

Fund Facts

Tier I:
**Passively Managed
Asset Allocation
Fund¹**

Fund Type:
**Pre-Mixed Asset
Allocation
(Income & Growth)**

Inception Date:
11/1/1999

Total Net Assets:
\$37.3 million

Expense Ratio:
0.07%

Number of Holdings:
8,685

Investment Objective

The Fund seeks to provide income and a modest level of capital growth by investing in a combination of bonds and stocks, which is anticipated to provide long-term total returns that are slightly higher than inflation with the possibility of occasional short-term losses. There is no assurance that the Fund will achieve its objective. Refer to "Risks" section.

Manager

The Fund is comprised of underlying collective investment trusts managed by a team of State Street Global Advisors (SSgA) professionals.

Investor Profile

This Fund is a pre-mixed portfolio of both stock and bond funds. It is appropriate for the investor who may want to simplify the asset allocation process. The Fund may be suitable for an investor with a short to medium investment time frame or for someone looking for a single investment that provides the opportunity for stable income with controlled risk in addition to some growth.

Strategy

The Fund invests in cost efficient index funds premixed with the following weights: 75% U.S. bonds, 22% U.S. stocks, and 3% foreign stocks.

The bond portion is invested in SSgA's U.S. Bond Index Series Class Securities Lending and Non-Lending Funds. The U.S. stock portion is invested in SSgA's Russell All Cap Index (formerly known as SSgA Russell 3000 Index) Series Class Securities Lending and Non-Lending Funds. The foreign stock portion is invested in SSgA's International Index (formerly known as SSgA EAFE Index) Series Class Securities Lending and Non-Lending Funds. As of June 30, 2010, the Fund is comprised of 43.7% SSgA Series Class Securities Lending Funds and 56.3% SSgA Series Class Non-Lending Funds. All funds are managed using a "passive" or "indexing" investing approach, by which SSgA attempts to replicate, before expenses, the performance of the funds' respective benchmark indices. The funds typically seek to achieve their objectives by investing in securities comprising their respective indices in the same proportions as they are represented in the indices. In some cases, it may not be possible or practicable to purchase all of the securities comprising the indices, or to hold them in the same weightings as represented in the indices. In those circumstances, SSgA may employ a sampling or optimization technique to construct the portfolios. The funds use futures and may use other derivatives, may invest in other investment funds, and the lending funds lend their securities.

Risks

There are risks involved with investing, including loss of money over short or long periods of time. The Fund is an asset allocation fund that combines risk elements of bonds and domestic and international stocks. In an asset allocation fund, the investment in the bond market tends to moderate the volatility of the investment in the stock market and investing in international stocks may further diversify a portfolio and reduce overall portfolio risk.² Fund risks include, but are not limited to:

Market risk: The risk that the price of securities in a fund will rise or fall sometimes rapidly or unpredictably due to factors such as real or perceived adverse economic conditions, political developments, and/or investor sentiment generally. During a general downturn in the securities markets, multiple asset classes may decline in value simultaneously. Stocks generally have greater price volatility than bonds.

Interest rate risk: The risk that if interest rates rise bonds will decline in value.

Income risk: The risk that a fund's income will decline because of falling interest rates.

Default (credit) risk: The risk that an issuer fails to pay interest or principal when due or in a timely manner or that negative perceptions of an issuer's ability to make such payments will cause the price of the security to decline.

Call risk: The risk that the issuer of a callable bond will redeem the bond issue prior to maturity. This typically results in the bond holder reinvesting funds at a lower interest rate resulting in a decline in income and losing the opportunity for additional price appreciation associated with falling interest rates.

Prepayment risk: The risk associated with the early unscheduled return of principal which results in the bondholder losing income due to the early payoff of the debt and potentially having to reinvest funds at lower interest rates. This risk is typically associated with mortgage securities.

Business risk: The risk that an investment will lose value because of a decline in a specific company or industry.

Country risk: The risk that domestic events, laws, and/or regulations will negatively impact a country's securities markets.

Currency risk: The risk that the value of a foreign investment, measured in U.S. dollars, will negatively impact fund returns because of unfavorable changes in currency exchange rates.

Manager risk: The risk that manager implementation decisions can adversely affect the ability of a fund to meet its investment objectives and/or cause a fund to underperform relevant benchmarks.

Risks (continued)

Securities lending risk: The risk that a fund's participation in a securities lending program may result in losses to the fund. Securities lending programs and subsequent reinvestment of the posted collateral are subject to a number of risks, including the risk that the value of the investment held in collateral pools may decline in value, be sold at a loss or incur credit losses. In the event of a material default in the collateral pool the fund would incur its pro rata share of the loss.

Income & Growth Fund

as of June 30, 2010

Performance

Current performance may be lower or higher than performance data shown. Performance data shown represents past performance and is not a guarantee or prediction of future results. For performance data current to the most recent month-end, please visit the Web site at www.varetire.org and select a Plan under the *Defined Contribution Plans* tab. Choose "Plan Investments" and then "Investment Performance." The investment return and principal value of an investment will fluctuate so that, when redeemed, shares/units may be worth more or less than their original cost. Investors should consider the investment objectives, risk, fees and expenses carefully before investing.

	1 Year	3 Years*	5 Years*	10 Years*
Income & Growth Fund ³	11.17%	3.64%	4.53%	4.99%
Benchmark ⁴	11.06	3.34	4.36	4.92

(75% Barclays Capital Aggregate Bond, 22% Russell 3000, 3% MSCI EAFE Indices)

Top Holdings

Top Bond Holdings

US Treasury Bonds	23.8%
FNMA	14.2
Federal Home Loan Mortgage Corp.	9.5
GNMA	4.6
Federal Home Loan Bank	1.1

Top Stock Holdings

Exxon Mobil Corp.	0.6%
Apple Inc.	0.4
Microsoft Corp.	0.3
Procter & Gamble Co.	0.3
Johnson & Johnson.	0.3

*Annualized

1 A passively-managed fund tries to track the total return of a particular index. They are often called "passively-managed" because the way your money is invested is determined by the securities that are included in a particular index, not the research and discretion of a fund manager.

2 Diversification of an investment portfolio does not assure a profit and does not protect against loss in declining markets.

3 The performance returns shown reflect all fund management fees and expenses, but does not reflect the Plan administrative fee, which would further reduce the returns shown. All calculations assume reinvestment of dividends and capital gains. All returns are calculated in U.S. dollars.

4 You cannot invest directly in an Index. The Barclays Capital Aggregate Bond Index is an unmanaged index considered indicative of the broad domestic bond market in general and consists of government, corporate, mortgage-backed, and asset-backed securities. The Russell 3000 Index is an unmanaged index considered indicative of the broad domestic stock market in general. The Morgan Stanley Capital International Europe, Australasia, Far East Index (MSCI EAFE) is an unmanaged index considered indicative of the broad foreign stock market in general and is comprised of approximately 1,000 stocks in 20 countries in Europe and the Pacific Basin.

Plan Administrative Fee - ING Institutional Plan Services ("ING"), the Plans' record keeper, will deduct an annual record keeping and communication services fee of 19 basis points (0.19%) capped at \$130,000 from your combined account balance on a quarterly basis (0.0475% per quarter).

NOT FDIC INSURED - MAY LOSE VALUE - NO BANK GUARANTEE