk assets, such as stocks and increase exposure to lower risk investments such as bonds and stable value.

The Target Date Income Fund and the 401(k) Global Diversified Fund do not include numbers, or "years".

- **The Target Date Income Fund** is a conservative balanced fund which may be appropriate for investors who are retired and is comprised of domestic and international equity, global bond and short-term investments, hedge funds, and commodities.
- **The 401k Global Diversified Fund** is a balanced investment fund comprised of domestic and international equity, global bond and short-term investments, hedge funds, private equity, and real assets (e.g. commodities, real estate & natural resource-focused private equity). This fund replicates the asset allocation mix of the Global Diversified Fund in the Retirement Contribution Plan.

Unlike mutual funds, the Target Date Funds are available only under Intel plans and not to the general public. With no marketing costs and other savings, they generally have lower management expenses and fees than mutual funds. Because these funds are not quoted on a public exchange, they do not have "ticker" symbols, and therefore cannot be looked up in the newspaper or on the Internet.

To select the appropriate Target Date Fund for you, review your risk tolerance and investment time horizon, and choose the fund that represents the approximate year when you plan to start withdrawing your benefits. For additional information about performance of the Target Date Funds, refer to the Morningstar fund fact sheets on Fidelity's [NetBenefits](#) website.

## Intel 401(k) Savings Plan Annual QDIA Notice

**The information below is provided for plan participants who have investments directed into the Plan's Designated Default Fund, the Target Date Retirement Funds.**

Your contributions are currently being invested in, or you have a balance in, a Target Date Retirement Fund, the Plan designated default fund. Under the Plan, any contributions for which you do not provide investment direction will be invested in the Plan designated default fund.

Eligible participants who do not enroll themselves in the Plan are automatically enrolled, unless they elect not to participate pursuant to the Plan's "opt-out process". If you are automatically enrolled, before-tax contributions are made on your behalf unless you elect otherwise, to the Plan at a rate of 3% of each type of eligible compensation, and have been, or will be invested in the Plan Designated Fund. You have the right to change your contribution percentage, as well as elect to discontinue contributions to the Plan altogether.

If you are automatically enrolled in the Plan you are also automatically enrolled in an annual increase program (AIP), which automatically increases the percentage of your contribution to the Plan annually up to 10% maximum, your Plan's established AIP Cap. You may also change the amount of your automatic increase amount, (but not less than 1%) or unenroll from AIP at any time. If you are eligible for this provision details will be provided under separate cover.

To obtain information about other Plan investment options, please log on to NetBenefits® at [www.401k.com](http://www.401k.com) or call the Fidelity Service Center at 1-888-401-7377 to speak to a representative. You have the right under the Plan to direct the investment of your existing balances and future contributions to any of the Plan's available investment options, including the right to transfer out of the Plan designated default fund to another investment option. Unless you provide alternative direction, your contributions and/or the portion of your account that is currently invested in the Plan designated default fund will continue to be invested in this option.

**The Target Date Funds used as the default for a particular participant will be based on the assumption that the participant will retire or start withdrawing money at age 65. The following table indicates which fund your contributions are being directed to, as determined by your plan sponsor, based on your date of birth.**

<b>Your Birth Date*</b>	<b>Fund Name</b>	<b>Target Retirement Years</b>
Before 1938	Target Date Retirement Fund	Retired before 2003
January 1, 1938 - December 31, 1945	Target Date 2005 Fund	Target Years 2003-2010
January 1, 1946 - December 31, 1950	Target Date 2010 Fund	Target Years 2011-2015
January 1, 1951 - December 31, 1955	Target Date 2015 Fund	Target Years 2016-2020
January 1, 1956 - December 31, 1960	Target Date 2020 Fund	Target Years 2021-2025
January 1, 1961 - December 31, 1965	Target Date 2025 Fund	Target Years 2026-2030
January 1, 1966 - December 31, 1970	Target Date 2030 Fund	Target Years 2031-2035
January 1, 1971 - December 31, 1975	Target Date 2035 Fund	Target Years 2036-2040
January 1, 1976 - December 31, 1980	Target Date 2040 Fund	Target Years 2041-2045
January 1, 1981 - December 31, 1985	Target Date 2045 Fund	Target Years 2046-2050
January 1, 1986 and later*	Target Date 2050 Fund	Target Years 2050 and beyond

\* Dates selected by Plan Sponsor.



## Target Date Fund Descriptions

Fund Name	Description	Gross Expense Information* as of 10/19/2011
<b>Target Date Retirement Fund</b>	<p><b>What It Is:</b> A conservative balanced fund which may be appropriate for investors who are retired comprised of domestic and international equity, global bond and short-term investments, hedge funds, and commodities. More information about these investments and their risk characteristics can be found in the 401K Global Diversified Fund description. This investment is not a mutual fund or a collective investment. It is a specifically weighted selection from the investments held in the Intel Corporation Retirement Plans Master Trust.</p> <p><b>Goal:</b> The fund seeks to provide current income for investors in or approaching retirement.</p> <p><b>What it invests in:</b> The target asset allocation for this fund is 40% bonds and short-term investments, 30% equity funds, 25% hedge funds and 5% commodities. A new target asset allocation was adopted in March 2011. The asset allocation changes and simulated performance history are detailed in the quarterly fund fact sheets on the Fidelity NetBenefits® web site. The Target Date Income Fund is subject to the volatility of the financial markets, including that of equity and fixed income investments. Fixed income investments entail issuer default and credit risk, inflation risk, and interest rate risk. (As interest rates rise, bond prices usually fall, and vice versa. This effect is usually more pronounced for longer-term securities.) Principal invested is not guaranteed at any time, including at or after retirement. Unit price, yield and return will vary.</p> <p><i>This fund is administered pursuant to directions from the Intel Corporation Investment Policy Committee (IPC), which provided the description for this investment option.</i></p> <p><i>Although a separate prospectus is not available, participants have access to detailed information about the Target Date Income Fund via Fidelity NetBenefits®. To view the performance of this investment option, visit NetBenefits® at <a href="http://www.401k.com">www.401k.com</a>. Once you enter your SSN or Username and password, select Intel 401(k) Savings Plan &gt; Investment Choices and Research. For more detailed information, select the Morningstar Fund Fact Sheets link within Employer News on the home page. Information on this investment option was provided by Intel Corporation, which manages the fund.</i></p> <p><i>As of July 11, 2011, this fund changed its name from LifeStage Income Fund.</i></p>	<b>0.53%</b>
<b>Target Date 2005 Fund</b>	<p><b>What It Is:</b> A diversified investment portfolio which may be appropriate for investors who are retired or plan to retire within a few years of 2005 comprised of domestic and international equity, global bond and short-term investments, hedge funds and commodities. More information about these investments and their risk characteristics can be found in the 401K Global Diversified Fund description. This investment is not a mutual fund or a collective investment. It is a specifically weighted selection from the investments held in the Intel Corporation Retirement Plans Master Trust.</p>	<b>0.55%</b>

	<p><b>Goal:</b> The fund seeks to provide current income for investors in or approaching retirement.</p> <p><b>What it invests in:</b> The target asset allocation for this fund is 35% bond funds and short-term investments, 32% equity funds, 25% hedge funds, and 8% commodities. Over time, the fund will gradually shift to a more conservative asset mix by incrementally decreasing its equity allocation and increasing its bond allocation, while maintaining a fixed allocation to hedge funds. A new target asset allocation was adopted in March 2011. The asset allocation changes and simulated performance history are detailed in the quarterly fund fact sheets on the Fidelity NetBenefits® web site. The funds are managed to gradually become more conservative over time as they approach their target date. The investment risk of each Target Date Fund changes over time as its asset allocation changes. They are subject to the volatility of the financial markets, including that of equity and fixed income investments in the U.S. and abroad, and may be subject to risks associated with investing in high-yield, small-cap, and foreign securities. Principal invested is not guaranteed at any time, including at or after their target dates. Unit price, yield and return will vary.</p> <p><i>This fund is administered pursuant to directions from the Intel Corporation Investment Policy Committee (IPC), which provided the description for this investment option.</i></p> <p><i>Although a separate prospectus is not available, participants have access to detailed information about the Target Date 2005 Fund via Fidelity NetBenefits®. To view the performance of this investment option, visit NetBenefits® at <a href="http://www.401k.com">www.401k.com</a>. Once you enter your SSN or Username and password, select Intel 401(k) Savings Plan &gt; Investment Choices and Research. For more detailed information, select the Morningstar Fund Fact Sheets link within Employer News on the home page. Information on this investment option was provided by Intel Corporation, which manages the fund.</i></p> <p><i>As of July 11, 2011, this fund changed its name from LifeStage 2005 Fund.</i></p>	
<b>Target Date 2010 fund</b>	<p><b>What It Is:</b> A diversified investment portfolio which may be appropriate for investors who retired or plan to retire within a few years of 2010 comprised of domestic and international equity, global bond and short-term investments, hedge funds and commodities. More information about these investments and their risk characteristics can be found in the 401K Global Diversified Fund description. This investment is not a mutual fund or a collective investment. It is a specifically weighted selection from the investments held in the Intel Corporation Retirement Plans Master Trust.</p> <p><b>Goal:</b> The fund seeks to provide long-term growth of capital and current income.</p> <p><b>What it invests in:</b> The target asset allocation for this fund is 22% bond funds and short-term investments, 44% equity funds, 25% hedge funds and 9% commodities. Over time, the fund will gradually shift to a more conservative asset mix by incrementally decreasing its equity allocation and increasing its bond allocation, while maintaining a fixed allocation to hedge funds. A new target asset allocation was adopted in March 2011. The asset allocation changes and simulated performance history are detailed in the quarterly fund fact sheets on the Fidelity NetBenefits® web</p>	<b>0.57%</b>



	<p>site. The funds are managed to gradually become more conservative over time as they approach their target date. The investment risk of each Target Date Fund changes over time as its asset allocation changes. They are subject to the volatility of the financial markets, including that of equity and fixed income investments in the U.S. and abroad, and may be subject to risks associated with investing in high-yield, small-cap, and foreign securities. Principal invested is not guaranteed at any time, including at or after their target dates. Unit price, yield and return will vary.</p> <p><i>This fund is administered pursuant to directions from the Intel Corporation Investment Policy Committee (IPC), which provided the description for this investment option.</i></p> <p><i>Although a separate prospectus is not available, participants have access to detailed information about the Target Date 2010 Fund via Fidelity NetBenefits®. To view the performance of this investment option, visit NetBenefits® at <a href="http://www.401k.com">www.401k.com</a>. Once you enter your SSN or Username and password, select Intel 401(k) Savings Plan &gt; Investment Choices and Research. For more detailed information, select the Morningstar Fund Fact Sheets link within Employer News on the home page. Information on this investment option was provided by Intel Corporation, which manages the fund.</i></p> <p><i>As of July 11, 2011, this fund changed its name from LifeStage 2010 Fund.</i></p>	
<b>Target Date 2015 Fund</b>	<p><b>What It Is:</b> A diversified investment portfolio which may be appropriate for investors who plan to retire within a few years of 2015 comprised of domestic and international equity, global bond and short-term investments, hedge funds and commodities. More information about these investments and their risk characteristics can be found in the 401K Global Diversified Fund description. This investment is not a mutual fund or a collective investment. It is a specifically weighted selection from the investments held in the Intel Corporation Retirement Plans Master Trust.</p> <p><b>Goal:</b> The fund seeks to provide long-term growth of capital and current income.</p> <p><b>What it invests in:</b> The target asset allocation for this fund is 20% bond funds and short-term investments, 49% equity funds, 25% hedge funds, and 6% commodities. Over time, the fund will gradually shift to a more conservative asset mix by incrementally decreasing its equity allocation and increasing its bond allocation, while maintaining a fixed allocation to hedge funds. A new target asset allocation was adopted in March 2011. The asset allocation changes and simulated performance history are detailed in the quarterly fund fact sheets on the Fidelity NetBenefits® web site. The funds are managed to gradually become more conservative over time as they approach their target date. The investment risk of each Target Date Fund changes over time as its asset allocation changes. They are subject to the volatility of the financial markets, including that of equity and fixed income investments in the U.S. and abroad, and may be subject to risks associated with investing in high-yield, small-cap, and foreign securities. Principal invested is not guaranteed at any time, including at or after their target dates. Unit price, yield and return will vary.</p> <p><i>This fund is administered pursuant to directions from the Intel Corporation Investment Policy Committee (IPC), which provided the description for this</i></p>	<b>0.58%</b>

	<p><i>investment option.</i></p> <p><i>Although a separate prospectus is not available, participants have access to detailed information about the Target Date 2015 Fund via Fidelity NetBenefits®. To view the performance of this investment option, visit NetBenefits® at www.401k.com. Once you enter your SSN or Username and password, select Intel 401(k) Savings Plan &gt; Investment Choices and Research. For more detailed information, select the Morningstar Fund Fact Sheets link within Employer News on the home page. Information on this investment option was provided by Intel Corporation, which manages the fund.</i></p> <p><i>As of July 11, 2011, this fund changed its name from LifeStage 2015 Fund.</i></p>	
<p><b>Target Date 2020 Fund</b></p>	<p><b>What It Is:</b> A diversified investment portfolio which may be appropriate for investors who plan to retire within a few years of 2020 comprising domestic and international equity, global bonds and short-term investments, hedge funds and commodities. More information about these investments and their risk characteristics can be found in the 401K Global Diversified Fund description. This investment is not a mutual fund or a collective investment. It is a specifically weighted selection from the investments held in the Intel Corporation Retirement Plans Master Trust.</p> <p><b>Goal:</b> The fund seeks to provide long-term growth of capital and current income.</p> <p><b>What it invests in:</b> The target asset allocation for this fund is 17% bond funds and short-term investments, 53% equity funds, 25% hedge funds, and 5% commodities. Over time, the fund will gradually shift to a more conservative asset mix by incrementally decreasing its equity allocation and increasing its bond allocation, while maintaining a fixed allocation to hedge funds. A new target asset allocation was adopted in March 2011. The asset allocation changes and simulated performance history are detailed in the quarterly fund fact sheets on the Fidelity NetBenefits® web site. The funds are managed to gradually become more conservative over time as they approach their target date. The investment risk of each Target Date Fund changes over time as its asset allocation changes. They are subject to the volatility of the financial markets, including that of equity and fixed income investments in the U.S. and abroad, and may be subject to risks associated with investing in high-yield, small-cap, and foreign securities. Principal invested is not guaranteed at any time, including at or after their target dates. Unit price, yield and return will vary.</p> <p><i>This fund is administered pursuant to directions from the Intel Corporation Investment Policy Committee (IPC), which provided the description for this investment option.</i></p> <p><i>Although a separate prospectus is not available, participants have access to detailed information about the Target Date 2020 Fund via Fidelity NetBenefits®. To view the performance of this investment option, visit NetBenefits® at www.401k.com. Once you enter your SSN or Username and password, select Intel 401(k) Savings Plan &gt; Investment Choices and Research. For more detailed information, select the Morningstar Fund Fact Sheets link within Employer News on the home page. Information on this investment option was provided by Intel Corporation, which manages the fund.</i></p> <p><i>As of July 11, 2011, this fund changed its name from LifeStage 2020 Fund.</i></p>	<p><b>0.60%</b></p>



<b>Target Date 2025 Fund</b>	<p><b>What It Is:</b> A diversified investment portfolio which may be appropriate for investors who plan to retire within a few years of 2025 comprising domestic and international equity, global bond and short-term investments, hedge funds and commodities. More information about these investments and their risk characteristics can be found in the 401K Global Diversified Fund description. This investment is not a mutual fund or a collective investment. It is a specifically weighted selection from the investments held in the Intel Corporation Retirement Plans Master Trust.</p> <p><b>Goal:</b> The fund seeks to provide long-term growth of capital and current income.</p> <p><b>What it invests in:</b> The target asset allocation for this fund is 12% bond funds and short-term investments, 58% equity funds, 25% hedge funds, and 5% commodities. Over time, the fund will gradually shift to a more conservative asset mix by decreasing its equity allocation and increasing its bond allocation while maintaining a fixed allocation to hedge funds. A new target asset allocation was adopted in March 2011. The asset allocation changes and simulated performance history are detailed in the quarterly fund fact sheets on the Fidelity NetBenefits® web site. The funds are managed to gradually become more conservative over time as they approach their target date. The investment risk of each Target Date Fund changes over time as its asset allocation changes. They are subject to the volatility of the financial markets, including that of equity and fixed income investments in the U.S. and abroad, and may be subject to risks associated with investing in high-yield, small-cap, and foreign securities. Principal invested is not guaranteed at any time, including at or after their target dates. Unit price, yield and return will vary.</p> <p><i>This fund is administered pursuant to directions from the Intel Corporation Investment Policy Committee (IPC), which provided the description for this investment option.</i></p> <p><i>Although a separate prospectus is not available, participants have access to detailed information about the Target Date 2025 Fund via Fidelity NetBenefits®. To view the performance of this investment option, visit NetBenefits® at <a href="http://www.401k.com">www.401k.com</a>. Once you enter your SSN or Username and password, select Intel 401(k) Savings Plan &gt; Investment Choices and Research. For more detailed information, select the Morningstar Fund Fact Sheets link within Employer News on the home page. Information on this investment option was provided by Intel Corporation, which manages the fund.</i></p> <p><i>As of July 11, 2011, this fund changed its name from LifeStage 2025 Fund.</i></p>	<b>0.63%</b>
<b>Target Date 2030 Fund</b>	<p><b>What It Is:</b> A diversified investment portfolio which may be appropriate for investors who plan to retire within a few years of 2030 comprising domestic and international equity, global bond and short-term investments, hedge funds and commodities. More information about these investments and their risk characteristics can be found in the 401K Global Diversified Fund description. This investment is not a mutual fund or a collective investment. It is a specifically weighted selection from the investments held in the Intel Corporation Retirement Plans Master Trust.</p> <p><b>Goal:</b> The fund seeks to provide long-term growth of capital and current income.</p> <p><b>What it invests in:</b> The target asset allocation for this fund is 10% bond funds and short-term investments, 60% equity funds, 25% hedge funds, and 5% commodities. Over time, the fund will gradually shift to a more</p>	<b>0.67%</b>



	<p>conservative asset mix by decreasing its equity allocation and increasing its bond allocation while maintaining a fixed allocation to hedge funds. The asset allocation changes and simulated performance history are detailed in the quarterly fund fact sheets on the Fidelity NetBenefits® web site. The funds are managed to gradually become more conservative over time as they approach their target date. The investment risk of each Target Date Fund changes over time as its asset allocation changes. They are subject to the volatility of the financial markets, including that of equity and fixed income investments in the U.S. and abroad, and may be subject to risks associated with investing in high-yield, small-cap, and foreign securities. Principal invested is not guaranteed at any time, including at or after their target dates. Unit price, yield and return will vary.</p> <p><i>This fund is administered pursuant to directions from the Intel Corporation Investment Policy Committee (IPC), which provided the description for this investment option.</i></p> <p><i>Although a separate prospectus is not available, participants have access to detailed information about the Target Date 2030 Fund via Fidelity NetBenefits®. To view the performance of this investment option, visit NetBenefits® at <a href="http://www.401k.com">www.401k.com</a>. Once you enter your SSN or Username and password, select Intel 401(k) Savings Plan &gt; Investment Choices and Research. For more detailed information, select the Morningstar Fund Fact Sheets link within Employer News on the home page. Information on this investment option was provided by Intel Corporation, which manages the fund.</i></p>	
<b>Target Date 2035 Fund</b>	<p><b>What It Is:</b> A diversified investment portfolio which may be appropriate for investors who plan to retire within a few years of 2035 comprising domestic and international equity, global bonds and short-term investments, hedge funds and commodities. More information about these investments and their risk characteristics can be found in the 401K Global Diversified Fund description. This investment is not a mutual fund or a collective investment. It is a specifically weighted selection from the investments held in the Intel Corporation Retirement Plans Master Trust.</p> <p><b>Goal:</b> The fund seeks to provide long-term growth of capital and current income.</p> <p><b>What it invests in:</b> The target asset allocation for this fund is 10% bond funds and short-term investments, 60% equity funds, 25% hedge funds, and 5% commodities. Over time, the fund will gradually shift to a more conservative asset mix by incrementally decreasing its equity allocation and increasing its bond allocation while maintaining a fixed allocation to hedge funds. A new target asset allocation was adopted in March 2011. The asset allocation changes and simulated performance history are detailed in the quarterly fund fact sheets on the Fidelity NetBenefits® web site. The funds are managed to gradually become more conservative over time as they approach their target date. The investment risk of each Target Date Fund changes over time as its asset allocation changes. They are subject to the volatility of the financial markets, including that of equity and fixed income investments in the U.S. and abroad, and may be subject to risks associated with investing in high-yield, small-cap, and foreign securities. Principal invested is not guaranteed at any time, including at or after their target dates. Unit price, yield and return will vary.</p> <p><i>This fund is administered pursuant to directions from the Intel Corporation Investment Policy Committee (IPC), which provided the description for this</i></p>	<b>0.64%</b>

	<p><i>investment option.</i></p> <p><i>Although a separate prospectus is not available, participants have access to detailed information about the Target Date 2035 Fund via Fidelity NetBenefits®. To view the performance of this investment option, visit NetBenefits® at www.401k.com. Once you enter your SSN or Username and password, select Intel 401(k) Savings Plan &gt; Investment Choices and Research. For more detailed information, select the Morningstar Fund Fact Sheets link within Employer News on the home page. Information on this investment option was provided by Intel Corporation, which manages the fund.</i></p> <p><i>As of July 11, 2011, this fund changed its name from LifeStage 2035 Fund.</i></p>	
<p><b>Target Date 2040 Fund</b></p>	<p><b>What It Is:</b> A diversified investment portfolio which may be appropriate for investors who plan to retire within a few years of 2040 comprising domestic and international equity, global bond and short-term investments, hedge funds and commodities..More information about these investments and their risk characteristics can be found in the 401K Global Diversified Fund description. This investment is not a mutual fund or a collective investment. It is a specifically weighted selection from the investments held in the Intel Corporation Retirement Plans Master Trust.</p> <p><b>Goal:</b> The fund seeks to provide long-term growth of capital and current income.</p> <p><b>What it invests in:</b> The target asset allocation for this fund is 10% bond funds and short-term investments, 60% equity funds, 25% hedge funds, and 5% commodities. Over time, the fund will gradually shift to a more conservative asset mix by decreasing its equity allocation and increasing its bond allocation while maintaining a fixed allocation to hedge funds. The asset allocation changes and simulated performance history are detailed in the quarterly fund fact sheets on the Fidelity NetBenefits® web site. The funds are managed to gradually become more conservative over time as they approach their target date. The investment risk of each Target Date Fund changes over time as its asset allocation changes. They are subject to the volatility of the financial markets, including that of equity and fixed income investments in the U.S. and abroad, and may be subject to risks associated with investing in high-yield, small-cap, and foreign securities. Principal invested is not guaranteed at any time, including at or after their target dates. Unit price, yield and return will vary.</p> <p><i>This fund is administered pursuant to directions from the Intel Corporation Investment Policy Committee (IPC), which provided the description for this investment option.</i></p> <p><i>Although a separate prospectus is not available, participants have access to detailed information about the Target Date 2040 Fund via Fidelity NetBenefits®. To view the performance of this investment option, visit NetBenefits® at www.401k.com. Once you enter your SSN or Username and password, select Intel 401(k) Savings Plan &gt; Investment Choices and Research. For more detailed information, select the Morningstar Fund Fact Sheets link within Employer News on the home page. Information on this investment option was provided by Intel Corporation, which manages the fund.</i></p>	<p><b>0.67%</b></p>



<b>Target Date 2045 Fund</b>	<p><b>What It Is:</b> A diversified investment portfolio which may be appropriate for investors who plan to retire within a few years of 2045 comprising domestic and international equity, global bonds and short-term investments, hedge funds and commodities. More information about these investments and their risk characteristics can be found in the 401K Global Diversified Fund description. This investment is not a mutual fund or a collective investment. It is a specifically weighted selection from the investments held in the Intel Corporation Retirement Plans Master Trust.</p> <p><b>Goal:</b> The fund seeks to provide long-term growth of capital and current income.</p> <p><b>What it invests in:</b> The target asset allocation for this fund is 10% bond funds and short-term investments, 60% equity funds, 25% hedge funds and 5% commodities. Over time, the fund will gradually shift to a more conservative asset mix by incrementally decreasing its equity allocation and increasing its bond allocation while maintaining a fixed allocation to hedge funds. A new target asset allocation was adopted in March 2011. The asset allocation changes and simulated performance history are detailed in the quarterly fund fact sheets on the Fidelity NetBenefits® web site. The funds are managed to gradually become more conservative over time as they approach their target date. The investment risk of each Target Date Fund changes over time as its asset allocation changes. They are subject to the volatility of the financial markets, including that of equity and fixed income investments in the U.S. and abroad, and may be subject to risks associated with investing in high-yield, small-cap, and foreign securities. Principal invested is not guaranteed at any time, including at or after their target dates. Unit price, yield and return will vary.</p> <p><i>This fund is administered pursuant to directions from the Intel Corporation Investment Policy Committee (IPC), which provided the description for this investment option.</i></p> <p><i>Although a separate prospectus is not available, participants have access to detailed information about the Target Date 2045 Fund via Fidelity NetBenefits®. To view the performance of this investment option, visit NetBenefits® at <a href="http://www.401k.com">www.401k.com</a>. Once you enter your SSN or Username and password, select Intel 401(k) Savings Plan &gt; Investment Choices and Research. For more detailed information, select the Morningstar Fund Fact Sheets link within Employer News on the home page. Information on this investment option was provided by Intel Corporation, which manages the fund.</i></p> <p><i>As of July 11, 2011, this fund changed its name from LifeStage 2045 Fund.</i></p>	<b>0.63%</b>
<b>Target Date 2050 Fund</b>	<p><b>What It Is:</b> A diversified investment portfolio which may be appropriate for investors who plan to retire within a few years of 2050 comprising domestic and international equity, global bond and short-term investments, hedge funds and commodities. More information about these investments and their risk characteristics can be found in the 401K Global Diversified Fund description. This investment is not a mutual fund or a collective investment. It is a specifically weighted selection from the investments held in the Intel Corporation Retirement Plans Master Trust.</p> <p><b>Goal:</b> The fund seeks to provide long-term growth of capital and current income.</p> <p><b>What it invests in:</b> The target asset allocation for this fund is 10% bond funds and short-term investments, 60% equity funds, 25% hedge funds, and 5% commodities. Over time, the fund will gradually shift to a more</p>	<b>0.67%</b>

conservative asset mix by decreasing its equity allocation and increasing its bond allocation while maintaining a fixed allocation to hedge funds. The asset allocation changes and simulated performance history are detailed in the quarterly fund fact sheets on the Fidelity NetBenefits® web site. The funds are managed to gradually become more conservative over time as they approach their target date. The investment risk of each Target Date Fund changes over time as its asset allocation changes. They are subject to the volatility of the financial markets, including that of equity and fixed income investments in the U.S. and abroad, and may be subject to risks associated with investing in high-yield, small-cap, and foreign securities. Principal invested is not guaranteed at any time, including at or after their target dates. Unit price, yield and return will vary.

*This fund is administered pursuant to directions from the Intel Corporation Investment Policy Committee (IPC), which provided the description for this investment option.*

*Although a separate prospectus is not available, participants have access to detailed information about the Target Date 2050 Fund via Fidelity NetBenefits®. To view the performance of this investment option, visit NetBenefits® at [www.401k.com](http://www.401k.com). Once you enter your SSN or Username and password, select Intel 401(k) Savings Plan > Investment Choices and Research. For more detailed information, select the Morningstar Fund Fact Sheets link within Employer News on the home page. Information on this investment option was provided by Intel Corporation, which manages the fund.*

**Expense information\*** as of October 19, 2011.

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

Your plans designated default fund is subject to investment risk including risk of loss. Principal invested is not guaranteed at any time. Please consult the fund's description for additional risk information.

In the event of a discrepancy between this notice and the terms of the Plan, the plan document will govern.

\*For a mutual fund, the expense ratio is the total annual fund or class operating expenses (before waivers or reimbursements) paid by the fund and stated as a percent of the fund's total net assets. Where the investment option is not a mutual fund, the figure displayed in the expense information field is intended to reflect similar information. However, it may have been calculated using methodologies that differ from those used for mutual funds. Mutual fund data has been drawn from the most recent prospectus. For non-mutual fund investment options, the information has been provided by the plan sponsor or investment option's manager or the trustee. When no information is shown for these options it is due to the fact that none was available. Nevertheless, there may be fees and expenses associated with the investment option. Expense information changes periodically. Please consult NetBenefits for updates.

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

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

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

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

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# INTEL Retirement Contribution Plan

IMPORTANT PLAN AND INVESTMENT-  
RELATED INFORMATION, INCLUDING THE  
PLAN'S INVESTMENT OPTIONS,  
PERFORMANCE HISTORY, FEES  
AND EXPENSES



# What's Inside

INTEL CORPORATION maintains the INTEL Retirement Contribution Plan (the "Plan"), which generally allows individuals with a balance in the Plan to direct the investment of their account.

Federal law\* requires that certain plan and investment-related information be provided to you because you have an account in the Plan or are eligible to participate. To assist with meeting these disclosure requirements, the Plan Administrator has directed Fidelity Investments® ("Fidelity"), a Plan service provider, to collect, consolidate, and provide you with the information in this brochure.

Inside, you will find:

- An overview of factors to consider when making investment decisions
- Certain Plan information including an explanation of the right to direct investments, any Plan restrictions, and a description of the types of fees and expenses associated with a Plan account
- Various details about the Plan's investment options, which may include historical rates of return, benchmark information, and other fees and restrictions that may be imposed

Please review these materials carefully. Although no action is required at this time, please keep this information in mind when managing or monitoring any account you may have in the Plan. If you already have an account with Fidelity in the INTEL Retirement Contribution Plan and would like to initiate any future changes, log on to [www.401k.com](http://www.401k.com).

**Note:** If this is your first time logging on to [www.401k.com](http://www.401k.com), you will need to register and set up a username and password to access your account. If you already have a username and password for a Fidelity site (including NetBenefits® from a previous employer), you do not need to register again.

Sincerely,

INTEL CORPORATION

\*Section 404(a) of the Employee Retirement Income Security Act of 1974, as amended (ERISA), and Department of Labor (DOL) Regulation Section 2550.404a-5.

## SECTION 1:

Understanding the Basics ..... 2

- Learn more about factors to consider when making investment decisions

## SECTION 2:

Certain Plan Information for You to Review..... 3

- Understand the right to direct investments in the Plan
- Learn about restrictions imposed by the Plan
- Review the types of plan administrative and individual fees and expenses that may be deducted from your account

## SECTION 3:

Evaluating the Plan's Investment Options ..... 239

- Review information about the Plan's investment options, including historical or stated rates of return, fees and expenses, and restrictions across the available investment options

**PREFER EMAIL?** If you would like to receive this material electronically, help us to serve you better by providing Fidelity with your email address. Simply visit [www.401k.com](http://www.401k.com) and select *Your Profile*. From there, you can update your email settings and define your delivery preferences.

SECTION 1:

Understanding the Basics

As you review the investment options in the Plan, which are outlined in Section 3 of this brochure, keep in mind there are several factors that may influence how you choose to invest among them.

When choosing the mix of investments that fits your needs, it's important to consider:

- your time horizon. How many years do you have until you expect to retire?
- your risk tolerance. Do you prefer conservative investments, or are you willing to assume more risk in exchange for the potential to earn a greater return?
- the role your investments in the Plan will play in your overall investment strategy. Is your account in the Plan your primary way of saving for retirement, or do you have other savings vehicles (e.g., savings accounts, IRAs, etc.)?
- the fees you pay. What is the relationship between the fees you pay and the services and potential investment returns you may receive?

Your answers to these questions will assist you as you consider the Plan's investment options. Here are a few other investment-related concepts to keep in mind:

<b>Investment Type</b>	There are three basic investment types: stocks (equities), bonds (fixed income), and short-term investments. Your asset allocation is based on the mix of investments among stocks, bonds and short-term investments that you choose.
<b>Investment Objectives</b>	Different types of investments will have different goals and objectives that can influence the investment's potential for return and risk. You may consider each investment's objective to help you manage how your assets are allocated across the different investment options.
<b>Rate of Return</b>	Historical performance of an investment option at a given point of time.
<b>Management and Investment Fees</b>	Different investment options will have different management styles and corresponding investment fees. As with other factors, the amount of investment fees will affect the investment return.
<b>Transaction Fees and Trading Restrictions</b>	Some investment options charge transaction fees or have restrictions on exchanges or withdrawals. It is important to be aware of these fees and/or restrictions when selecting your investments or effecting transactions.

Visit [www.401k.com](http://www.401k.com) for information and resources to help you make informed investment decisions, including more detailed information on the Plan's investment options.

SECTION 2:

Certain Plan Information for You to Review

Right to Direct Investments

You have the right to direct your account balance, and any future contributions, among the Plan's investment options, subject to any restrictions summarized below. Your rights under the Plan, and any restrictions, are subject to the terms of the Plan. Please refer to your Summary Plan Description.

Investment Options

The Plan offers a choice of investment options that allow you to create a diversified portfolio to help you meet your individual needs. The Plan's investment options, along with certain information about each of them, are listed in Section 3 of this brochure.

Restrictions

There may be certain restrictions, as summarized below, on how investment directions may be made in the Plan.

- Exchanges are not permitted until the calendar year in which participants turn age 50; account balances will be invested in the Global Diversified Fund until investment direction is received.
- Investment elections are not permitted until the calendar year in which participants turn age 50; account balances will be invested in the Global Diversified Fund until investment direction is received.

Any frequent trading restrictions imposed by the Plan and/or by the Plan's investment options are listed in Section 3 of this brochure. Keep in mind, restrictions are subject to change.

Fees and Expenses

If you have an account in the Plan, it may be subject to the following types of fees and expenses:

- Asset-based fees
- Plan administrative fees and expenses
- Individual fees and expenses

Asset Based Fees

Asset-based fees reflect an investment option's total annual operating expenses and include management and other fees. They are often the largest component of retirement plan costs and are paid by all shareholders of the investment option. Typically, asset-based fees are reflected as a percentage of assets invested in the option and often are referred to as an "expense ratio." You may multiply the expense ratio by your balance in the investment option to estimate the annual expenses associated with your holdings. Refer to Section 3 of this brochure for information about the Plan's investment options, including their expense ratios (where applicable).

Asset-based fees are deducted from an investment option's assets, thereby reducing its investment return. Fee levels can vary widely among investment options, depending in part on the type of investment option, its management (including whether it is active or

passive), and the risks and complexities of the option's strategy. There is not necessarily a correlation between fees and investment performance, and fees are just one component to consider when determining which investment options are right for you.

**Plan Administrative Fees and Expenses**

Plan administrative fees may include legal, accounting, trustee, recordkeeping, and other administrative fees and expenses associated with maintaining the Plan. In some instances, they may be deducted from individual accounts in the Plan.

Based on the information and direction Fidelity had on file at the time this brochure was prepared, no plan administrative fees were to be deducted from accounts in the Plan. Please keep in mind that fees are subject to change.

**If any plan administrative fees are actually deducted from your account, they will be reflected on your Plan account statement.**

**Individual Fees and Expenses**

Individual fees and expenses include those associated with a service or transaction that an individual may select. In some instances, they may be deducted from the accounts of those individuals who utilize the service or engage in the transaction.

If you have an account in the Plan and you select or execute the following service(s) or transaction(s), the fee(s) outlined below may be deducted from your account based on the information and direction Fidelity had on file at the time this brochure was prepared. As you review this information, please keep in mind that fees are subject to change and that certain individual fees may not be deducted in some circumstances.

Type of Individual Fee	Amount
Loan Setup Fee	\$35.00 per loan
Loan Maintenance Fee	\$15.00 per year per loan
Overnight Mailing Fee	\$25.00 per transaction

Also please note that you may incur short-term redemption fees, commissions, and similar expenses in connection with transactions associated with your Plan's investment options. Please see Section 3 for details regarding the specific fees that may apply to the investment options available under the Plan.

**If any individual fees are actually deducted from your account, they will be reflected on your Plan account statement.**



### SECTION 3:

## Evaluating the Plan's Investment Options

This section provides information about the investment options in the Plan, including performance, fees and expenses, and any investment restrictions. This data was compiled as of 06/26/2012, unless otherwise specified. Additional information about the Plan's investment options, including a glossary of investment terms to help you better understand the Plan's investment options, is available online at <https://netbenefits.fidelity.com/NBLogin/?option=dcPlan&details>. To request additional investment-related information, or a paper copy of certain information available online, free of charge, contact a Fidelity representative at Fidelity Investments, PO Box # 770003, Cincinnati, OH 45277-0065 or call 888-401-7377.

## Variable Return Investments

The chart below lists the Plan's investment options that do not have a fixed or stated rate of return, along with the benchmark against which each investment option's performance is generally measured. Keep in mind that you cannot invest in the benchmark indices, which are set forth in italics on the chart underneath the name of each investment option.

Investment Name <i>Benchmark</i>	Average Annual Total Return					Inception Date
	1yr.	5yr.	10yr./Life*	As of Date		
TARGET DATE FUNDS						
Asset Class: Blended Funds						
Asset Allocation						
RC Target Date 2005 Fund <i>Barclays Aggregate Bond</i>	1.04%	2.41%	2.41%	12/31/2011	04/27/2004	
RC Target Date 2010 Fund <i>Barclays Aggregate Bond</i>	7.84%	6.50%	5.61%	12/31/2011	04/27/2007	
RC Target Date 2015 Fund <i>MSCI World (N)</i>	-0.13%	2.04%	2.04%	12/31/2011	04/27/2007	
RC Target Date 2020 Fund <i>MSCI World (N)</i>	7.84%	6.50%	6.57%	12/31/2011	04/27/2007	
	-0.61%	1.76%	1.76%	12/31/2011	04/27/2007	
	-5.54%	-2.37%	-4.01%	12/31/2011		
	-1.05%	1.17%	1.17%	12/31/2011	04/27/2007	
	-5.54%	-2.37%	-4.01%	12/31/2011		

As you review this information, you may want to think about whether an investment in a particular option, along with your other investments, will help you achieve your financial goals. Keep in mind that the cumulative effect of fees and expenses can substantially reduce the growth of your retirement savings, but is only one of many factors to consider when you decide to invest in an option. Visit the Department of Labor's website at [http://www.dol.gov/ebsa/publications/401k\\_employee.html](http://www.dol.gov/ebsa/publications/401k_employee.html) for an example of the long-term effect of fees and expenses.

**Understanding Investment Performance:** As you review the following information, please remember that the performance data stated represents past performance, which does not guarantee future results. Investment return and principal value of an investment will fluctuate; therefore, you may have a gain or loss when you sell your shares. Current performance may be higher or lower than the performance stated. To learn more or to obtain the most recent month-end performance, visit [www.401k.com](http://www.401k.com).

Fees and Expenses			Restrictions
Annual Gross Expense Ratio		Shareholder Fees	
As a %	Per \$1,000		
0.640%	\$6.40	N/A	\$
0.690%	\$6.90	N/A	\$
0.670%	\$6.70	N/A	\$
0.680%	\$6.80	N/A	\$

Investment Name Benchmark	Average Annual Total Return				
	1yr.	5yr.	10yr./Life*	As of Date	Inception Date
Asset Class: Blended Funds (cont'd)					
<b>RC Target Date 2025 Fund</b>	N/A	N/A	—	12/31/2011	01/23/2012
MSCI World (N)	N/A	N/A	—	12/31/2011	
<b>RC Target Date Income Fund</b>	1.37%	3.41%	3.41%	12/31/2011	04/27/2004
Barclays Aggregate Bond	7.84%	6.50%	5.61%	12/31/2011	
<b>CORE FUNDS</b>					
Asset Class: Bonds					
Stable Value					
<b>RC Stable Value Fund</b>	2.53%	3.61%	—	12/31/2011	03/31/1990
BofA ML US 3-Mo Trea Bill	0.10%	1.48%	—	12/31/2011	
<b>RETIREMENT CONTRIBUTION</b>					
Asset Class: Blended Funds					
Balanced					
<b>Global Diversified Fund</b>	-0.26%	-0.78%	2.65%	12/31/2011	12/31/1988
MSCI World (N)	-5.54%	-2.37%	3.62%	12/31/2011	

N/A = Not Applicable/None

-- = Not Available

\* Performance provided is Life of Fund, which is since the inception date noted, when the investment option has been in existence for less than 10 years. Life of fund figures are from the inception date to the period shown. For unitized funds, the inception date shown may be that of the fund's underlying investment option. For non-mutual fund pools and trusts whose strategies may be offered to multiple clients and whose returns may be based on a composite, the inception date shown may be the beginning date of the composite's returns.

Total returns are historical and include change in share price and reinvestment of dividends and capital gains, if any. These figures do not include the effect of sales charges, if any, as these fees are waived for contributions made through your retirement plan. If sales charges were included, returns would have been lower.

Please see the disclosure section at the back of this brochure for additional performance and index disclosures.

Fees and Expenses			Restrictions
Annual Gross Expense Ratio		Shareholder Fees	
As a %	Per \$1,000		
0.700%	\$7.00	N/A	\$
0.620%	\$6.20	N/A	\$
0.090%	\$0.90	N/A	\$
0.900%	\$9.00	N/A	\$

#### Expense Ratio

For a mutual fund, the expense ratio is the total annual fund or class operating expenses (before waivers or reimbursements) paid by the fund and stated as a percent of the fund's total net assets. Where the investment option is not a mutual fund, the figure displayed in the expense ratio field is intended to reflect similar information. However, it may have been calculated using methodologies that differ from those used for mutual funds. Mutual fund data has been drawn from the most recent prospectus and has been provided by FMR LLC for Fidelity mutual funds and Morningstar, LLC for non-Fidelity mutual funds. For non-mutual fund investment options, the information has been provided by Morningstar, LLC, the product's investment manager or trustee, or the plan sponsor. When no ratio is shown for these options, it is due to the fact that none was available. Nevertheless, there may be fees and expenses associated with the investment option.

In certain instances, there may be fee waivers and/or expense reimbursements which could result in a temporary reduction to the gross expense ratios listed in the chart. More information is available online at <https://netbenefits.fidelity.com/NBLogin/?option=dcPlanDetails>.

#### **Investment Risk**

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

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

§ Frequent trading in this investment option and/or other investment options subject to such restrictions will result in the limitation or prohibition of additional purchases (other than contributions and loan repayments) for 85 calendar days or a 12 month period.

### Additional Performance Information

Generally, data on Fidelity mutual funds is provided by FMR LLC, data on non-Fidelity mutual funds is provided by Morningstar, LLC and data on non-mutual fund products is provided by Morningstar, LLC or the product's investment manager or trustee or the plan sponsor whose plan is offering the product to participants. Although Fidelity believes data gathered from these third-party sources is reliable, it does not review such information and cannot warrant it to be accurate, complete or timely. Fidelity is not responsible for any damages or losses arising from any use of this third-party information.

RC Target Date 2005 Fund: This investment option is not a mutual fund.

RC Target Date 2010 Fund: This investment option is not a mutual fund.

RC Target Date 2015 Fund: This investment option is not a mutual fund.

RC Target Date 2020 Fund: This investment option is not a mutual fund.

RC Target Date 2025 Fund: This investment option is not a mutual fund.

RC Target Date Income Fund: This investment option is not a mutual fund.

RC Stable Value Fund: This investment option is not a mutual fund.

Global Diversified Fund: This investment option is not a mutual fund.

### Index Definitions

Indices are unmanaged and you cannot invest directly in an index.

Barclays Aggregate Bond: The Barclays U.S. Aggregate Bond Index is an unmanaged market value-weighted index for U.S. dollar denominated investment-grade fixed-rate debt issues, including government, corporate, asset-backed, and mortgage-backed securities with maturities of at least one year.

BofA ML US 3-Mo Trea Bill: The Merrill Lynch 91-Day U.S. Treasury Bill Auction Rate Average tracks the monthly price-only and total return performance of a three-month Treasury bill, based on monthly average auction rates. The value was set at 100 on 12/31/1977.

MSCI World (N): The MSCI World Index (Net) is an unmanaged market capitalization-weighted index that is designed to represent the performance of developed stock markets throughout the world and assumes the highest possible withholding taxes are applicable.

**Before investing in any investment option, please carefully consider the investment objectives, risks, charges, and expenses. For this and other information, call Fidelity at 888-401-7377 or visit [www.401k.com](http://www.401k.com) for a fact sheet, if available. Read it carefully before you invest.**

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## INTEL 401(k) Savings Plan

IMPORTANT PLAN AND INVESTMENT-RELATED INFORMATION, INCLUDING THE PLAN'S INVESTMENT OPTIONS, PERFORMANCE HISTORY, FEES AND EXPENSES

# What's Inside

INTEL CORPORATION maintains the INTEL 401(k) Savings Plan (the "Plan"), which generally allows individuals with a balance in the Plan to direct the investment of their account.

Federal law\* requires that certain plan and investment-related information be provided to you because you have an account in the Plan or are eligible to participate. To assist with meeting these disclosure requirements, the Plan Administrator has directed Fidelity Investments® ("Fidelity"), a Plan service provider, to collect, consolidate, and provide you with the information in this brochure.

Inside, you will find:

- An overview of factors to consider when making investment decisions
- Certain Plan information including an explanation of the right to direct investments, any Plan restrictions, and a description of the types of fees and expenses associated with a Plan account
- Various details about the Plan's investment options, which may include historical rates of return, benchmark information, and other fees and restrictions that may be imposed

Please review these materials carefully. Although no action is required at this time, please keep this information in mind when managing or monitoring any account you may have in the Plan. If you already have an account with Fidelity in the INTEL 401(k) Savings Plan and would like to initiate any future changes, log on to [www.401k.com](http://www.401k.com).

**Note:** If this is your first time logging on to [www.401k.com](http://www.401k.com), you will need to register and set up a username and password to access your account. If you already have a username and password for a Fidelity site (including NetBenefits® from a previous employer), you do not need to register again.

Sincerely,

INTEL CORPORATION

\*Section 404(a) of the Employee Retirement Income Security Act of 1974, as amended (ERISA), and Department of Labor (DOL) Regulation Section 2550.404a-5.

## SECTION 1:

Understanding the Basics ..... 2

- Learn more about factors to consider when making investment decisions

## SECTION 2:

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- Understand the right to direct investments in the Plan
- Learn about restrictions imposed by the Plan
- Review the types of plan administrative and individual fees and expenses that may be deducted from your account

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Evaluating the Plan's Investment Options ..... 247

- Review information about the Plan's investment options, including historical or stated rates of return, fees and expenses, and restrictions across the available investment options

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SECTION 1:

Understanding the Basics

As you review the investment options in the Plan, which are outlined in Section 3 of this brochure, keep in mind there are several factors that may influence how you choose to invest among them.

When choosing the mix of investments that fits your needs, it's important to consider:

- your time horizon. How many years do you have until you expect to retire?
- your risk tolerance. Do you prefer conservative investments, or are you willing to assume more risk in exchange for the potential to earn a greater return?
- the role your investments in the Plan will play in your overall investment strategy. Is your account in the Plan your primary way of saving for retirement, or do you have other savings vehicles (e.g., savings accounts, IRAs, etc.)?
- the fees you pay. What is the relationship between the fees you pay and the services and potential investment returns you may receive?

Your answers to these questions will assist you as you consider the Plan's investment options. Here are a few other investment-related concepts to keep in mind:

<b>Investment Type</b>	There are three basic investment types: stocks (equities), bonds (fixed income), and short-term investments. Your asset allocation is based on the mix of investments among stocks, bonds and short-term investments that you choose.
<b>Investment Objectives</b>	Different types of investments will have different goals and objectives that can influence the investment's potential for return and risk. You may consider each investment's objective to help you manage how your assets are allocated across the different investment options.
<b>Rate of Return</b>	Historical performance of an investment option at a given point of time.
<b>Management and Investment Fees</b>	Different investment options will have different management styles and corresponding investment fees. As with other factors, the amount of investment fees will affect the investment return.
<b>Transaction Fees and Trading Restrictions</b>	Some investment options charge transaction fees or have restrictions on exchanges or withdrawals. It is important to be aware of these fees and/or restrictions when selecting your investments or effecting transactions.

Visit [www.401k.com](http://www.401k.com) for information and resources to help you make informed investment decisions, including more detailed information on the Plan's investment options.

SECTION 2:

Certain Plan Information for You to Review

Right to Direct Investments

You have the right to direct your account balance, and any future contributions, among the Plan's investment options, subject to any restrictions summarized below. Your rights under the Plan, and any restrictions, are subject to the terms of the Plan. Please refer to your Summary Plan Description.

Investment Options

The Plan offers a choice of investment options that allow you to create a diversified portfolio to help you meet your individual needs. The Plan's investment options, along with certain information about each of them, are listed in Section 3 of this brochure.

Fidelity BrokerageLink®

The Plan also provides access to Fidelity BrokerageLink®, which allows you to choose from investments beyond those options offered by the Plan.<sup>1</sup> The Plan's fiduciaries do not monitor the investments available in BrokerageLink.

Restrictions

There may be certain restrictions, as summarized below, on how investment directions may be made in the Plan.

- Investment elections for any investment option are not allowed within the Free\$tock source.
- Investment elections for any investment option are not allowed within the Merged Company QNEC source.
- Exchanges into Reserve Primary Institutional Fund are not allowed.
- Exchanges out of Reserve Primary Institutional Fund are not allowed.
- Investment elections for Reserve Primary Institutional Fund are not allowed.
- Investment elections for Intel Stock Fund may not exceed 20%.
- Exchanges out of Intel Stock Fund must be in 1% increments.
- Exchanges into Intel Stock Fund are not allowed if this exchange will result in excess of 20% of your total balance across all sources being held in Intel Stock Fund.

Any frequent trading restrictions imposed by the Plan and/or by the Plan's investment options are listed in Section 3 of this brochure. Keep in mind, restrictions are subject to change.

Exercising Voting, Tender, and Similar Rights

You have the right to exercise voting, tender, and similar rights related to the following investments you may have in your Plan account:

- Mutual Funds
- Intel Stock Fund

Fees and Expenses

If you have an account in the Plan, it may be subject to the following types of fees and expenses:

- Asset-based fees
- Plan administrative fees and expenses
- Individual fees and expenses

### Asset Based Fees

Asset-based fees reflect an investment option's total annual operating expenses and include management and other fees. They are often the largest component of retirement plan costs and are paid by all shareholders of the investment option. Typically, asset-based fees are reflected as a percentage of assets invested in the option and often are referred to as an "expense ratio." You may multiply the expense ratio by your balance in the investment option to estimate the annual expenses associated with your holdings. Refer to Section 3 of this brochure for information about the Plan's investment options, including their expense ratios (where applicable).

Asset-based fees are deducted from an investment option's assets, thereby reducing its investment return. Fee levels can vary widely among investment options, depending in part on the type of investment option, its management (including whether it is active or passive), and the risks and complexities of the option's strategy. There is not necessarily a correlation between fees and investment performance, and fees are just one component to consider when determining which investment options are right for you.

### Plan Administrative Fees and Expenses

Plan administrative fees may include legal, accounting, trustee, recordkeeping, and other administrative fees and expenses associated with maintaining the Plan. In some instances, they may be deducted from individual accounts in the Plan.

Based on the information and direction Fidelity had on file at the time this brochure was prepared, no plan administrative fees were to be deducted from accounts in the Plan. Please keep in mind that fees are subject to change.

**If any plan administrative fees are actually deducted from your account, they will be reflected on your Plan account statement.**

### Individual Fees and Expenses

Individual fees and expenses include those associated with a service or transaction that an individual may select. In some instances, they may be deducted from the accounts of those individuals who utilize the service or engage in the transaction.

If you have an account in the Plan and you select or execute the following service(s) or transaction(s), the fee(s) outlined below may be deducted from your account based on the information and direction Fidelity had on file at the time this brochure was prepared. As you review this information, please keep in mind that fees are subject to change and that certain individual fees may not be deducted in some circumstances.

Type of Individual Fee	Amount
Loan Setup Fee	\$35.00 per loan
Loan Maintenance Fee	\$15.00 per year per loan
Overnight Mailing Fee	\$25.00 per transaction

Also please note that you may incur short-term redemption fees, commissions, and similar expenses in connection with transactions associated with your Plan's investment options. Please see Section 3 for details regarding the specific fees that may apply to the investment options available under the Plan.

**If any individual fees are actually deducted from your account, they will be reflected on your Plan account statement.**

*† A self-directed brokerage account may entail greater risk and is not appropriate for everyone. Additional fees apply to a BrokerageLink account. Please refer to the fact sheet and commission schedule for a complete listing of brokerage fees. This information may be available on [www.401k.com](http://www.401k.com), or you may request a copy by calling Fidelity at 888-401-7377.*



### SECTION 3:

## Evaluating the Plan's Investment Options

This section provides information about the investment options in the Plan, including performance, fees and expenses, and any investment restrictions. This data was compiled as of 06/26/2012, unless otherwise specified. Additional information about the Plan's investment options, including a glossary of investment terms to help you better understand the Plan's investment options, is available online at <https://netbenefits.fidelity.com/NBLogin/?option=dcPlanDetails>. To request additional investment-related information, or a paper copy of certain information available online, free of charge, contact a Fidelity representative at Fidelity Investments, PO Box # 770003, Cincinnati, OH 45277-0065 or call 888-401-7377.

## Variable Return Investments

The chart below lists the Plan's investment options that do not have a fixed or stated rate of return, along with the benchmark against which each investment option's performance is generally measured. Keep in mind that you cannot invest in the benchmark indices, which are set forth in italics on the chart underneath the name of each investment option.

Investment Name <i>Benchmark</i>	Average Annual Total Return					Inception Date
	1yr.	5yr.	10yr./Life*	As of Date		
TARGET DATE FUNDS						
Asset Class: Blended Funds						
Asset Allocation						
Target Date 2005 Fund <i>Barclays Aggregate Bond</i>	1.21%	—	2.98%	12/31/2011	12/15/2006	
	7.84%	—	6.39%	12/31/2011		
Target Date 2010 Fund <i>Barclays Aggregate Bond</i>	0.19%	N/A	6.15%	12/31/2011	10/27/2009	
	7.84%	N/A	6.62%	12/31/2011		
Target Date 2015 Fund <i>MSCI World (N)</i>	-0.31%	1.31%	4.27%	12/31/2011	12/15/2006	
	-5.54%	-2.37%	-2.34%	12/31/2011		
Target Date 2020 Fund <i>MSCI World (N)</i>	-0.60%	N/A	5.29%	12/31/2011	10/27/2009	
	-5.54%	N/A	4.20%	12/31/2011		

As you review this information, you may want to think about whether an investment in a particular option, along with your other investments, will help you achieve your financial goals. Keep in mind that the cumulative effect of fees and expenses can substantially reduce the growth of your retirement savings, but is only one of many factors to consider when you decide to invest in an option. Visit the Department of Labor's website at [http://www.dol.gov/ebsa/publications/401k\\_employee.html](http://www.dol.gov/ebsa/publications/401k_employee.html) for an example of the long-term effect of fees and expenses.

**Understanding Investment Performance:** As you review the following information, please remember that the performance data stated represents past performance, which does not guarantee future results. Investment return and principal value of an investment will fluctuate; therefore, you may have a gain or loss when you sell your shares. Current performance may be higher or lower than the performance stated. To learn more or to obtain the most recent month-end performance, visit [www.401k.com](http://www.401k.com).

Fees and Expenses			Restrictions
Annual Gross Expense Ratio		Shareholder Fees	
As a %	Per \$1,000		
250			
0.650%	\$6.50	N/A	\$
0.690%	\$6.90	N/A	\$
0.680%	\$6.80	N/A	\$
0.690%	\$6.90	N/A	\$

Investment Name Benchmark	Average Annual Total Return				
	1yr.	5yr.	10yr./Life*	As of Date	Inception Date
Asset Class: Blended Funds (cont'd)					
<b>Target Date 2025 Fund</b>	-1.51%	-0.29%	3.43%	12/31/2011	04/27/2004
<i>MSCI World (N)</i>	-5.54%	-2.37%	3.43%	12/31/2011	
<b>Target Date 2030 Fund</b>	N/A	N/A	-5.45%	12/31/2011	07/01/2011
<i>MSCI World (N)</i>	N/A	N/A	—	12/31/2011	
<b>Target Date 2035 Fund</b>	-1.91%	-1.26%	3.00%	12/31/2011	04/27/2004
<i>MSCI World (N)</i>	-5.54%	-2.37%	3.43%	12/31/2011	
<b>Target Date 2040 Fund</b>	N/A	N/A	-5.79%	12/31/2011	07/01/2011
<i>MSCI World (N)</i>	N/A	N/A	—	12/31/2011	
<b>Target Date 2045 Fund</b>	-2.20%	-1.47%	3.19%	12/31/2011	04/27/2004
<i>MSCI World (N)</i>	-5.54%	-2.37%	3.43%	12/31/2011	
<b>Target Date 2050 Fund</b>	N/A	N/A	-6.34%	12/31/2011	07/01/2011
<i>MSCI World (N)</i>	N/A	N/A	—	12/31/2011	
<b>Target Date Income Fund</b>	1.39%	2.93%	4.12%	12/31/2011	12/15/2006
<i>Barclays Aggregate Bond</i>	7.84%	6.50%	6.39%	12/31/2011	
Balanced					
<b>401K Global Diversified Fund</b>	-0.17%	-0.94%	2.57%	12/31/2011	03/28/2008
<i>MSCI World (N)</i>	-5.54%	-2.37%	3.62%	12/31/2011	

Fees and Expenses			Restrictions
Annual Gross Expense Ratio		Shareholder Fees	
As a %	Per \$1,000		
0.700%	\$7.00	N/A	\$
0.710%	\$7.10	N/A	\$
0.710%	\$7.10	N/A	\$
0.710%	\$7.10	N/A	\$
0.710%	\$7.10	N/A	\$
0.710%	\$7.10	N/A	\$
0.710%	\$7.10	N/A	\$
0.620%	\$6.20	N/A	\$
0.900%	\$9.00	N/A	\$

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Investment Name Benchmark	Average Annual Total Return				
	1yr.	5yr.	10yr./Life*	As of Date	Inception Date
<b>CORE FUNDS</b>					
<b>Asset Class: Stocks</b>					
Company Stock					
<b>Intel Stock Fund</b>	19.33%	6.72%	-0.67%	12/31/2011	04/04/2000
S&P 500	2.11%	-0.25%	2.92%	12/31/2011	
Large Cap Growth					
<b>Fidelity® Growth Company Fund</b>	0.67%	3.95%	4.76%	12/31/2011	01/17/1983
Russell 3000 Growth	2.18%	2.46%	2.74%	12/31/2011	
Large Cap Blend					
<b>Large Cap U.S. Stock Fund</b>	4.87%	0.22%	3.96%	12/31/2011	04/19/2004
Russell 1000	1.50%	-0.02%	3.78%	12/31/2011	
<b>Vanguard Institutional Index Fund</b>	2.12%	-0.20%	2.97%	12/31/2011	07/07/1997
S&P 500	2.11%	-0.25%	2.92%	12/31/2011	
Large Cap Value					
<b>Dodge &amp; Cox Stock Fund</b>	-4.08%	-4.10%	4.03%	12/31/2011	01/04/1965
S&P 500	2.11%	-0.25%	2.92%	12/31/2011	
Mid-Cap Blend					
<b>Fidelity® Low-Priced Stock Fund</b>	-0.06%	2.01%	8.61%	12/31/2011	12/27/1989
Russell 2000	-4.18%	0.15%	5.62%	12/31/2011	
Small Cap Blend					
<b>BlackRock Russell 2500® Index Fund</b>	—	N/A	—	12/31/2011	09/30/2008
Russell 2500	—	N/A	—	12/31/2011	

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Fees and Expenses			Restrictions
Annual Gross Expense Ratio		Shareholder Fees	
As a %	Per \$1,000		
N/A	N/A	Commission on stock trades: \$0.034 per share. The Securities and Exchange Commission (SEC) assesses a \$0.0000224 fee on the proceeds of the sale of company stock shares.	\$ ††
0.840%	\$8.40	N/A	\$
0.260%	\$2.60	N/A	\$
0.020%	\$0.20	N/A	\$
0.520%	\$5.20	N/A	\$
0.830%	\$8.30	Short term trading fees of 1.5% for shares held less than 90 days	\$
0.030%	\$0.30	N/A	N/A

Investment Name Benchmark	Average Annual Total Return				
	1yr.	5yr.	10yr./Life*	As of Date	Inception Date
Asset Class: Stocks (cont'd)					
<b>Small Cap U.S. Stock Fund</b>	-9.77%	-0.39%	4.93%	12/31/2011	04/27/2004
<i>Russell 2000</i>	-4.18%	0.15%	4.35%	12/31/2011	
Foreign					
<b>American Funds EuroPacific Growth Fund Class R-5</b>	-13.33%	-1.16%	6.82%	12/31/2011	05/15/2002
<i>MSCI AC Wld ex US (G)</i>	-13.33%	-2.48%	6.60%	12/31/2011	
<b>BlackRock MSCI ACWI ex-US IMI Index Fund</b>	N/A	N/A	—	12/31/2011	02/28/2011
<i>MSCI ACWI ex US IMI (N)</i>	N/A	N/A	—	12/31/2011	
<b>International Stock Fund</b>	-8.01%	-3.10%	5.02%	12/31/2011	04/27/2004
<i>MSCI AC Wld ex US (N)</i>	-13.71%	-2.92%	5.18%	12/31/2011	
Diversfd Emerging Mkts					
<b>Lazard Emerging Markets</b>	-15.04%	3.98%	7.37%	12/31/2011	08/31/2006
<i>MSCI Emerging Markets (N)</i>	-18.42%	2.40%	5.57%	12/31/2011	
International					
<b>BlackRock Emerging Market Index Fund</b>	—	N/A	—	12/31/2011	12/07/2008
<i>MSCI Emerging Markets (N)</i>	—	N/A	—	12/31/2011	
Asset Class: Bonds					
Intermediate-Term					
<b>BlackRock U.S. Debt Index Fund</b>	—	—	—	12/31/2011	06/06/1996
<i>Barclays Aggregate Bond</i>	—	—	—	12/31/2011	
<b>PIMCO Total Return Fund Institutional Class</b>	4.16%	8.09%	6.80%	12/31/2011	05/11/1987
<i>Barclays Aggregate Bond</i>	7.84%	6.50%	5.78%	12/31/2011	

Fees and Expenses			Restrictions
Annual Gross Expense Ratio		Shareholder Fees	
As a %	Per \$1,000		
0.690%	\$6.90	N/A	\$
0.550%	\$5.50	N/A	\$
0.100%	\$1.00	N/A	N/A
0.480%	\$4.80	N/A	\$
			253
0.830%	\$8.30	N/A	N/A
0.100%	\$1.00	N/A	N/A
0.025%	\$0.25	N/A	N/A
0.460%	\$4.60	N/A	\$



Investment Name Benchmark	Average Annual Total Return				
	1yr.	5yr.	10yr./Life*	As of Date	Inception Date
	Stable Value				
<b>Stable Value Fund</b>	2.55%	3.62%	3.82%	12/31/2011	03/31/1990
BofA ML US 3-Mo Trea Bill	0.10%	1.48%	1.95%	12/31/2011	
International					
<b>Global Bond Fund</b>	5.63%	4.71%	4.43%	12/31/2011	03/28/2008
Barclays Aggregate Bond	7.81%	6.50%	6.25%	12/31/2011	
Asset Class: Short-term					
Short Government					
<b>Invesco Government &amp; Agency Portfolio</b>	0.03%	1.55%	2.00%	12/31/2011	09/01/1998
BofA ML US 3-Mo Trea Bill	0.10%	1.48%	1.95%	12/31/2011	
Reserve Primary Institutional Fund					
	N/A	N/A	—		06/25/2003
<b>BROKERAGELINK</b>					
Asset Class: Other					
Other					
<b>Fidelity BrokerageLink®</b>	—	—	—		

N/A = Not Applicable/None

-- = Not Available

\* Performance provided is Life of Fund, which is since the inception date noted, when the investment option has been in existence for less than 10 years. Life of fund figures are from the inception date to the period shown. For unitized funds, the inception date shown may be that of the fund's underlying investment option. For non-mutual fund pools and trusts whose strategies may be offered to multiple clients and whose returns may be based on a composite, the inception date shown may be the beginning date of the composite's returns.

Total returns are historical and include change in share price and reinvestment of dividends and capital gains, if any. These figures do not include the effect of sales charges, if any, as these fees are waived for contributions made through your retirement plan. If sales charges were included, returns would have been lower.

Fees and Expenses			Restrictions
Annual Gross Expense Ratio		Shareholder Fees	
As a %	Per \$1,000		
0.090%	\$0.90	N/A	††
0.170%	\$1.70	N/A	\$
0.140%	\$1.40	N/A	N/A
—	—	N/A	‡
—	—	N/A	N/A

The current yield reflects the current earnings of the fund, while the total return refers to a specific past holding period. The 7-Day Yield is based on a calculation prescribed by the SEC. It is the average income return over the previous seven days, assuming the rate stays the same for one year and that dividends are reinvested. It is the Fund's total income net of expenses, divided by the total number of outstanding shares. This yield does not allow for the inclusion of capital gains or losses.

Please see the disclosure section at the back of this brochure for additional performance and index disclosures.

#### Expense Ratio

For a mutual fund, the expense ratio is the total annual fund or class operating expenses (before waivers or reimbursements) paid by the fund and stated as a percent of the fund's total net assets.

Where the investment option is not a mutual fund, the figure displayed in the expense ratio field is intended to reflect similar information. However, it may have been calculated using methodologies that differ from those used for mutual funds. Mutual fund data has been drawn from the most recent prospectus and has been provided by FMR LLC for Fidelity mutual funds and Morningstar, LLC for non-Fidelity mutual funds. For non-mutual fund investment options, the information has been provided by Morningstar, LLC, the product's investment manager or trustee, or the plan sponsor. When no ratio is shown for these options, it is due to the fact that none was available. Nevertheless, there may be fees and expenses associated with the investment option.

In certain instances, there may be fee waivers and/or expense reimbursements which could result in a temporary reduction to the gross expense ratios listed in the chart. More information is available online at <https://netbenefits.fidelity.com/NBLlogin?option=dc&landetails>.

#### Investment Risk

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

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

Company stock funds are neither mutual funds nor diversified or managed investment options.

The value of your investment in a company stock fund is affected by the performance of the company and the overall stock market and, if applicable, by the amount and performance of any short-term investments held by the fund.

To help achieve long-term retirement security, you should give careful consideration to the benefits of a well-balanced and diversified investment portfolio. Spreading your assets among different types of investments can help you achieve a favorable rate of return, while minimizing your overall risk of losing money. This is because market or other economic conditions that cause one category of assets, or one particular security, to perform very well often cause another asset category, or other particular security to perform poorly. If you invest more than 20% of your retirement savings in any one company or industry, your savings may not be properly diversified. Although diversification is not a guarantee against loss, it is an effective strategy to help manage your investment risk.

Investments in mid-sized companies may involve greater risk than those of larger, more well known companies, but may be less volatile than investments in smaller companies.

Investments in smaller companies may involve greater risk than those in larger, more well known companies.

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.

In general the bond market is volatile and bonds entail interest rate risk (as interest rates rise bond prices usually fall and vice versa). This effect is usually pronounced for longer-term securities. Bonds also entail the risk of issuer default, issuer credit risk and inflation risk.

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.

‡ Closed to new investments including contributions and exchanges

## You are not permitted to make a direct exchange between the following funds which are considered "competing funds":

- Stable Value Fund and Fidelity BrokerageLink®
- Stable Value Fund and Invesco Government & Agency Portfolio

Before exchanging between these funds, you must first exchange to a non-competing fund for 90 days. These requirements are typically imposed by issuers such as insurance companies, banks, or other approved financial institutions as a condition for issuing investment contracts to retirement plans.

§ Frequent trading in this investment option and/or other investment options subject to such restrictions will result in the limitation or prohibition of additional purchases (other than contributions and loan repayments) for 85 calendar days or a 12 month period.

†† Trades on a monthly basis.



### Additional Performance Information

Generally, data on Fidelity mutual funds is provided by FMR LLC, data on non-Fidelity mutual funds is provided by Morningstar, LLC and data on non-mutual fund products is provided by Morningstar, LLC or the product's investment manager or trustee or the plan sponsor whose plan is offering the product to participants. Although Fidelity believes data gathered from these third-party sources is reliable, it does not review such information and cannot warrant it to be accurate, complete or timely. Fidelity is not responsible for any damages or losses arising from any use of this third-party information.

Target Date 2005 Fund: This investment option is not a mutual fund.

Target Date 2010 Fund: This investment option is not a mutual fund.

Target Date 2015 Fund: This investment option is not a mutual fund.

Target Date 2020 Fund: This investment option is not a mutual fund.

Target Date 2025 Fund: This investment option is not a mutual fund.

Target Date 2030 Fund: This investment option is not a mutual fund.

Target Date 2035 Fund: This investment option is not a mutual fund.

Target Date 2040 Fund: This investment option is not a mutual fund.

Target Date 2045 Fund: This investment option is not a mutual fund.

Target Date 2050 Fund: This investment option is not a mutual fund.

Target Date Income Fund: This investment option is not a mutual fund.

401K Global Diversified Fund: This investment option is not a mutual fund.

Intel Stock Fund: This investment option is not a mutual fund.

Large Cap U.S. Stock Fund: This investment option is not a mutual fund.

BlackRock Russell 2500<sup>®</sup> Index Fund: This investment option is not a mutual fund.

Small Cap U.S. Stock Fund: This investment option is not a mutual fund.

BlackRock MSCI ACWI ex-US IMI Index Fund: This investment option is not a mutual fund.

International Stock Fund: This investment option is not a mutual fund.

Lazard Emerging Markets: This investment option is not a mutual fund.

BlackRock Emerging Market Index Fund: This investment option is not a mutual fund.

BlackRock U.S. Debt Index Fund: This investment option is not a mutual fund.

Stable Value Fund: This investment option is not a mutual fund.

Global Bond Fund: This investment option is not a mutual fund.

Invesco Government & Agency Portfolio: This investment option is not a mutual fund.

### Index Definitions

Indices are unmanaged and you cannot invest directly in an index.

Barclays Aggregate Bond: The Barclays U.S. Aggregate Bond Index is an unmanaged market value-weighted index for U.S. dollar denominated investment-grade fixed-rate debt issues, including government, corporate, asset-backed, and mortgage-backed securities with maturities of at least one year.

BofA ML US 3-Mo Trea Bill: The Merrill Lynch 91-Day U.S. Treasury Bill Auction Rate Average tracks the monthly price-only and total return performance of a three-month Treasury bill, based on monthly average auction rates. The value was set at 100 on 12/31/1977.

MSCI AC Wld ex US (G): The MSCI All Country World Index ex-U.S. Index is an unmanaged market capitalization-weighted index representing both the developed and the emerging markets excluding the U.S. Excludes securities in which trading is restricted or difficult for foreigners.

MSCI AC Wld ex US (N): MSCI All Country World ex USA Index is a market capitalization-weighted index of stocks traded in global developed and emerging markets, excluding the United States. The Index is designed to measure equity market performance in global developed and emerging markets, excluding the United States and excludes certain market segments unavailable to U.S. based investors

MSCI ACWI ex US IMI (N): The MSCI ACWI ex-US Investable Market Index represents approximately 99% of the world's total market capitalization outside the US. The ACWI ex US IMI defines the non-US equity asset class and covers 22 developed markets and 22 emerging markets. The IMI (Investable Market Index) combines large, mid & small capitalization equity offerings and thus, provides the broadest international exposure available. The index is unmanaged and should not be considered an investment. It is not possible to invest directly in an index.

MSCI Emerging Markets (N): The MSCI Emerging Markets Index is an unmanaged market capitalization weighted index of equity securities of companies in various countries. This index is designed to represent the performance of emerging stock markets throughout the world excluding certain market segments unavailable to U.S. based investors. The calculation of this index assumes the minimum possible dividend reinvestment, after deduction of withholding tax, and assumes the highest applicable withholding tax rates.

MSCI World (N): The MSCI World Index (Net) is an unmanaged market capitalization-weighted index that is designed to represent the performance of developed stock markets throughout the world and assumes the highest possible withholding taxes are applicable.

Russell 1000: The Russell 1000<sup>®</sup> Index is an unmanaged market capitalization-weighted index measuring the performance of the 1,000 largest companies in the Russell 3000<sup>®</sup> Index and is an appropriate index for broad-based large-cap funds.

Russell 2000: The Russell 2000<sup>®</sup> Index is an unmanaged market capitalization-weighted index of 2,000 small company stocks of U.S. domiciled companies.

Russell 2500: The Russell 2500<sup>™</sup> Index is an unmanaged market capitalization-weighted index measuring the performance of the 2,500 smallest companies in the Russell 3000 Index.

Russell 3000 Growth: The Russell 3000 Growth Index is an unmanaged market capitalization-weighted index of growth-oriented stocks of U.S. domiciled companies that are included in the Russell 3000 Index. Growth-oriented stocks tend to have higher price-to-book ratios and higher forecasted growth values.

S&P 500: The S&P 500<sup>®</sup> 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.

**Before investing in any investment option, please carefully consider the investment objectives, risks, charges, and expenses. For this and other information, call Fidelity at 888-401-7377 or visit [www.401k.com](http://www.401k.com) for a free mutual fund prospectus or, if available, a summary prospectus. For information on other investment options, contact Fidelity to request a fact sheet. Read it carefully before you invest.**





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