



Your Arizona University System Optional Retirement Plan Transition Guide

Guiding you through the retirement plan changes ahead.

Inside are details about the transition of the Arizona University System Optional Retirement Plan (ORP) accounts held at VALIC. This guide will address how the transition will affect you as a VALIC ORP participant and steps you may want to consider regarding your ORP account assets and future contributions.

Turn here®



We encourage you to use this guide as a resource to help you make the best investment decisions for your future.

- Carefully review key transition dates. Be aware of which services may be temporarily unavailable.
- Understand how your current investment lineup may change during the plan conversion.
- Prepare to take advantage of the new services and investment options your plan will offer after the plan conversion is complete.

Table of Contents	
Changes ahead	3
Important dates	4-5
Blackout period	6
ORP investment options available through Fidelity	6-7
Plan conversion to Fidelity	8-9
Take action and explore plan features	10
Frequently asked questions	11

Changes ahead

The Arizona University System believes in offering a strong benefits program to their employees. As a result of the periodic procurement process conducted by the Arizona University System, beginning in September VALIC will no longer be offered as an ORP provider. Fidelity Investments® and TIAA-CREF will be offered as ORP providers, and as a VALIC participant, you have the option to elect one of these providers.

If you do not actively elect a new provider by the deadlines listed in this guide, your future ORP contributions and account balances held in the mutual fund option with VALIC will be directed to Fidelity Investments on your behalf. This plan conversion will not affect assets held in the VALIC annuity contracts or assets held in the VALIC Fixed Interest Option.

Conversion of ORP assets from VALIC

If you are currently employed and have an ORP account with VALIC:

- Your future contributions to the ORP will be redirected to Fidelity Investments, unless you take action to redirect future contributions to TIAA-CREF.
- Your mutual fund account balances (excluding annuity contracts and the VALIC Fixed Interest Option) will transfer to Fidelity Investments, unless you take action and transfer your mutual fund account balances to TIAA-CREF or to Fidelity Investments prior to the plan conversion.
- The VALIC Fixed Interest Option balances will remain at VALIC. However, if you choose to do an individual account transfer, only 20% of your VALIC Fixed Interest Option account balance, on an annual basis, will be transferred to your selected ORP provider. No future contributions will be directed to this option.
- If you are invested in VALIC's annuity contract (GUP-74: V-Plan: Impact: Independence Plus: Portfolio Director), your annuity contract and annuity account balance will not transfer and will remain at VALIC. No future contributions will be directed to these options.

If you are separated from service and have an ORP account with VALIC:

- Your mutual fund account balances (excluding VALIC annuity contracts and the VALIC Fixed Interest Option) will transfer to Fidelity Investments, unless you take action and transfer your mutual fund account balances to TIAA-CREF or to Fidelity prior to the plan conversion.
- The VALIC Fixed Interest Option balances will remain at VALIC. However, if you choose to do an individual account transfer, only 20% of your VALIC Fixed Interest Option account balance, on an annual basis, will be transferred to your selected ORP provider. Contact VALIC for details.
- If you are invested in VALIC's annuity contract (GUP-74: V-Plan: Impact: Independence Plus: Portfolio Director), your annuity contract and annuity account balance will not transfer and will remain at VALIC.

Important dates

All VALIC participants with assets invested in the mutual fund options (excluding annuity contracts and the Fixed Interest Option) will be affected by the following activities:

KEY DATE	PLAN ACTIVITY	WHAT IT MEANS TO YOU
September 12, 2011, at 1 p.m. Pacific time	Last day to request paperwork required to process an account transfer, withdrawal or distribution from VALIC. Please allow enough time to request, receive, complete, and return the paperwork to VALIC.	Be sure to request any paperwork required to initiate an account transfer, withdrawal or distribution (if eligible) prior to this date.
September 19, 2011, at 1 p.m. Pacific time	Last day at VALIC to: <ul style="list-style-type: none"> • Process an account transfer, withdrawal or distribution. • Request an exchange (transfer) between investment options at VALIC. VALIC blackout period begins.	The blackout period begins for participants with a VALIC mutual fund account. If you still have a mutual fund account balance at VALIC on this date, you cannot conduct any of these activities until the plan conversion ends, expected to be the week of October 9, 2011.

You have the opportunity to redirect your future contributions to either TIAA-CREF or Fidelity.

If you take no action in directing your future contributions to either TIAA-CREF or Fidelity, your future contributions will be redirected to Fidelity. Please review the following important dates for directing your future contributions:

KEY DATE	PLAN ACTIVITY	WHAT IT MEANS TO YOU
September 2, 2011, at 1 p.m. Pacific time	BrokerageLink Participant Acknowledgement forms are due.	If you wish to direct future contributions to Fidelity BrokerageLink® you must complete and return the required forms by this date.
September 15, 2011 at 5 p.m. Pacific time	Last day for VALIC participants to actively select TIAA-CREF or Fidelity as the ORP provider for your future contributions.	UA or NAU participants can elect a new provider in your online enrollment system. ASU participants must complete an election of retirement option form. If you do not make an ORP provider election, your future contributions will be directed to Fidelity as part of the plan conversion. If you direct future contributions to TIAA-CREF, be sure to contact TIAA-CREF at 1-800-842-2252 to make your investment elections.
September 19, 2011, at 1 p.m. Pacific time	Investment elections to Fidelity's new investment lineup or to Fidelity BrokerageLink can now be selected for future contributions. The Fidelity Retirement Service Center and Fidelity NetBenefits® web site are available to establish investment elections for future contributions. <ul style="list-style-type: none"> • www.mysavingsatwork.com/atwork/abor.htm • 1-800-343-0860 VALIC blackout period begins. This is the last day VALIC will process account transfers, exchange (transfer) between investment options, withdrawals or distributions.	To ensure your future contributions are directed according to your preference and goals, you must establish your investment elections. If no ORP provider or investment election is made prior to the September 23 contributions, your contributions will be directed to one of the lifecycle funds at Fidelity. You can make changes to your investment elections for future contributions in the new investment lineup or to BrokerageLink at any time. In Fidelity NetBenefits® you can now: <ul style="list-style-type: none"> • Set up a personal identification number (PIN) and email preferences. • Review and select investments for future contributions. • Choose your beneficiaries. Beneficiary information currently on file at VALIC will not transfer to Fidelity.
September 23, 2011	ORP contributions are directed to Fidelity, unless directed otherwise.	Your future contributions will be invested in a Fidelity Freedom K® Fund at Fidelity, unless you've directed otherwise.

You have the opportunity to transfer current ORP account balances held at VALIC to either TIAA-CREF or Fidelity.

If you take no action in transferring your ORP account balances from the VALIC mutual fund option to either TIAA-CREF or Fidelity, your ORP mutual fund account balances (excluding annuity contracts and the Fixed Interest Option) will transfer to Fidelity on your behalf as part of the plan conversion. Please review the following important dates for the plan conversion of mutual fund account balances:

KEY DATE	PLAN ACTIVITY	WHAT IT MEANS TO YOU
September 19, 2011, at 1 p.m. Pacific time	<p>VALIC blackout period begins. This is the last day VALIC will process account transfers, exchange (transfer) between investment options, withdrawals, or distributions.</p> <p>The Fidelity Retirement Service Center and Fidelity NetBenefits® web site open for certain plan services.</p> <ul style="list-style-type: none"> • www.mysavingsatwork.com/atwork/abor.htm • 1-800-343-0860 	<p>If you still have a mutual fund account balance at VALIC on this date, you cannot conduct any of these activities until the plan conversion ends, expected to be the week of October 9, 2011.</p> <p>In Fidelity NetBenefits® you can now:</p> <ul style="list-style-type: none"> • Set up a personal identification number (PIN) and e-mail preferences. • Choose your beneficiaries. Beneficiary information currently on file at VALIC will not transfer to Fidelity. • Review investment option information and request mutual fund prospectuses.
September 27, 2011, at 1 p.m. Pacific time	VALIC mutual fund account balances (excluding annuity contracts and the Fixed Interest Option) will be valued at the close of the market, usually 1 p.m. Pacific time.	As part of the plan conversion, your eligible VALIC mutual fund account balances will remain invested in your current investment options at VALIC until they are transferred to Fidelity on your behalf.
September 28, 2011, at 1 p.m. Pacific time	VALIC mutual fund account balances (excluding annuity contracts and the Fixed Interest Option) are scheduled to be transferred to Fidelity.	On this date, your eligible VALIC mutual fund account balances are scheduled to be invested in the new investment options at Fidelity. Please see the section titled <i>Plan conversion to Fidelity</i> , which includes a mapping schedule.
Week of October 9, 2011	<p>Blackout period ends.</p> <p>The blackout period is expected to end for the plan conversion and the Fidelity Retirement Service Center and Fidelity NetBenefits® web site open for all plan services.</p> <ul style="list-style-type: none"> ▪ www.mysavingsatwork.com/atwork/abor.htm ▪ 1-800-343-0860 	<p>You can now:</p> <ul style="list-style-type: none"> • View your ORP plan account balance at Fidelity. • Make exchanges (transfer) among investment options. • Request a distribution or withdrawal (if eligible).
Mid October, 2011	Final mutual fund account statement from VALIC.	Your final mutual fund account statement will be mailed to you in mid October from VALIC. You may continue to receive a VALIC statement if you have an annuity contract or Fixed Interest Option.
Mid October, 2011	Online account statement from Fidelity.	<ul style="list-style-type: none"> • Go online to Fidelity NetBenefits® to access "Statement On Demand" for your account. Be sure to set your statement delivery preference. • Compare your online account statement with your final account statement from VALIC. Notify Fidelity with any questions. • You may obtain a paper account statement from Fidelity upon request.

The effective date of plan changes and the end of the blackout period depend on the accurate, timely transfer of data. If this does not occur, the delivery of services and investment options described here could be delayed.

Blackout period

To ensure that information is transferred accurately from ORP accounts at VALIC to the new ORP accounts at Fidelity, there will be a period of time when you will be unable to direct or diversify investments or obtain a distribution from your ORP held at VALIC. **This time during which you will be unable to exercise your rights otherwise available under the ORP is called a “blackout period.” It begins at 1 p.m. Pacific time on September 19, 2011, and is expected to end the week of October 9, 2011. During this time, you can determine whether the blackout period has started or ended by calling the Fidelity Retirement Service Center at 1-800-343-0860.**

During the blackout period you will be unable to direct or diversify the assets in the ORP held at VALIC. For this reason, it is very important that you review and consider the appropriateness of your current investments in light of your inability to direct or diversify those investments during the blackout period. For your long-term retirement security, you should give careful consideration to the importance of a well-balanced and diversified investment portfolio, taking into account all your assets, income, and investments.

ORP investment options available through Fidelity

Before investing in any investment option, please carefully consider the investment objectives, risks, charges, and expenses. For this and other information call Fidelity at 1-800-343-0860 or visit www.fidelity.com for a free mutual fund prospectus or, if available, a summary prospectus. Read it carefully before you invest.

The Arizona University System is streamlining the investment lineup by simplifying the current Core and Expanded options and introducing a new tiered investment lineup to give you more flexibility and control over your investment decisions. Please call TIAA-CREF at 1-800-842-2252 for a list of investment options available through TIAA-CREF. For a list of the investment options available through Fidelity and descriptions, refer to the enclosed *Investment Options Guide*. The new tiered investment lineup will consist of three tiers:

Tier I: Lifecycle investment options

The ORP offers a lifecycle fund family, which offers a blend of stocks, bonds, and short-term investments within a single fund. Each lifecycle fund has an asset allocation based on the number of years until the fund's target retirement date.

Fidelity Freedom K[®] Funds offer a single-fund approach to investing in your workplace savings plan. Simply choose the fund with the target date that most closely matches when you expect to retire. Fidelity will provide professional portfolio management and a target retirement date-based mix of Fidelity funds to achieve a diversified allocation of stocks, bonds, and short-term investments.

The investment risk of each lifecycle fund changes over time as its asset allocation changes. The funds 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 the target dates.

If you have not established an investment selection for your future contributions, they will be invested in one of the lifecycle options.

Date Of Birth	Fidelity Freedom K [®] Fund	Retirement Date Range
Before 12/31/1932	Fidelity Freedom K [®] Income Fund	Retired before 1998
1/1/1933 – 12/31/1937	Fidelity Freedom K [®] 2000 Fund	1998-2002
1/1/1938 – 12/31/1942	Fidelity Freedom K [®] 2005 Fund	2003-2007
1/1/1943 – 12/31/1947	Fidelity Freedom K [®] 2010 Fund	2008-2012
1/1/1948 – 12/31/1952	Fidelity Freedom K [®] 2015 Fund	2013-2017
1/1/1953 – 12/31/1957	Fidelity Freedom K [®] 2020 Fund	2018-2022
1/1/1958 – 12/31/1962	Fidelity Freedom K [®] 2025 Fund	2023-2027
1/1/1963 – 12/31/1967	Fidelity Freedom K [®] 2030 Fund	2028-2032
1/1/1968 – 12/31/1972	Fidelity Freedom K [®] 2035 Fund	2033-2037
1/1/1973 – 12/31/1977	Fidelity Freedom K [®] 2040 Fund	2038-2042
1/1/1978 – 12/31/1982	Fidelity Freedom K [®] 2045 Fund	2043-2047
1/1/1983 and later	Fidelity Freedom K [®] 2050 Fund	2048 and later

Timeline was selected by your Plan Sponsor.

Tier II: Core investment options

The core investment options give you a choice of investment options that cover the major asset classes: stocks, bonds, and short-term investments. These investment options give you the flexibility to build your own strategy to meet your needs.

Ticker	Investment option
VMRXX	Vanguard Prime Money Market Fund—Institutional Shares
n/a	Managed Income Portfolio*
PTTRX	PIMCO Total Return Fund—Institutional Class
PDRDX	Principal Diversified Real Asset Fund—Institutional Class
VINIX	Vanguard Institutional Index Fund—Institutional Shares
EISMX	Eaton Vance Atlanta Capital SMID Cap Fund Class I
n/a	Large Cap Stock Fund*
FDIKX	Fidelity [®] Diversified International Fund—Class K

*This investment option is not available in the Pre-1986 403(b) ORP.

Tier III: Fidelity BrokerageLink[®]

Fidelity BrokerageLink[®] combines the convenience of your ORP with the additional flexibility of an individual brokerage account. It gives you expanded investment choices and the opportunity to more actively manage your retirement contributions.

A self-directed brokerage account is not for everyone. If you are an investor who is willing to take on the potential for more risk and you are prepared to assume the responsibility of more closely monitoring this portion of your portfolio, it could be appropriate for you. However, if you do not feel comfortable actively managing a portfolio beyond those offered through your plan's standard investment options, then a self-directed brokerage account may not be appropriate for you. Additional fees apply to a brokerage account. For complete information regarding brokerage fees, call Fidelity at 1-800-343-0860.

Remember, it is always your responsibility to ensure that the options you select are consistent with your particular situation including your goals, time horizon, and risk tolerance.

Arizona University System has appointed Fidelity to provide additional information on the investment options available through the ORP. Your plan provides you with the ability to exercise voting, tender, and similar rights for the mutual funds in which you are invested through the plan. Materials related to the exercise of these rights will be sent to you at the time of any proxy meeting or tender offer, or with regard to similar rights relating to the particular mutual funds held in your account.

Plan conversion to Fidelity

If you have not made any changes to your VALIC account prior to the beginning of the blackout period, all remaining account balances held in the VALIC mutual fund options (excluding annuity contracts and the Fixed Interest Option) will transfer to Fidelity on your behalf.

To make changes to your current balances at VALIC prior to the plan conversion to Fidelity, please contact VALIC at 1-800-44-VALIC prior to 1 p.m. Pacific time on **September 19, 2011**, to request the change. Once the blackout period ends, which is expected to be the week of October 9, 2011, you may contact Fidelity for changes to your account.

Please review the following chart to see how mutual fund account balances at VALIC on **September 28, 2011** will transfer/change to Fidelity on your behalf as part of the plan conversion.

CURRENT INVESTMENT OPTION AS OF SEPTEMBER 27, 2011 AT VALIC		WILL TRANSFER TO A NEW INVESTMENT OPTION AT FIDELITY ON SEPTEMBER 28, 2011
Fidelity Advisor Freedom Income Fund	>	Fidelity Freedom K [®] Income Fund
T Rowe Price Retirement Income Fund	>	Fidelity Freedom K [®] Income Fund
Fidelity Advisor Freedom 2005 Fund	>	Fidelity Freedom K [®] 2005 Fund
Fidelity Advisor Freedom 2010 Fund	>	Fidelity Freedom K [®] 2010 Fund
T Rowe Price Retirement 2010 Fund	>	Fidelity Freedom K [®] 2010 Fund
Fidelity Advisor Freedom 2015 Fund	>	Fidelity Freedom K [®] 2015 Fund
Fidelity Advisor Freedom 2020 Fund	>	Fidelity Freedom K [®] 2020 Fund
T Rowe Price Retirement 2020 Fund	>	Fidelity Freedom K [®] 2020 Fund
Fidelity Advisor Freedom 2025 Fund	>	Fidelity Freedom K [®] 2025 Fund
Fidelity Advisor Freedom 2030 Fund	>	Fidelity Freedom K [®] 2030 Fund
T Rowe Price Retirement 2030 Fund	>	Fidelity Freedom K [®] 2030 Fund
Fidelity Advisor Freedom 2035 Fund	>	Fidelity Freedom K [®] 2035 Fund
Fidelity Advisor Freedom 2040 Fund	>	Fidelity Freedom K [®] 2040 Fund
T Rowe Price Retirement 2040 Fund	>	Fidelity Freedom K [®] 2040 Fund
T Rowe Price Retirement 2050 Fund	>	Fidelity Freedom K [®] 2050 Fund
Alliance Bernstein Balanced	>	The Fidelity Freedom K [®] Fund with the target retirement date closest to the year you turn 65.
American Funds Balanced Fund R-5	>	The Fidelity Freedom K [®] Fund with the target retirement date closest to the year you turn 65.
American Century Premium Money Market	>	Vanguard Prime Money Market Fund Institutional Shares
Dreyfus Cash Management	>	Vanguard Prime Money Market Fund Institutional Shares
Franklin Total Return Fund	>	PIMCO Total Return Fund—Institutional Class
American Century Inflation Adjusted Bond Fund	>	Principal Diversified Real Asset Fund
PIMCO Real Return Fund	>	Principal Diversified Real Asset Fund
BlackRock S&P 500 Index Fund—Institutional	>	Vanguard Institutional Index Fund Institutional Shares
Dreyfus S&P 500 Index Fund	>	Vanguard Institutional Index Fund Institutional Shares
American Century Equity Growth Fund ¹	>	Large Cap Stock Fund

Plan conversion to Fidelity, continued

CURRENT INVESTMENT OPTION AS OF SEPTEMBER 27, 2011 AT VALIC		WILL TRANSFER TO A NEW INVESTMENT OPTION AT FIDELITY ON SEPTEMBER 28, 2011
American Funds Mutual Fund R-5 ¹	>	Large Cap Stock Fund
American Funds Growth Fund of America ¹	>	Large Cap Stock Fund
BlackRock Large Cap Value Fund ¹	>	Large Cap Stock Fund
Calvert Equity Portfolio ¹	>	Large Cap Stock Fund
Davis New York Venture Fund ¹	>	Large Cap Stock Fund
Pioneer Fund ¹	>	Large Cap Stock Fund
Transamerica Diversified Equity ¹	>	Large Cap Stock Fund
American Funds World Growth & Income	>	50% Vanguard Institutional Index Fund Institutional Shares / 50% Fidelity® Diversified International Fund—Class K ²
Templeton Growth Fund	>	50% Vanguard Institutional Index Fund Institutional Shares / 50% Fidelity® Diversified International Fund—Class K ²
American Funds EuroPacific Growth R5	>	Fidelity® Diversified International Fund—Class K ²
Invesco International Core Equity Fund	>	Fidelity® Diversified International Fund—Class K ²
American Century Vista Fund—Investor	>	Eaton Vance Atlanta Capital SMID Cap I
Aston/Optimum Mid Cap Fund	>	Eaton Vance Atlanta Capital SMID Cap I
Wells Fargo Advantage C&B Mid Cap Value Fund	>	Eaton Vance Atlanta Capital SMID Cap I
Columbia Acorn Fund	>	Eaton Vance Atlanta Capital SMID Cap I
Dreyfus Midcap Index Fund	>	Eaton Vance Atlanta Capital SMID Cap I
JPMorgan Mid Cap Growth Fund	>	Eaton Vance Atlanta Capital SMID Cap I
Pioneer Mid Cap Value Fund	>	Eaton Vance Atlanta Capital SMID Cap I
American Beacon Small Cap Value Fund Inst	>	Eaton Vance Atlanta Capital SMID Cap I
BlackRock Small Cap Growth Fund II	>	Eaton Vance Atlanta Capital SMID Cap I
Dreyfus Small Cap Fund	>	Eaton Vance Atlanta Capital SMID Cap I
Dreyfus Small Cap Value Fund	>	Eaton Vance Atlanta Capital SMID Cap I
Legg Mason ClearBridge Small Cap Value Fund	>	Eaton Vance Atlanta Capital SMID Cap I
Legg Mason ClearBridge Small Cap Growth	>	Eaton Vance Atlanta Capital SMID Cap I
Munder Small-Cap Value Fund	>	Eaton Vance Atlanta Capital SMID Cap I
Schwab PCRA ³	>	Fidelity BrokerageLink®

The transfer of assets depends on the timely liquidation and delivery of assets from VALIC. A delay may result in a change to the above noted dates.

¹Pre-1986 403(b) ORP balances in these options will transfer to the Vanguard Institutional Index Fund Institutional Shares.

²There is a short-term trading fee of 1% for shares held less than 30 days.

³You must return a completed Fidelity BrokerageLink Participant Acknowledgement form prior to September 5 in order for your PCRA investments to transfer to Fidelity BrokerageLink.

Investment options that are not changing

The PIMCO Total Return Fund—Institutional Class will remain as an available investment option in the ORP. As part of the plan conversion, any balances you have invested in the PIMCO Total Return Fund—Institutional Class at VALIC, as of September 27, 2011, will transfer to the same option at Fidelity on September 28, 2011, unless you direct otherwise.

Take action and explore plan features

You are encouraged to select an ORP provider to direct future contributions and if desired, to transfer your current VALIC mutual fund account balances. If you take no action, your future contributions and any remaining VALIC mutual fund account balances (excluding annuity contracts and the Fixed Interest Option) will be directed to Fidelity on your behalf. Visit Fidelity NetBenefits® at www.mysavingsatwork.com/atwork/abor.htm to make investment elections for future contributions.

WHAT YOU CAN DO IN NETBENEFITS BEGINNING SEPTEMBER 19, 2011	
Set up your PIN	Simply follow the step-by step instructions. If you are a current Fidelity customer and already have a PIN, you can use it to access your ORP account in Fidelity NetBenefits®.
Select your investment elections for future contributions	In Fidelity NetBenefits® you can select your investment elections for future contributions. If you do not make any investment elections your future contributions will be directed to a lifecycle fund.
Register your e-mail address and set your communication delivery preferences	You can do both under the Your Profile tab to ensure you'll receive important plan updates the way you prefer.
Establish your beneficiaries online	Your beneficiary designation will not transfer from VALIC, so you will need to designate your beneficiary online. Simply click Beneficiaries in the About You section of Your Profile.

WHAT YOU CAN DO AFTER THE PLAN CONVERSION IS COMPLETE SCHEDULED FOR THE WEEK OF OCTOBER 9, 2011.	
Access your plan virtually any time	In Fidelity NetBenefits®, you can view your account balance, make changes to your future contributions, and make changes among investment options.
Take advantage of online account access, tools, and calculators	Get details on all your investments, including account statements, current prices and historical performance. Fidelity also provides many tools and calculators to help you create a successful savings and retirement strategy.
Meet with a Fidelity Workplace Planning and Guidance Consultant for an on-site consultation	To schedule a one-on-one appointment call 1-800-642-7131 or visit www.fidelity.com/atwork/reservations . Guidance provided by Fidelity is educational in nature, is not individualized, and is not intended to serve as the primary or sole basis for your investment or tax-planning decisions.

Important information about account statements

Account statements for the plan will be available online at www.mysavingsatwork.com/atwork/abor.htm. A quarterly paper statement will not be automatically mailed to your home. Only annual account statements will be automatically mailed to your home in January, for the prior year. A paper statement of your account may be requested at any time.

Note that you can change your mail preferences and request that quarterly statements be mailed to your home address. You can do this by calling Fidelity at 1-800-343-0860 or going online at www.mysavingsatwork.com/atwork/abor.htm. Simply click Mail Preferences in the Preferences section of Your Profile.

Frequently asked questions

Q. Why isn't there an exact date for when the blackout period will end?

- A. The effective date of ORP plan conversion and the end of the blackout period depends on the accurate and timely transfer of data between VALIC, the current service provider, and Fidelity. By projecting completion within the week of October 9, 2011, we're allowing ample time for the information to be transferred, checked, and tested before the plan reopens for transactions.

Q. Can I make withdrawals from my account?

- A. Withdrawals from the plan are generally permitted when you terminate your employment or retire. Keep in mind that withdrawals are subject to income taxes and possibly to early withdrawal penalties.

Q. Will my beneficiary information transition in this process?

- A. Your current beneficiary designation on file with VALIC will not transfer to your Fidelity or TIAA-CREF account. You will need to enter a beneficiary for each ORP provider in which you invest your ORP assets. To designate your beneficiary for assets held at Fidelity, simply log on to Fidelity NetBenefits® at www.mysavingsatwork.com/atwork/abor.htm and click Beneficiaries in the About You section of Your Profile.

Q. What if I don't make an investment election?

- A. We encourage you to take an active role in your account and choose investment options that best suit your goals, time horizon, and risk tolerance. At the direction of the Arizona University System, if you do not select specific investment options in the plan, your contributions will be invested in the Fidelity Freedom K® Fund with the target retirement date closest to the year you might retire, based on your current age and assuming a retirement age of 65. Please refer to the chart in the section titled *Tier I: Lifecycle investment options* on page 6 for more details.

Q. Can I move money from another retirement plan into my ORP account?

- A. You can consolidate your account balance from a former employer's plan into your ORP. Bringing all your accounts together makes it easier to manage your money to meet your savings goals. Keep in mind that fees may apply when closing and consolidating other retirement accounts.

Q. What happens to my VALIC Fixed Interest Option?

- A. Your VALIC Fixed Interest Option account balances will remain with VALIC. You will continue to receive an account statement for any balance remaining. If you currently have contributions directed to the VALIC Fixed Interest Option, your future contributions will be redirected to a Fidelity Freedom K® Fund at Fidelity, unless you have actively made an investment election.

Q. What happens to my assets held in the annuity fund platform at VALIC?

- A. Your VALIC annuity contracts and annuity account balances (GUP-74, V-Plan, Impact, Independence Plus, or Portfolio Director) will remain with VALIC. You will continue to receive an account statement for any balance remaining. If you currently have contributions directed to the VALIC annuity fund platform, your future contributions will be redirected to a Fidelity Freedom K® Fund at Fidelity, unless you have actively made an investment election.

Keep in mind that investing involves risk. The value of your investment will fluctuate over time and you may gain or lose money.

This document provides only a summary of the main features of the Arizona University System Optional Retirement Plan and the plan document will govern in the event of any discrepancies.

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

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

Please be sure you understand the tax consequences of any withdrawal from the plan.

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