



BARNES™

Barnes Group Inc.
Retirement Savings Plan

Invest in your retirement—and yourself—today, with help from the Retirement Savings Plan and Fidelity.



YOUR GUIDE TO GETTING STARTED





Invest some of what you earn today for what you plan to accomplish tomorrow.

Dear Employee:

To simplify the enrollment process and ensure that you do not overlook the valuable opportunity to participate in the Barnes Group Inc. Retirement Savings Plan, Barnes Group Inc has implemented an automatic 401(k) enrollment program. More information is enclosed in this guide.

If you have not enrolled in the Retirement Savings Plan within 60 days of your eligibility date, you will be automatically enrolled in the Retirement Savings Plan at a contribution rate of 3% of your pretax eligible earnings. Based on your date of birth and assuming a retirement age of 65, you will be invested in a Fidelity Freedom Commingled Pool Class D, with a corresponding target retirement date. We encourage you to take an active role in the Retirement Savings Plan and choose a contribution rate and investment options that are appropriate to you. If you do not wish to contribute to the Retirement Savings Plan, you must change your contribution rate to 0% within the first 60 calendar days of your eligibility.

Benefit from:

Roth contributions. Tax-advantage savings opportunities. A Roth contribution to your retirement savings plan allows you to make after-tax contributions to your retirement savings plan and take any associated earnings completely tax free at retirement - as long as the distribution is a qualified one.

Convenience. Your contributions are automatically deducted regularly from your paycheck.

Tax savings now. Your pretax contributions are deducted from your pay before income taxes are taken out. This means that you can actually lower the amount of current income taxes you pay each period. It could mean more money in your take-home pay versus saving money in a taxable account.

Tax-deferred savings opportunities. You pay no taxes on any pretax earnings until you withdraw them from your account, enabling you to keep more of your money working for you now.

Portability. You can roll over eligible savings from a previous employer into this Plan. You can also take your plan vested account balance with you if you leave the company.

Investment options. You have the flexibility to select from investment options that range from more conservative to more aggressive, making it easy for you to develop a well-diversified investment portfolio.

Online beneficiary. With Fidelity's Online Beneficiaries Service, you can designate your beneficiaries, receive instant online confirmation, and check your beneficiary information virtually any time.

Catch-up contributions. If you make the maximum contribution to your plan account, and you are 50 years of age or older during the calendar year, you can make an additional catch-up contribution of \$7,500 in 2025. Starting in 2025, the SECURE 2.0 Act increases the limit for you if you have attained age 60, 61, 62, or 63 in a given calendar year. The limit for 2025 is \$11,250.

To learn more about what your plan offers, see "Frequently asked questions about your plan" later in this guide.

Sincerely,

Barnes Group, Inc.

Participate in your plan and invest in yourself today.



Frequently asked questions about your plan.

Here are answers to questions you may have about the key features, benefits, and rules of your plan.

When can I enroll in the Plan and when is my enrollment effective?

If you do not actively enroll in the Plan or elect to opt out of participating in the Plan within 60 days of hire:

- You will be automatically enrolled in the Plan at a contribution rate of 3%, deducted from your paycheck on a pretax basis;
- Automatic enrollment contributions will be invested in the Fidelity Freedom Commingled Pool Class D based on your target retirement date and assuming a retirement age of 65 as determined by the Plan Sponsor, until Fidelity receives further investment direction from you.

Target Date Funds are an asset mix of stocks, bonds and other investments that automatically becomes more conservative as the fund approaches its target retirement date and beyond. Principal invested is not guaranteed.

If you wish to make changes to the automatic enrollment process, you may do so by contacting Fidelity Investments who provides recordkeeping and/or administrative services for our 401(k) Plan. Log on to Fidelity NetBenefits® at www.401k.com or call the Retirement Benefits Line at 1-800-835-5095. You should contact Fidelity if you would like to enroll in the Plan and start contributing sooner (than the 60 days), contribute a percentage to the Plan other than 3%, have your contributions invested in different investment option(s) other than the Fidelity Freedom Commingled Pool Class D, or if you choose to decline participation in the Plan entirely

and opt out of the automatic enrollment process.

An additional reminder notice with information regarding this process will be sent to your home prior to you being automatically enrolled in the Plan.

How much can I contribute?

Through automatic payroll deductions, you may contribute between 1% and 75% of your eligible compensation as pretax and Roth contributions. You may also contribute between 1% and 10% of your after-tax compensation. Combined, your total contribution cannot exceed 75% of your eligible compensation. Sign up online by accessing the "Contribution Amount" section under "Quick Links" on NetBenefits®, or by calling the Retirement Benefits Line at 1-800-835-5095.

In addition, you can automatically increase your retirement savings plan contributions each year through the Annual Increase Program. This program increases your contributions 1% annually, to help to ensure continued progress toward meeting your future goals. You can opt out of the Annual Increase Program at any time online, or by calling the Retirement Benefits Line at 1-800-835-5095.

What is the Roth contribution option?

A Roth contribution to your retirement savings plan allows you to make after-tax contributions and take any associated earnings completely tax free at retirement - as long as the distribution is a qualified one. A qualified distribution, in this case, is one

that is taken at least five tax years after your first Roth 401(k) contribution and after you have attained age 59½, or become disabled or die.

Find more information online within the "Plan & Learn" drop down and "Learn" section of NetBenefits®.

What catch-up contribution can I make?

If you have reached age 50 or will reach 50 during the calendar year January 1 – December 31 and are making the maximum plan or IRS contribution, you may make an additional catch-up contribution each pay period. The maximum annual catch-up contribution is \$7,500. Going forward, catch-up contribution limits will be subject to cost-of-living adjustments (COLAs) in \$500 increments.

Starting in 2025, the SECURE 2.0 Act increases the limit for you if you have attained age 60, 61, 62, or 63 in a given calendar year. The limit for 2025 is \$11,250.

What is the IRS contribution limit?

The IRS contribution limit for 2025 is \$23,500.

Does the Company contribute to my account?

Participating in the Plan may make you eligible for an employer match.

The Company will match 50% of each pretax and/or Roth dollar you contribute on the first 6% of pay that you defer to your plan.

When am I vested?

You are always 100% vested in your own contributions to the Retirement Savings Plan, as well as any earnings on them. You are 100% vested in your Barnes Group Inc.'s matching contributions and any earnings after 2 years of continuous employment.

What are my investment options?

To help you meet your investment goals, the Plan offers you a range of options. You can select a mix of investment options that best

suits your goals, time horizon, and risk tolerance. The many investment options available through the Plan include conservative, moderately conservative, and aggressive funds. A complete description of the Plan's investment options and their performance, as well as planning tools to help you choose an appropriate mix, are available online.

What if I don't make an investment election?

We encourage you to take an active role in the Retirement Savings Plan and choose investment options that best suit your goals, time horizon, and risk tolerance. If you do not select specific investment options in the Plan, your contributions will be invested in the Fidelity Freedom Commingled Pool Class D with the target retirement date closest to the year you might retire, based on your current age and assuming a retirement age of 65, at the direction of Barnes Group Inc.

If no date of birth or an invalid date of birth is on file at Fidelity, your contributions may be invested in the Fidelity Freedom Income Commingled Pool Class D. More information about the Fidelity Freedom Commingled Pool Class D options can be found online.

Target Date Funds are an asset mix of stocks, bonds and other investments that automatically becomes more conservative as the fund approaches its target retirement date and beyond. Principal invested is not guaranteed.

Can I take a loan from my account?

Although the Retirement Savings Plan account is intended for the future, you may borrow from your account for any reason. Generally, the Retirement Savings Plan allows you to borrow up to 50% of your vested account balance. The minimum loan amount is \$1,000, and a loan must not exceed \$50,000. You then pay the money back into your account, plus interest,



through after-tax payroll deductions. Any outstanding loan balances over the previous 12 months may reduce the amount you have available to borrow. You may have three loans outstanding at a time. The cost to initiate a loan is \$75. The initiation fee will be deducted directly from your individual plan account. If you fail to repay your loan (based on the original terms of the loan), it will be considered in "default" and treated as a distribution, making it subject to income tax and possibly to a 10% early withdrawal penalty. Defaulted loans may also impact your eligibility to request additional loans. Be sure you understand the Plan guidelines and impact of taking a loan before you initiate a loan from your plan account.

Learn more about and/or request a loan online, or by calling the Retirement Benefits Line at 1-800-835-5095.

Can I make withdrawals?

Withdrawals from the Plan are generally permitted when you terminate your employment, retire, reach age 59½, become permanently disabled, or have severe financial hardship as defined by your plan. Keep in mind that withdrawals are subject to income taxes and possibly to early withdrawal penalties.

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

When you leave Barnes Group Inc, you can withdraw contributions and any associated earnings or, if your vested account balance is greater than \$7,000, you can leave contributions and any associated earnings in

the Plan. After you leave Barnes Group Inc, if your vested account balance is equal to or less than \$1,000, it will automatically be distributed to you. However, if your vested account balance is greater than \$1,000, but not more than \$7,000, you may be notified that your entire vested account balance will be transferred to an Individual Retirement Account (Rollover IRA), unless you request either a cash distribution and/or a rollover distribution.

Learn more about and/or request a withdrawal online, or by calling the Retirement Benefits Line at 1-800-835-5095.

The Plan Document and current tax laws and regulations will govern in case of a discrepancy. Be sure you understand the tax consequences and your plan's rules for distributions before you initiate a distribution. You may want to consult your tax adviser about your situation.

Can I move money from another retirement plan into my account in the Retirement Savings Plan?

You are permitted to roll over eligible pretax, after-tax and Roth contributions from another 401(k) plan or Roth 401(k) plan account or eligible pretax contributions from another a conduit individual retirement account (IRA). A conduit IRA is one that contains only money rolled over from an employer sponsored retirement plan that has not been mixed with regular IRA contributions. The Plan will also accept eligible distributions from a SIMPLE IRA.

Additional information can be obtained online, or by calling the Retirement Benefits Line at 1-800-835-5095.

You should consult your tax adviser and carefully consider the impact of making a rollover contribution to your employer's plan because it could affect your eligibility for future special tax treatments

Be sure to consider all your available options and the applicable fees and

features of each before moving your retirement assets.

How do I designate my beneficiary?

The process to select beneficiaries is online, convenient and takes just minutes.

Designate your beneficiaries today with the Online Beneficiaries Service, available through Fidelity NetBenefits®.

With a single logon to NetBenefits®, you can:

- Designate and update beneficiaries for your plan and receive instant online confirmation.
- Track status from "pending" to "complete" when spousal consent is necessary. You can also obtain consent forms online.
- Check beneficiary designations for virtually all your Fidelity plans on a single web page.

Log on to NetBenefits® at www.401k.com and click on the Beneficiaries link in the "My Profile" section.

- Step 1: Identify your beneficiaries
- Step 2: Provide allocations
- Step 3: Receive confirmation

If you choose not to elect your beneficiary online, the most recent beneficiary designation form on file will apply. If Barnes Group Inc or Fidelity Investments do not have a designation on file upon your death, your account balances will be paid to select beneficiaries based on the Barnes Group Inc. Retirement Savings Plan Document. In the future, if you choose to start contributions in the Retirement Savings Plan, you will be asked to record a designation of beneficiary using the online service.

Where can I find information about exchanges and other plan features?

Learn about loans, exchanges, and more online. In particular, you can access loan modeling tools that illustrate the potential impact of a loan on the long-term growth of

your account. You will also find a withdrawal modeling tool, which shows the amount of federal income taxes and early withdrawal penalties you might pay, along with the amount of earnings you could potentially lose by taking a withdrawal. Additional information can be obtained by calling the Retirement Benefits Line at 1-800-835-5095.

Please consult your Summary Plan Description (SPD) for full information about the Plan.



Investment Options

Before investing in any mutual fund, consider the investment objectives, risks, charges, and expenses. Contact Fidelity for a mutual fund prospectus or, if available, a summary prospectus containing this information. Read it carefully.

Here is a list of investment options for the Retirement Savings Plan. For up-to-date performance information and other fund specifics, go to www.401k.com.

Target Date Funds

Placement of investment options within each risk spectrum is only in relation to the investment options within that specific spectrum. Placement does not reflect risk relative to the investment options shown in the other risk spectrums.

Investment options to the left have potentially more inflation risk and less investment risk

Investment options to the right have potentially less inflation risk and more investment risk



Fidelity Freedom 2010 Commingled Pool Class D	Fidelity Freedom 2030 Commingled Pool Class D	Fidelity Freedom 2045 Commingled Pool Class D
Fidelity Freedom 2015 Commingled Pool Class D	Fidelity Freedom 2035 Commingled Pool Class D	Fidelity Freedom 2050 Commingled Pool Class D
Fidelity Freedom 2020 Commingled Pool Class D	Fidelity Freedom 2040 Commingled Pool Class D	Fidelity Freedom 2055 Commingled Pool Class D
Fidelity Freedom 2025 Commingled Pool Class D		Fidelity Freedom 2060 Commingled Pool Class D
Fidelity Freedom Income Commingled Pool Class D		Fidelity Freedom 2065 Commingled Pool Class D

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 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.

The chart below lists the assigned fund the Retirement Savings Plan believes will best fit your diversification needs should you not select an investment option.

Your Birth Date*	Fund Name	Target Retirement Years
Before 1943	Fidelity Freedom Income Commingled Pool Class D	Retired before 2008
January 1, 1943 - December 31, 1947	Fidelity Freedom 2010 Commingled Pool Class D	Target Years 2008 - 2012
January 1, 1948 - December 31, 1952	Fidelity Freedom 2015 Commingled Pool Class D	Target Years 2013 - 2017
January 1, 1953 - December 31, 1957	Fidelity Freedom 2020 Commingled Pool Class D	Target Years 2018 - 2022
January 1, 1958 - December 31, 1962	Fidelity Freedom 2025 Commingled Pool Class D	Target Years 2023 - 2027
January 1, 1963 - December 31, 1967	Fidelity Freedom 2030 Commingled Pool Class D	Target Years 2028 - 2032
January 1, 1968 - December 31, 1972	Fidelity Freedom 2035 Commingled Pool Class D	Target Years 2033 - 2037
January 1, 1973 - December 31, 1977	Fidelity Freedom 2040 Commingled Pool Class D	Target Years 2038 - 2042
January 1, 1978 - December 31, 1982	Fidelity Freedom 2045 Commingled Pool Class D	Target Years 2043 - 2047
January 1, 1983 - December 31, 1987	Fidelity Freedom 2050 Commingled Pool Class D	Target Years 2048 - 2052
January 1, 1988 - December 31, 1992	Fidelity Freedom 2055 Commingled Pool Class D	Target Years 2053 - 2057
January 1, 1993 - December 31, 1997	Fidelity Freedom 2060 Commingled Pool Class D	Target Years 2058 - 2062
January 1, 1998 and later*	Fidelity Freedom 2065 Commingled Pool Class D	Target Years 2063 and beyond

*Dates selected by Plan Sponsor



Core Investment Options

Investment options to the left have potentially more inflation risk and less investment risk

Investment options to the right have potentially less inflation risk and more investment risk



SHORT-TERM INVESTMENT	BOND	STOCKS			
Stable Value	Bond	Domestic Equities	Domestic Equities	Domestic Equities	International/Global
Managed Income Portfolio II Class 1	Diversified Fidelity® Total Bond K6 Fund Fidelity® U.S. Bond Index Fund	Large Value Fidelity® Equity-Income K6 Fund Mid Value John Hancock Funds Disciplined Value Mid Cap Fund Class R6 Small Value Allspring Special Small Cap Value Fund - Class R6	Large Blend Fidelity® 500 Index Fund Mid Blend Fidelity® Extended Market Index Fund Small Blend Fidelity® Stock Selector Small Cap Fund	Large Growth Fidelity® Blue Chip Growth Commingled Pool Class A Mid Growth MFS Mid Cap Growth CIT Fee Class CT Small Growth Principal SmallCap Growth Fund I Class R-6	Diversified Fidelity® Diversified International K6 Fund Fidelity® Total International Index Fund

This spectrum, with the exception of the Domestic Equity category, is based on Fidelity's analysis of the characteristics of the general investment categories and not on the actual investment options and their holdings, which can change frequently. Investment options in the Domestic Equity category are based on the options' Morningstar categories as of 02/28/2025. There may be a number of funds in each category and each may have a significantly different risk profile as compared to other funds within that category as well as compared to funds in other categories on the spectrum. Morningstar categories are based on a fund's style as measured by its underlying portfolio holdings over the past three years and may change at any time. These style calculations do not represent the investment options' objectives and do not predict the investment options' future styles. Investment options are listed in alphabetical order within each investment category. Risk associated with the investment options can vary significantly within each particular investment category and the relative risk of categories may change under certain economic conditions. For a more complete discussion of risk associated with the mutual fund options, please read the prospectuses before making your investment decisions. The spectrum does not represent actual or implied performance.

Stock markets are volatile and can fluctuate significantly in response to company, industry, political, regulatory, market, or economic developments. Investing in stock involves risks, including the loss of principal.

Investing in bonds involves risk, including interest rate risk, inflation risk, credit and default risk, call risk, and liquidity risk.

Description of Investment Options

Managed Income Portfolio II Class 1

VRS Code: 000633

Gross Expense Ratio: 0.35% as of 09/30/2024

Fund Objective: The fund seeks to preserve your principal investment while earning a level of interest income that is consistent with principal preservation. The fund seeks to maintain a stable net asset value (NAV) of \$1 per share, but it cannot guarantee that it will be able to do so. The yield of the fund will fluctuate.

Fund Strategy: The fund invests in benefit-responsive investment contracts issued by insurance companies and other financial institutions ("Contracts"), fixed income securities, and money market funds. Under the terms of the Contracts, the assets of the fund are invested in fixed income securities (which may include, but are not limited to, U.S. Treasury and agency bonds, corporate bonds, mortgage-backed securities, commercial mortgage-backed securities, asset-backed securities, and collective investment vehicles and shares of investment companies that invest primarily in fixed income securities) and shares of money market funds. The fund may also invest in futures contracts, option contracts, and swap agreements. Fidelity Management Trust Company, as investment manager and trustee of the Fidelity Group Trust for Employee Benefit Plans, has claimed an exemption from registration under the Commodity Exchange Act and is not subject to registration or regulation under the Act. At the time of purchase, all Contracts and securities purchased for the fund must satisfy the credit quality standards specified in the Declaration of Separate Fund

Fund Risk: The Contracts and securities purchased for the fund are backed solely by the financial resources of the issuers of such Contracts and securities. An investment in the fund is not insured or guaranteed by the manager(s), the plan sponsor, the trustee, the FDIC, or any other government agency. The Contracts purchased by the fund permit the fund to account for the fixed income securities at book value (principal plus interest accrued to date). Through the use of book value accounting, there is no immediate recognition of investment gains and losses on the fund's securities. Instead, gains and losses are recognized over time by periodically adjusting the interest rate credited to the fund under the Contracts. However, while the fund seeks to preserve your principal investment, it is possible to lose money by investing in this fund. The Contracts provide for the payment of certain withdrawals and exchanges at book value during the terms of the Contracts. In order to maintain the Contract issuers' promise to pay such withdrawals and exchanges at book value, the Contracts subject the fund and its participants to certain restrictions. For example, withdrawals prompted by certain events (e.g., layoffs, early retirement windows, spin-offs, sale of a division, facility closings, plan terminations, partial plan terminations, changes in laws or regulations) may be paid at the market value of the fund's securities, which may be less than your book value balance. Additional risk information for this product may be found in the prospectus or other product materials, if available.

Certain investment options offered by your plan (e.g., money market funds, short term bond funds, certain asset allocation/lifecycle funds and brokerage window) may be deemed by the Contract issuers to "compete" with this fund. The terms of the Contracts prohibit you from making a direct exchange from this fund to such competing funds. Instead, you must first exchange to a non-competing fund for 90 days. While these requirements may seem restrictive, they are imposed by the Contract issuers as a condition for the issuer's promise to pay certain withdrawals and exchanges at book value.

Fund short term trading fees: None

Who may want to invest:

- Someone who seeks a slightly higher yield over the long term than is offered by money market funds, but who is willing to accept slightly more investment risk.
- Someone who is interested in balancing an aggressive portfolio with an investment that seeks to provide stability of price.

Footnotes:

- The investment option is a stable value fund. It is managed by Fidelity Management Trust Company. This description is only intended to provide a brief overview of the fund.
- This fund is a commingled pool of the Fidelity Group Trust for Employee Benefit Plans. Only qualified, participant-directed, defined contribution plans may invest in the fund.
- This investment option is not a mutual fund.
- Management Fee includes the costs associated with managing the investments in the pool. The management fee does not include the wrap contract fees, which are paid to third party wrap providers and do not result in any additional compensation to Fidelity. The wrap contract fees are not separately stated but are included in the Expense Ratio and do reduce returns.
- Expense Ratio (Gross) includes management and wrap contract fees. For certain investments, it may also include distribution fees. Please note that the Gross and Net Expense Ratio are the same for this investment.



Fidelity® Total Bond K6 Fund

VRS Code: 002944

Gross Expense Ratio: 0.3% as of 10/30/2024

Fund Objective: Seeks a high level of current income.

Fund Strategy: Normally investing at least 80% of assets in debt securities of all types and repurchase agreements for those securities. Allocating assets across investment-grade, high yield, and emerging market asset classes. Investing up to 20% of assets in lower-quality debt. Managing the fund to have similar overall interest rate risk to the index. Investing in domestic and foreign issuers. Allocating assets across different asset classes, market sectors, and maturities. Analyzing the credit quality of the issuer, the issuer's potential for success, the credit, currency, and economic risks of the security and its issuer, security-specific features, current and potential future valuation, and trading opportunities to select investments. Engaging in transactions that have a leveraging effect on the fund, including investments in derivatives such as swaps (interest rate, total return, and credit default), options, and futures contracts and forward-settling securities, to adjust the fund's risk exposure. Investing in Fidelity's central funds (specialized investment vehicles used by Fidelity funds to invest in particular security types or investment disciplines).

Fund Risk: In general, the bond market is volatile, and fixed income securities carry interest rate risk. (As interest rates rise, bond prices usually fall, and vice versa. This effect is usually more pronounced for longer-term securities.) Fixed income securities also carry inflation risk, liquidity risk, call risk and credit and default risks for both issuers and counterparties. Unlike individual bonds, most bond funds do not have a maturity date, so avoiding losses caused by price volatility by holding them until maturity is not possible. Lower-quality bonds can be more volatile and have greater risk of default than higher-quality bonds. Foreign securities are subject to interest rate, currency exchange rate, economic, and political risks, all of which are magnified in emerging markets. Leverage can increase market exposure and magnify investment risk.

Fund short term trading fees: None

Who may want to invest:

- Someone who is seeking potential returns primarily in the form of interest income rather than through an increase in share price.
- Someone who is seeking to diversify an equity portfolio with a more conservative investment option.

Footnotes:

- This description is only intended to provide a brief overview of the mutual fund. Read the fund's prospectus for more detailed information about the fund.
 - The Bloomberg 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.
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Fidelity® U.S. Bond Index Fund

VRS Code: 002326

Gross Expense Ratio: 0.025% as of 10/30/2024

Fund Objective: Seeks to provide investment results that correspond to the aggregate price and interest performance of the debt securities in the Bloomberg U.S. Aggregate Bond Index.

Fund Strategy: Normally investing at least 80% of the fund's assets in bonds included in the Bloomberg U.S. Aggregate Bond Index. Using statistical sampling techniques based on duration, maturity, interest rate sensitivity, security structure, and credit quality to attempt to replicate the returns of the Index using a smaller number of securities. Engaging in transactions that have a leveraging effect on the fund, including investments in derivatives - such as swaps (interest rate, total return, and credit default) and futures contracts - and forward-settling securities, to adjust the fund's risk exposure. Investing in Fidelity's central funds (specialized investment vehicles used by Fidelity funds to invest in particular security types or investment disciplines).

Fund Risk: In general the bond market is volatile, and fixed income securities carry interest rate risk. (As interest rates rise, bond prices usually fall, and vice versa. This effect is usually more pronounced for longer-term securities.) Fixed income securities also carry inflation risk and credit and default risks for both issuers and counterparties. Unlike individual bonds, most bond funds do not have a maturity date, so avoiding losses caused by price volatility by holding them until maturity is not possible. Foreign securities are subject to interest rate, currency exchange rate, economic, and political risks. The fund can invest in securities that may have a leveraging effect (such as derivatives and forward-settling securities) which may increase market exposure, magnify investment risks, and cause losses to be realized more quickly.

Fund short term trading fees: None

Who may want to invest:

- Someone who is seeking potential returns primarily in the form of interest income rather than through an increase in share price.
- Someone who is seeking to diversify an equity portfolio with a more conservative investment option.

Footnotes:

- This description is only intended to provide a brief overview of the mutual fund. Read the fund's prospectus for more detailed information about the fund.
- The Bloomberg 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.
- Duration is a measure of a security's price sensitivity to changes in interest rates. Duration differs from maturity in that it considers a security's interest payments in addition to the amount of time until the security reaches maturity, and also takes into account certain maturity shortening features (e.g., demand features, interest rate resets, and call options) when applicable. Securities with longer durations generally tend to be more sensitive to interest rate changes than securities with shorter durations. A fund with a longer average duration generally can be expected to be more sensitive to interest rate changes than a fund with a shorter average duration.
- Returns prior to May 4, 2011 are those of the Premium Class and reflect the Premium Class' expense ratio. Had the Institutional Premium Class' expense ratio been reflected, total returns would have been higher.

Allspring Special Small Cap Value Fund - Class R6**VRS Code:** 868862**Gross Expense Ratio:** 0.99% as of 10/01/2024**Fund Objective:** The investment seeks long-term capital appreciation.**Fund Strategy:** Under normal circumstances, the fund invests: at least 80% of the fund's net assets in equity securities of small-capitalization companies. It invests principally in equity securities of small-capitalization companies, which the managers define as companies with market capitalizations within the range of the Russell 2000[®] Index at the time of purchase.**Fund Risk:** The securities of smaller, less well-known companies can be more volatile than those of larger companies. Value stocks can perform differently than other types of stocks and can continue to be undervalued by the market for long periods of time. Stock markets are volatile and can decline significantly in response to adverse issuer, political, regulatory, market, economic or other developments. These risks may be magnified in foreign markets. Additional risk information for this product may be found in the prospectus or other product materials, if available.**Fund short term trading fees:** None**Who may want to invest:**

- Someone who is seeking the potential for long-term share-price appreciation.
- Someone who is comfortable with value-style investments and the potentially greater volatility of investments in smaller companies.

Footnotes:

- This description is only intended to provide a brief overview of the mutual fund. Read the fund's prospectus for more detailed information about the fund.
- The Russell 2000[®] Index is an unmanaged market capitalization-weighted index of 2,000 small company stocks of U.S. domiciled companies.
- The analysis on these pages may be based, in part, on adjusted historical returns for periods prior to the class's actual inception of 10/31/2014. These calculated returns reflect the historical performance of the oldest share class of the fund, with an inception date of 05/07/1993, adjusted to reflect the fees and expenses of this share class (when this share class's fees and expenses are higher.) Please refer to a fund's prospectus for information regarding fees and expenses. These adjusted historical returns are not actual returns. Calculation methodologies utilized by Morningstar may differ from those applied by other entities, including the fund itself.

Fidelity[®] 500 Index Fund**VRS Code:** 002328**Gross Expense Ratio:** 0.015% as of 04/29/2024**Fund Objective:** Seeks to provide investment results that correspond to the total return (i.e., the combination of capital changes and income) performance of common stocks publicly traded in the United States.**Fund Strategy:** Normally investing at least 80% of assets in common stocks included in the S&P 500 Index, which broadly represents the performance of common stocks publicly traded in the United States.

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

Fund short term trading fees: None

Who may want to invest:

- Someone who is seeking the potential for long-term share-price appreciation.
- Someone who is seeking both growth- and value-style investments and who is willing to accept the volatility associated with investing in the stock market.

Footnotes:

- This description is only intended to provide a brief overview of the mutual fund. Read the fund's prospectus for more detailed information about the fund.
- The S&P 500 Index is a market capitalization-weighted index of 500 common stocks chosen for market size, liquidity, and industry group representation to represent U.S. equity performance.
- Returns prior to May 4, 2011 are those of the Premium Class and reflect the Premium Class' expense ratio. Had the Institutional Premium Class' expense ratio been reflected, total returns would have been higher.

Fidelity® Blue Chip Growth Commingled Pool Class A

VRS Code: 003839

Gross Expense Ratio: 0.43% as of 09/30/2024

Fund Objective: The portfolio's investment objective is to seek growth of capital over the long term.

Fund Strategy: The portfolio's investment philosophy is to capitalize on the strength of Fidelity's internal research by selecting stocks of well-known and established companies that the portfolio manager believes have above-average growth potential. The portfolio normally invests at least 80% of assets in blue chip companies (companies whose stock is included in the S&P 500 Index or the Dow Jones Industrial Average, and companies with market capitalizations of at least \$1 billion if not included in either index). This generally includes a broad list of equity issues across several market categories, and includes foreign and domestic issuers.

Fund Risk: Growth stocks can perform differently from the market as a whole and can be more volatile than other types of stocks. Stock markets are volatile and can decline significantly in response to adverse issuer, political, regulatory, market, economic or other developments. These risks may be magnified in foreign markets. Additional risk information for this product may be found in the prospectus or other product materials, if available.

Fund short term trading fees: None

Who may want to invest:

- Someone who is seeking the potential for long-term share-price appreciation.
- Someone who is willing to accept the generally greater price volatility associated with growth-oriented stocks.

Footnotes:

- The Fidelity® Blue Chip Growth Commingled Pool Class A is a collective investment trust maintained under the Fidelity Group Trust for Employee Benefit Plans, and is managed by Fidelity Management Trust Company (FMTC). It is not insured by the FDIC.
- This description is intended to provide a brief overview of this investment option, which is available only to eligible retirement plans and is not offered to the general public.
- S&P 500 Index is a market capitalization-weighted index of 500 common stocks chosen for market size, liquidity, and industry group representation to represent U.S. equity performance.
- The Dow Jones Industrial Average (DJIA) is an unmanaged price-weighted index and is the most widely used indicator of how the country's industrial leaders are performing. Also known as "the Dow," this is a formula based on the stock prices of 30 major companies chosen from sectors of the economy most representative of our country's economic condition.
- This investment option is not a mutual fund.



Fidelity® Equity-Income K6 Fund

VRS Code: 003457

Gross Expense Ratio: 0.34% as of 03/30/2024

Fund Objective: Seeks reasonable income. In pursuing this objective, the fund will also consider the potential for capital appreciation. The fund seeks a yield for its shareholders that exceeds the yield on the securities comprising the S&P 500.

Fund Strategy: Normally investing at least 80% of assets in equity securities. Normally investing primarily in income-producing equity securities, which tends to lead to investments in large cap "value" stocks. Potentially investing in other types of equity securities and debt securities, including lower-quality debt securities (those of less than investment-grade quality, also referred to as high yield debt securities or junk bonds). Investing in domestic and foreign issuers. Using a fundamental analysis of factors such as each issuer's financial condition and industry position, as well as market and economic conditions, to select investments. Potentially using covered call options as tools in managing the fund's assets.

Fund Risk: Stock markets, especially foreign markets, are volatile and can decline significantly in response to adverse issuer, political, regulatory, market, or economic developments. Value stocks can perform differently from the market as a whole. They can remain undervalued by the market for long periods of time. Foreign securities are subject to interest rate, currency exchange rate, economic, and political risks. Fixed income investments entail interest rate risk (as interest rates rise bond prices usually fall), the risk of issuer default, issuer credit risk and inflation risk. Lower-quality bonds can be more volatile and have greater risk of default than higher-quality bonds.

Fund short term trading fees: None

Who may want to invest:

- Someone who is seeking the potential for long-term share-price appreciation.
- Someone who is comfortable with the volatility of large-cap stocks and value-style investments.

Footnotes:

- This description is only intended to provide a brief overview of the mutual fund. Read the fund's prospectus for more detailed information about the fund.
 - S&P 500 Index is a market capitalization-weighted index of 500 common stocks chosen for market size, liquidity, and industry group representation to represent U.S. equity performance.
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Fidelity® Extended Market Index Fund

VRS Code: 002365

Gross Expense Ratio: 0.035% as of 04/29/2024

Fund Objective: Seeks to provide investment results that correspond to the total return stocks of mid- to small-capitalization United States companies.

Fund Strategy: Normally investing at least 80% of assets in common stocks included in the Dow Jones U.S. Completion Total Stock Market Index, which represents the performance of stocks of mid- to small-capitalization U.S. companies.

Fund Risk: Stock markets, especially foreign markets, are volatile and can decline significantly in response to adverse issuer, political, regulatory, market, or economic developments. Investments in smaller companies may involve greater risks than those in larger, more well known companies.

Fund short term trading fees: None

Who may want to invest:

- Someone who is seeking the potential for long-term share-price appreciation.
- Someone who is seeking both growth- and value-style investments and who is willing to accept the generally greater volatility of investments in smaller companies.

Footnotes:

- This description is only intended to provide a brief overview of the mutual fund. Read the fund's prospectus for more detailed information about the fund.
- The Dow Jones U.S. Completion Total Stock Market Index is an unmanaged index that represents all U.S. equity issues with readily available prices, excluding components of the S&P 500.
- Returns prior to September 8, 2011 are those of the Premium Class and reflect the Premium Class' expense ratio. Had the Institutional Premium Class' expense ratio been reflected, total returns would have been higher.



Fidelity® Stock Selector Small Cap Fund

VRS Code: 000336

Gross Expense Ratio: 0.89% as of 12/30/2024

Fund Objective: Seeks capital appreciation.

Fund Strategy: Normally investing at least 80% of assets in securities of companies with small market capitalizations (companies with market capitalizations similar to companies in the Russell 2000 Index or the S&P SmallCap 600). Investing in either "growth" stocks or "value" stocks or both. Normally investing primarily in common stocks.

Fund Risk: Stock markets, especially foreign markets, are volatile and can decline significantly in response to adverse issuer, political, regulatory, market, or economic developments. The securities of smaller, less well-known companies can be more volatile than those of larger companies. Foreign securities are subject to interest rate, currency exchange rate, economic, and political risks.

Fund short term trading fees: None

Who may want to invest:

- Someone who is seeking the potential for long-term share-price appreciation.
- Someone who is seeking both growth- and value-style investments and who is willing to accept the generally greater volatility of investments in smaller companies.

Footnotes:

- This description is only intended to provide a brief overview of the mutual fund. Read the fund's prospectus for more detailed information about the fund.
 - The Russell 2000® Index is an unmanaged market capitalization-weighted index of 2,000 small company stocks of U.S. domiciled companies.
 - The S&P Small Cap 600® Index is a registered service mark of The McGraw-Hill Companies, Inc., and has been licensed for use by Fidelity Distributors Company LLC and its affiliates. It is a market capitalization-weighted index of 600 small-capitalization stocks.
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John Hancock Funds Disciplined Value Mid Cap Fund Class R6

VRS Code: 813552

Gross Expense Ratio: 0.76% as of 08/01/2024

Fund Objective: The investment seeks long-term growth of capital with current income as a secondary objective.

Fund Strategy: Under normal circumstances, the fund seeks to achieve its investment objectives by investing at least 80% of its net assets (including borrowings for investment purposes) in a diversified portfolio consisting primarily of equity securities, such as common stocks, of issuers with medium market capitalizations, and identified by the manager as having value characteristics. It may also invest up to 20% of its total assets in foreign currency-denominated securities.

Fund Risk: Value stocks can perform differently than other types of stocks and can continue to be undervalued by the market for long periods of time. The securities of smaller, less well-known companies can be more volatile than those of larger companies. Stock markets are volatile and can decline significantly in response to adverse issuer, political, regulatory, market, economic or other developments. These risks may be magnified in foreign markets. Additional risk information for this product may be found in the prospectus or other product materials, if available.

Fund short term trading fees: None

Who may want to invest:

- Someone who is seeking the potential for long-term share-price appreciation.
- Someone who is comfortable with value-style investments and the potentially greater volatility of investments in smaller companies.

Footnotes:

- This description is only intended to provide a brief overview of the mutual fund. Read the fund's prospectus for more detailed information about the fund.
- The analysis on these pages may be based, in part, on adjusted historical returns for periods prior to the class's actual inception of 09/01/2011. These calculated returns reflect the historical performance of the oldest share class of the fund, with an inception date of 06/02/1997, adjusted to reflect the fees and expenses of this share class (when this share class's fees and expenses are higher.) Please refer to a fund's prospectus for information regarding fees and expenses. These adjusted historical returns are not actual returns. Calculation methodologies utilized by Morningstar may differ from those applied by other entities, including the fund itself.

MFS Mid Cap Growth CIT Fee Class CT

VRS Code: 913011

Gross Expense Ratio: 0.51% as of 02/28/2025

Fund Objective: The Fund seeks capital appreciation.

Fund Strategy: The Fund invests in mid-cap growth companies whose duration of growth potential the fund manager believes is underappreciated by the market. The Fund places emphasis on high-quality, above-average businesses with pricing power and free cash flow growth.

Fund Risk: Growth stocks can perform differently from the market as a whole and can be more volatile than other types of stocks. The securities of smaller, less well-known companies can be more volatile than those of larger companies. Stock markets are volatile and can decline significantly in response to adverse issuer, political, regulatory, market, economic or other developments. These risks may be magnified in foreign markets. Additional risk information for this product may be found in the prospectus or other product materials, if available.

Fund short term trading fees: None

Who may want to invest:

- Someone who is seeking the potential for long-term share-price appreciation.
- Someone who is willing to accept the generally greater price volatility associated both with growth-oriented stocks and with smaller companies.

Footnotes:

- The investment option is a collective investment trust. It is managed by Great Gray Trust Company, LLC. This description is only intended to provide a brief overview of the fund.
 - This investment option is not a mutual fund.
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Principal SmallCap Growth Fund I Class R-6

VRS Code: 869371

Gross Expense Ratio: 0.9% as of 03/01/2025

Fund Objective: The investment seeks long-term growth of capital.

Fund Strategy: Under normal circumstances, the fund invests at least 80% of its net assets, plus any borrowings for investment purposes, in growth equity securities of companies with small market capitalizations. The fund may invest up to 30% of the fund's assets using an index sampling strategy designed to match the performance of the Russell 2000[®] Growth Index.

Fund Risk: The securities of smaller, less well-known companies can be more volatile than those of larger companies. Growth stocks can perform differently from the market as a whole and can be more volatile than other types of stocks. Stock markets are volatile and can decline significantly in response to adverse issuer, political, regulatory, market, economic or other developments. These risks may be magnified in foreign markets. Additional risk information for this product may be found in the prospectus or other product materials, if available.

Fund short term trading fees: None

Who may want to invest:

- Someone who is seeking the potential for long-term share-price appreciation.
- Someone who is willing to accept the generally greater price volatility associated both with growth-oriented stocks and with smaller companies.

Footnotes:

- This description is only intended to provide a brief overview of the mutual fund. Read the fund's prospectus for more detailed information about the fund.
- The Russell 2000[®] Growth Index is an unmanaged market capitalization-weighted index of growth-oriented stocks of U.S. domiciled companies that are included in the Russell 2000 Index. Growth-oriented stocks tend to have higher price-to-book ratios and higher forecasted growth values.
- The analysis on these pages may be based, in part, on adjusted historical returns for periods prior to the class's actual inception of 11/25/2014. These calculated returns reflect the historical performance of the oldest share class of the fund, with an inception date of 12/06/2000, adjusted to reflect the fees and expenses of this share class (when this share class's fees and expenses are higher.) Please refer to a fund's prospectus for information regarding fees and expenses. These adjusted historical returns are not actual returns. Calculation methodologies utilized by Morningstar may differ from those applied by other entities, including the fund itself.



Fidelity® Diversified International K6 Fund

VRS Code: 002947

Gross Expense Ratio: 0.6% as of 12/30/2024

Fund Objective: Seeks capital growth.

Fund Strategy: Normally investing primarily in non- U.S. securities. Normally investing primarily in common stocks. Allocating investments across different countries and regions. Using fundamental analysis of factors such as each issuer's financial condition and industry position, as well as market and economic conditions, to select investments.

Fund Risk: Stock markets, especially foreign markets, are volatile and can decline significantly in response to adverse issuer, political, regulatory, market, or economic developments. Foreign securities are subject to interest rate, currency exchange rate, economic, and political risks, all of which are magnified in emerging markets.

Fund short term trading fees: None

Who may want to invest:

- Someone who is seeking to complement a portfolio of domestic investments with international investments, which can behave differently.
- Someone who is willing to accept the higher degree of risk associated with investing overseas.

Footnotes:

- This description is only intended to provide a brief overview of the mutual fund. Read the fund's prospectus for more detailed information about the fund.
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Fidelity® Total International Index Fund

VRS Code: 002834

Gross Expense Ratio: 0.06% as of 12/30/2024

Fund Objective: Seeks to provide investment results that correspond to the total return of foreign developed and emerging stock markets.

Fund Strategy: Normally investing at least 80% of assets in securities included in the MSCI ACWI (All Country World Index) ex USA Investable Market Index and in depository receipts representing securities included in the index. The MSCI ACWI (All Country World Index) ex USA Investable Market Index is a market capitalization-weighted index designed to measure the investable equity market performance for global investors of large, mid, and small-cap stocks in developed and emerging markets, excluding the U.S. Using statistical sampling techniques based on such factors as capitalization, industry exposures, dividend yield, price/earnings (P/E) ratio, price/book (P/B) ratio, earnings growth, country weightings, and the effect of foreign taxes to attempt to replicate the returns of the MSCI ACWI (All Country World Index) ex USA Investable Market Index. Lending securities to earn income for the fund.

Fund Risk: Stock markets, especially foreign markets, are volatile and can decline significantly in response to adverse issuer, political, regulatory, market, or economic developments. Foreign securities are subject to interest rate, currency exchange rate, economic, and political risks, all of which are magnified in emerging markets. The securities of smaller, less well-known companies can be more volatile than those of larger companies. Fund and index performance may vary somewhat due to factors such as transaction costs, sample selection, and timing differences associated with index additions and deletions.

Fund short term trading fees: None

Who may want to invest:

- Someone who is seeking to complement a portfolio of domestic investments with international investments, which can behave differently.
- Someone who is willing to accept the higher degree of risk associated with investing overseas.

Footnotes:

- This description is only intended to provide a brief overview of the mutual fund. Read the fund's prospectus for more detailed information about the fund.
- 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.

Fidelity Freedom 2010 Commingled Pool Class D

VRS Code: 006609

Gross Expense Ratio: 0.25% as of 09/30/2024

Fund Objective: Seeks high total current income and, as a secondary objective, capital appreciation.

Fund Strategy: Designed for investors who anticipate retiring in or within a few years of the commingled pool's target retirement year at or around age 65. Investing primarily in a combination of Fidelity U.S. equity, non-U.S. equity, bond, and short-term pools and funds, which are primarily actively managed. Allocating assets among underlying Fidelity pools and funds according to a "strategic" asset allocation strategy that adjusts over time until it reaches an allocation similar to that of the Fidelity Freedom Income Commingled Pool approximately 10 to 19 years after the target year. Ultimately, the commingled pool may merge with the Fidelity Freedom Income Commingled Pool. Fidelity Institutional Asset Management Trust Company (the Adviser) may modify a commingled pool's strategic asset allocations from time to time when in the interests of shareholders. The Adviser may buy and sell futures contracts (both long and short positions) in an effort to manage cash flows efficiently, remain fully invested, or facilitate asset allocation. The Adviser may use an active asset allocation strategy to increase or decrease asset class exposures relative to the strategic asset allocations by up to 10% for equity, bond, and short-term pools and funds to reflect the Adviser's market outlook, which is primarily focused on the intermediate term.

Fund Risk: Investment performance of the Fidelity Freedom Commingled Pool products depends on the performance of the underlying investment options and on the proportion of the assets invested in each underlying investment option. The investment risk of each Fidelity Freedom Commingled Pool changes over time as its asset allocation changes. These risks are subject to the asset allocation decisions of the portfolio manager. Pursuant to Fidelity Institutional Asset Management Trust Company's (the Adviser) ability to use an active asset allocation strategy, investors may be subject to a different risk profile compared to the commingled pool's strategic asset allocation strategy shown in its glide path. The commingled pools 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, commodity-linked and foreign securities. Leverage can increase market exposure, magnify investment risks, and cause losses to be realized more quickly. The Adviser may buy and sell futures contracts (both long and short positions) in a commingled pool in an effort to manage cash flows efficiently, remain fully invested, or facilitate asset allocation. No target date investment option is considered a complete retirement program, and there is no guarantee any single investment option will provide sufficient retirement income at or through retirement. Principal invested is not guaranteed at any time, including at or after the pools' target date.

Fund short term trading fees: None

Who may want to invest:

- Someone who is seeking an investment option intended for people in or very near retirement and who is willing to accept the volatility of diversified investments in the market.
- Someone who is seeking a diversified mix of stocks, bonds, and short-term investments in one investment option or who does not feel comfortable making asset allocation choices over time.

Footnotes:

- The investment option is a collective investment trust. It is managed by Fidelity Institutional Asset Management. This description is only intended to provide a brief overview of the fund.
- FIAMTC has claimed an exemption from registration under the Commodity Futures Trading Commission rules for its management of its pools, and neither the top level pool, nor the underlying investments, are subject to registration or regulation under the Commodity Exchange Act.
- This investment option is not a mutual fund.
- Expense ratios of the underlying components of the investment are credited to the pool by the manager or its affiliates, as applicable, and are not borne by the unit holders of the pool. Effective 09/23/2022, net and gross expense ratios are stated prospectively and will remain prospective until a full year of expenses have been incurred within the expense structure at which point the expense ratios will be reflected in arrears.

Fidelity Freedom 2015 Commingled Pool Class D

VRS Code: 006610

Gross Expense Ratio: 0.27% as of 09/30/2024

Fund Objective: Seeks high total current income and, as a secondary objective, capital appreciation.

Fund Strategy: Designed for investors who anticipate retiring in or within a few years of the commingled pool's target retirement year at or around age 65. Investing primarily in a combination of Fidelity U.S. equity, non-U.S. equity, bond, and short-term pools and funds, which are primarily actively managed. Allocating assets among underlying Fidelity pools and funds according to a "strategic" asset allocation strategy that adjusts over time until it reaches an allocation similar to that of the Fidelity Freedom Income Commingled Pool approximately 10 to 19 years after the target year. Ultimately, the commingled pool may merge with the Fidelity Freedom Income Commingled Pool. Fidelity Institutional Asset Management Trust Company (the Adviser) may modify a commingled pool's strategic asset allocations from time to time when in the interests of shareholders. The Adviser may buy and sell futures contracts (both long and short positions) in an effort to manage cash flows efficiently, remain fully invested, or facilitate asset allocation. The Adviser may use an active asset allocation strategy to increase or decrease asset class exposures relative to the strategic asset allocations by up to 10% for equity, bond, and short-term pools and funds to reflect the Adviser's market outlook, which is primarily focused on the intermediate term.

Fund Risk: Investment performance of the Fidelity Freedom Commingled Pool products depends on the performance of the underlying investment options and on the proportion of the assets invested in each underlying investment option. The investment risk of each Fidelity Freedom Commingled Pool changes over time as its asset allocation changes. These risks are subject to the asset allocation decisions of the portfolio manager. Pursuant to Fidelity Institutional Asset Management Trust Company's (the Adviser) ability to use an active asset allocation strategy, investors may be subject to a different risk profile compared to the commingled pool's strategic asset allocation strategy shown in its glide path. The commingled pools 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, commodity-linked and foreign securities. Leverage can increase market exposure, magnify investment risks, and cause losses to be realized more quickly. The Adviser may buy and sell futures contracts (both long and short positions) in a commingled pool in an effort to manage cash flows efficiently, remain fully invested, or facilitate asset allocation. No target date investment option is considered a complete retirement program, and there is no guarantee any single investment option will provide sufficient retirement income at or through retirement. Principal invested is not guaranteed at any time, including at or after the pools' target date.

Fund short term trading fees: None

Who may want to invest:

- Someone who is seeking an investment option intended for people in or very near retirement and who is willing to accept the volatility of diversified investments in the market.
- Someone who is seeking a diversified mix of stocks, bonds, and short-term investments in one investment option or who does not feel comfortable making asset allocation choices over time.

Footnotes:

- The investment option is a collective investment trust. It is managed by Fidelity Institutional Asset Management. This description is only intended to provide a brief overview of the fund.
- FIAMTC has claimed an exemption from registration under the Commodity Futures Trading Commission rules for its management of its pools, and neither the top level pool, nor the underlying investments, are subject to registration or regulation under the Commodity Exchange Act.
- This investment option is not a mutual fund.
- Expense ratios of the underlying components of the investment are credited to the pool by the manager or its affiliates, as applicable, and are not borne by the unit holders of the pool. Effective 09/23/2022, net and gross expense ratios are stated prospectively and will remain prospective until a full year of expenses have been incurred within the expense structure at which point the expense ratios will be reflected in arrears.



Fidelity Freedom 2020 Commingled Pool Class D

VRS Code: 006611

Gross Expense Ratio: 0.3% as of 09/30/2024

Fund Objective: Seeks high total return until its target retirement date. Thereafter, the pool's objective will be to seek high current income and, as a secondary objective, capital appreciation.

Fund Strategy: Designed for investors who anticipate retiring in or within a few years of the commingled pool's target retirement year at or around age 65. Investing primarily in a combination of Fidelity U.S. equity, non-U.S. equity, bond, and short-term pools and funds, which are primarily actively managed. Allocating assets among underlying Fidelity pools and funds according to a "strategic" asset allocation strategy that adjusts over time until it reaches an allocation similar to that of the Fidelity Freedom Income Commingled Pool approximately 10 to 19 years after the target year. Ultimately, the commingled pool may merge with the Fidelity Freedom Income Commingled Pool. Fidelity Institutional Asset Management Trust Company (the Adviser) may modify a commingled pool's strategic asset allocations from time to time when in the interests of shareholders. The Adviser may buy and sell futures contracts (both long and short positions) in an effort to manage cash flows efficiently, remain fully invested, or facilitate asset allocation. The Adviser may use an active asset allocation strategy to increase or decrease asset class exposures relative to the strategic asset allocations by up to 10% for equity, bond, and short-term pools and funds to reflect the Adviser's market outlook, which is primarily focused on the intermediate term.

Fund Risk: Investment performance of the Fidelity Freedom Commingled Pool products depends on the performance of the underlying investment options and on the proportion of the assets invested in each underlying investment option. The investment risk of each Fidelity Freedom Commingled Pool changes over time as its asset allocation changes. These risks are subject to the asset allocation decisions of the portfolio manager. Pursuant to Fidelity Institutional Asset Management Trust Company's (the Adviser) ability to use an active asset allocation strategy, investors may be subject to a different risk profile compared to the commingled pool's strategic asset allocation strategy shown in its glide path. The commingled pools 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, commodity-linked and foreign securities. Leverage can increase market exposure, magnify investment risks, and cause losses to be realized more quickly. The Adviser may buy and sell futures contracts (both long and short positions) in a commingled pool in an effort to manage cash flows efficiently, remain fully invested, or facilitate asset allocation. No target date investment option is considered a complete retirement program, and there is no guarantee any single investment option will provide sufficient retirement income at or through retirement. Principal invested is not guaranteed at any time, including at or after the pools' target date.

Fund short term trading fees: None

Who may want to invest:

- Someone who is seeking an investment option intended for people in or very near retirement and who is willing to accept the volatility of diversified investments in the market.
- Someone who is seeking a diversified mix of stocks, bonds, and short-term investments in one investment option or who does not feel comfortable making asset allocation choices over time.

Footnotes:

- The investment option is a collective investment trust. It is managed by Fidelity Institutional Asset Management. This description is only intended to provide a brief overview of the fund.
- FIAMTC has claimed an exemption from registration under the Commodity Futures Trading Commission rules for its management of its pools, and neither the top level pool, nor the underlying investments, are subject to registration or regulation under the Commodity Exchange Act.
- This investment option is not a mutual fund.
- Expense ratios of the underlying components of the investment are credited to the pool by the manager or its affiliates, as applicable, and are not borne by the unit holders of the pool. Effective 09/23/2022, net and gross expense ratios are stated prospectively and will remain prospective until a full year of expenses have been incurred within the expense structure at which point the expense ratios will be reflected in arrears.

Fidelity Freedom 2025 Commingled Pool Class D

VRS Code: 006612

Gross Expense Ratio: 0.35% as of 09/30/2024

Fund Objective: Seeks high total return until its target retirement date. Thereafter, the pool's objective will be to seek high current income and, as a secondary objective, capital appreciation.

Fund Strategy: Designed for investors who anticipate retiring in or within a few years of the commingled pool's target retirement year at or around age 65. Investing primarily in a combination of Fidelity U.S. equity, non-U.S. equity, bond, and short-term pools and funds, which are primarily actively managed. Allocating assets among underlying Fidelity pools and funds according to a "strategic" asset allocation strategy that adjusts over time until it reaches an allocation similar to that of the Fidelity Freedom Income Commingled Pool approximately 10 to 19 years after the target year. Ultimately, the commingled pool may merge with the Fidelity Freedom Income Commingled Pool. Fidelity Institutional Asset Management Trust Company (the Adviser) may modify a commingled pool's strategic asset allocations from time to time when in the interests of shareholders. The Adviser may buy and sell futures contracts (both long and short positions) in an effort to manage cash flows efficiently, remain fully invested, or facilitate asset allocation. The Adviser may use an active asset allocation strategy to increase or decrease asset class exposures relative to the strategic asset allocations by up to 10% for equity, bond, and short-term pools and funds to reflect the Adviser's market outlook, which is primarily focused on the intermediate term.

Fund Risk: Investment performance of the Fidelity Freedom Commingled Pool products depends on the performance of the underlying investment options and on the proportion of the assets invested in each underlying investment option. The investment risk of each Fidelity Freedom Commingled Pool changes over time as its asset allocation changes. These risks are subject to the asset allocation decisions of the portfolio manager. Pursuant to Fidelity Institutional Asset Management Trust Company's (the Adviser) ability to use an active asset allocation strategy, investors may be subject to a different risk profile compared to the commingled pool's strategic asset allocation strategy shown in its glide path. The commingled pools 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, commodity-linked and foreign securities. Leverage can increase market exposure, magnify investment risks, and cause losses to be realized more quickly. The Adviser may buy and sell futures contracts (both long and short positions) in a commingled pool in an effort to manage cash flows efficiently, remain fully invested, or facilitate asset allocation. No target date investment option is considered a complete retirement program, and there is no guarantee any single investment option will provide sufficient retirement income at or through retirement. Principal invested is not guaranteed at any time, including at or after the pools' target date.

Fund short term trading fees: None

Who may want to invest:

- Someone who is seeking an investment option that gradually becomes more conservative over time and who is willing to accept the volatility of the markets.
- Someone who is seeking a diversified mix of stocks, bonds, and short-term investments in one investment option or who does not feel comfortable making asset allocation choices over time.

Footnotes:

- The investment option is a collective investment trust. It is managed by Fidelity Institutional Asset Management. This description is only intended to provide a brief overview of the fund.
- FIAMTC has claimed an exemption from registration under the Commodity Futures Trading Commission rules for its management of its pools, and neither the top level pool, nor the underlying investments, are subject to registration or regulation under the Commodity Exchange Act.
- This investment option is not a mutual fund.
- Expense ratios of the underlying components of the investment are credited to the pool by the manager or its affiliates, as applicable, and are not borne by the unit holders of the pool. Effective 09/23/2022, net and gross expense ratios are stated prospectively and will remain prospective until a full year of expenses have been incurred within the expense structure at which point the expense ratios will be reflected in arrears.



Fidelity Freedom 2030 Commingled Pool Class D

VRS Code: 006613

Gross Expense Ratio: 0.37% as of 09/30/2024

Fund Objective: Seeks high total return until its target retirement date. Thereafter, the pool's objective will be to seek high current income and, as a secondary objective, capital appreciation.

Fund Strategy: Designed for investors who anticipate retiring in or within a few years of the commingled pool's target retirement year at or around age 65. Investing primarily in a combination of Fidelity U.S. equity, non-U.S. equity, bond, and short-term pools and funds, which are primarily actively managed. Allocating assets among underlying Fidelity pools and funds according to a "strategic" asset allocation strategy that adjusts over time until it reaches an allocation similar to that of the Fidelity Freedom Income Commingled Pool approximately 10 to 19 years after the target year. Ultimately, the commingled pool may merge with the Fidelity Freedom Income Commingled Pool. Fidelity Institutional Asset Management Trust Company (the Adviser) may modify a commingled pool's strategic asset allocations from time to time when in the interests of shareholders. The Adviser may buy and sell futures contracts (both long and short positions) in an effort to manage cash flows efficiently, remain fully invested, or facilitate asset allocation. The Adviser may use an active asset allocation strategy to increase or decrease asset class exposures relative to the strategic asset allocations by up to 10% for equity, bond, and short-term pools and funds to reflect the Adviser's market outlook, which is primarily focused on the intermediate term.

Fund Risk: Investment performance of the Fidelity Freedom Commingled Pool products depends on the performance of the underlying investment options and on the proportion of the assets invested in each underlying investment option. The investment risk of each Fidelity Freedom Commingled Pool changes over time as its asset allocation changes. These risks are subject to the asset allocation decisions of the portfolio manager. Pursuant to Fidelity Institutional Asset Management Trust Company's (the Adviser) ability to use an active asset allocation strategy, investors may be subject to a different risk profile compared to the commingled pool's strategic asset allocation strategy shown in its glide path. The commingled pools 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, commodity-linked and foreign securities. Leverage can increase market exposure, magnify investment risks, and cause losses to be realized more quickly. The Adviser may buy and sell futures contracts (both long and short positions) in a commingled pool in an effort to manage cash flows efficiently, remain fully invested, or facilitate asset allocation. No target date investment option is considered a complete retirement program, and there is no guarantee any single investment option will provide sufficient retirement income at or through retirement. Principal invested is not guaranteed at any time, including at or after the pools' target date.

Fund short term trading fees: None

Who may want to invest:

- Someone who is seeking an investment option that gradually becomes more conservative over time and who is willing to accept the volatility of the markets.
- Someone who is seeking a diversified mix of stocks, bonds, and short-term investments in one investment option or who does not feel comfortable making asset allocation choices over time.

Footnotes:

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- This investment option is not a mutual fund.
- Expense ratios of the underlying components of the investment are credited to the pool by the manager or its affiliates, as applicable, and are not borne by the unit holders of the pool. Effective 09/23/2022, net and gross expense ratios are stated prospectively and will remain prospective until a full year of expenses have been incurred within the expense structure at which point the expense ratios will be reflected in arrears.



Fidelity Freedom 2035 Commingled Pool Class D

VRS Code: 006614

Gross Expense Ratio: 0.37% as of 09/30/2024

Fund Objective: Seeks high total return until its target retirement date. Thereafter, the pool's objective will be to seek high current income and, as a secondary objective, capital appreciation.

Fund Strategy: Designed for investors who anticipate retiring in or within a few years of the commingled pool's target retirement year at or around age 65. Investing primarily in a combination of Fidelity U.S. equity, non-U.S. equity, bond, and short-term pools and funds, which are primarily actively managed. Allocating assets among underlying Fidelity pools and funds according to a "strategic" asset allocation strategy that adjusts over time until it reaches an allocation similar to that of the Fidelity Freedom Income Commingled Pool approximately 10 to 19 years after the target year. Ultimately, the commingled pool may merge with the Fidelity Freedom Income Commingled Pool. Fidelity Institutional Asset Management Trust Company (the Adviser) may modify a commingled pool's strategic asset allocations from time to time when in the interests of shareholders. The Adviser may buy and sell futures contracts (both long and short positions) in an effort to manage cash flows efficiently, remain fully invested, or facilitate asset allocation. The Adviser may use an active asset allocation strategy to increase or decrease asset class exposures relative to the strategic asset allocations by up to 10% for equity, bond, and short-term pools and funds to reflect the Adviser's market outlook, which is primarily focused on the intermediate term.

Fund Risk: Investment performance of the Fidelity Freedom Commingled Pool products depends on the performance of the underlying investment options and on the proportion of the assets invested in each underlying investment option. The investment risk of each Fidelity Freedom Commingled Pool changes over time as its asset allocation changes. These risks are subject to the asset allocation decisions of the portfolio manager. Pursuant to Fidelity Institutional Asset Management Trust Company's (the Adviser) ability to use an active asset allocation strategy, investors may be subject to a different risk profile compared to the commingled pool's strategic asset allocation strategy shown in its glide path. The commingled pools 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, commodity-linked and foreign securities. Leverage can increase market exposure, magnify investment risks, and cause losses to be realized more quickly. The Adviser may buy and sell futures contracts (both long and short positions) in a commingled pool in an effort to manage cash flows efficiently, remain fully invested, or facilitate asset allocation. No target date investment option is considered a complete retirement program, and there is no guarantee any single investment option will provide sufficient retirement income at or through retirement. Principal invested is not guaranteed at any time, including at or after the pools' target date.

Fund short term trading fees: None

Who may want to invest:

- Someone who is seeking an investment option that gradually becomes more conservative over time and who is willing to accept the volatility of the markets.
- Someone who is seeking a diversified mix of stocks, bonds, and short-term investments in one investment option or who does not feel comfortable making asset allocation choices over time.

Footnotes:

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- This investment option is not a mutual fund.
- Expense ratios of the underlying components of the investment are credited to the pool by the manager or its affiliates, as applicable, and are not borne by the unit holders of the pool. Effective 09/23/2022, net and gross expense ratios are stated prospectively and will remain prospective until a full year of expenses have been incurred within the expense structure at which point the expense ratios will be reflected in arrears.

Fidelity Freedom 2040 Commingled Pool Class D

VRS Code: 006615

Gross Expense Ratio: 0.37% as of 09/30/2024

Fund Objective: Seeks high total return until its target retirement date. Thereafter, the pool's objective will be to seek high current income and, as a secondary objective, capital appreciation.

Fund Strategy: Designed for investors who anticipate retiring in or within a few years of the commingled pool's target retirement year at or around age 65. Investing primarily in a combination of Fidelity U.S. equity, non-U.S. equity, bond, and short-term pools and funds, which are primarily actively managed. Allocating assets among underlying Fidelity pools and funds according to a "strategic" asset allocation strategy that adjusts over time until it reaches an allocation similar to that of the Fidelity Freedom Income Commingled Pool approximately 10 to 19 years after the target year. Ultimately, the commingled pool may merge with the Fidelity Freedom Income Commingled Pool. Fidelity Institutional Asset Management Trust Company (the Adviser) may modify a commingled pool's strategic asset allocations from time to time when in the interests of shareholders. The Adviser may buy and sell futures contracts (both long and short positions) in an effort to manage cash flows efficiently, remain fully invested, or facilitate asset allocation. The Adviser may use an active asset allocation strategy to increase or decrease asset class exposures relative to the strategic asset allocations by up to 10% for equity, bond, and short-term pools and funds to reflect the Adviser's market outlook, which is primarily focused on the intermediate term.

Fund Risk: Investment performance of the Fidelity Freedom Commingled Pool products depends on the performance of the underlying investment options and on the proportion of the assets invested in each underlying investment option. The investment risk of each Fidelity Freedom Commingled Pool changes over time as its asset allocation changes. These risks are subject to the asset allocation decisions of the portfolio manager. Pursuant to Fidelity Institutional Asset Management Trust Company's (the Adviser) ability to use an active asset allocation strategy, investors may be subject to a different risk profile compared to the commingled pool's strategic asset allocation strategy shown in its glide path. The commingled pools 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, commodity-linked and foreign securities. Leverage can increase market exposure, magnify investment risks, and cause losses to be realized more quickly. The Adviser may buy and sell futures contracts (both long and short positions) in a commingled pool in an effort to manage cash flows efficiently, remain fully invested, or facilitate asset allocation. No target date investment option is considered a complete retirement program, and there is no guarantee any single investment option will provide sufficient retirement income at or through retirement. Principal invested is not guaranteed at any time, including at or after the pools' target date.

Fund short term trading fees: None

Who may want to invest:

- Someone who is seeking an investment option that gradually becomes more conservative over time and who is willing to accept the volatility of the markets.
- Someone who is seeking a diversified mix of stocks, bonds, and short-term investments in one investment option or who does not feel comfortable making asset allocation choices over time.

Footnotes:

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- This investment option is not a mutual fund.
- Expense ratios of the underlying components of the investment are credited to the pool by the manager or its affiliates, as applicable, and are not borne by the unit holders of the pool. Effective 09/23/2022, net and gross expense ratios are stated prospectively and will remain prospective until a full year of expenses have been incurred within the expense structure at which point the expense ratios will be reflected in arrears.



Fidelity Freedom 2045 Commingled Pool Class D

VRS Code: 006616

Gross Expense Ratio: 0.37% as of 09/30/2024

Fund Objective: Seeks high total return until its target retirement date. Thereafter, the pool's objective will be to seek high current income and, as a secondary objective, capital appreciation.

Fund Strategy: Designed for investors who anticipate retiring in or within a few years of the commingled pool's target retirement year at or around age 65. Investing primarily in a combination of Fidelity U.S. equity, non-U.S. equity, bond, and short-term pools and funds, which are primarily actively managed. Allocating assets among underlying Fidelity pools and funds according to a "strategic" asset allocation strategy that adjusts over time until it reaches an allocation similar to that of the Fidelity Freedom Income Commingled Pool approximately 10 to 19 years after the target year. Ultimately, the commingled pool may merge with the Fidelity Freedom Income Commingled Pool. Fidelity Institutional Asset Management Trust Company (the Adviser) may modify a commingled pool's strategic asset allocations from time to time when in the interests of shareholders. The Adviser may buy and sell futures contracts (both long and short positions) in an effort to manage cash flows efficiently, remain fully invested, or facilitate asset allocation. The Adviser may use an active asset allocation strategy to increase or decrease asset class exposures relative to the strategic asset allocations by up to 10% for equity, bond, and short-term pools and funds to reflect the Adviser's market outlook, which is primarily focused on the intermediate term.

Fund Risk: Investment performance of the Fidelity Freedom Commingled Pool products depends on the performance of the underlying investment options and on the proportion of the assets invested in each underlying investment option. The investment risk of each Fidelity Freedom Commingled Pool changes over time as its asset allocation changes. These risks are subject to the asset allocation decisions of the portfolio manager. Pursuant to Fidelity Institutional Asset Management Trust Company's (the Adviser) ability to use an active asset allocation strategy, investors may be subject to a different risk profile compared to the commingled pool's strategic asset allocation strategy shown in its glide path. The commingled pools 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, commodity-linked and foreign securities. Leverage can increase market exposure, magnify investment risks, and cause losses to be realized more quickly. The Adviser may buy and sell futures contracts (both long and short positions) in a commingled pool in an effort to manage cash flows efficiently, remain fully invested, or facilitate asset allocation. No target date investment option is considered a complete retirement program, and there is no guarantee any single investment option will provide sufficient retirement income at or through retirement. Principal invested is not guaranteed at any time, including at or after the pools' target date.

Fund short term trading fees: None

Who may want to invest:

- Someone who is seeking an investment option that gradually becomes more conservative over time and who is willing to accept the volatility of the markets.
- Someone who is seeking a diversified mix of stocks, bonds, and short-term investments in one investment option or who does not feel comfortable making asset allocation choices over time.

Footnotes:

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- This investment option is not a mutual fund.
- Expense ratios of the underlying components of the investment are credited to the pool by the manager or its affiliates, as applicable, and are not borne by the unit holders of the pool. Effective 09/23/2022, net and gross expense ratios are stated prospectively and will remain prospective until a full year of expenses have been incurred within the expense structure at which point the expense ratios will be reflected in arrears.

Fidelity Freedom 2050 Commingled Pool Class D

VRS Code: 006617

Gross Expense Ratio: 0.37% as of 09/30/2024

Fund Objective: Seeks high total return until its target retirement date. Thereafter, the pool's objective will be to seek high current income and, as a secondary objective, capital appreciation.

Fund Strategy: Designed for investors who anticipate retiring in or within a few years of the commingled pool's target retirement year at or around age 65. Investing primarily in a combination of Fidelity U.S. equity, non-U.S. equity, bond, and short-term pools and funds, which are primarily actively managed. Allocating assets among underlying Fidelity pools and funds according to a "strategic" asset allocation strategy that adjusts over time until it reaches an allocation similar to that of the Fidelity Freedom Income Commingled Pool approximately 10 to 19 years after the target year. Ultimately, the commingled pool may merge with the Fidelity Freedom Income Commingled Pool. Fidelity Institutional Asset Management Trust Company (the Adviser) may modify a commingled pool's strategic asset allocations from time to time when in the interests of shareholders. The Adviser may buy and sell futures contracts (both long and short positions) in an effort to manage cash flows efficiently, remain fully invested, or facilitate asset allocation. The Adviser may use an active asset allocation strategy to increase or decrease asset class exposures relative to the strategic asset allocations by up to 10% for equity, bond, and short-term pools and funds to reflect the Adviser's market outlook, which is primarily focused on the intermediate term.

Fund Risk: Investment performance of the Fidelity Freedom Commingled Pool products depends on the performance of the underlying investment options and on the proportion of the assets invested in each underlying investment option. The investment risk of each Fidelity Freedom Commingled Pool changes over time as its asset allocation changes. These risks are subject to the asset allocation decisions of the portfolio manager. Pursuant to Fidelity Institutional Asset Management Trust Company's (the Adviser) ability to use an active asset allocation strategy, investors may be subject to a different risk profile compared to the commingled pool's strategic asset allocation strategy shown in its glide path. The commingled pools 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, commodity-linked and foreign securities. Leverage can increase market exposure, magnify investment risks, and cause losses to be realized more quickly. The Adviser may buy and sell futures contracts (both long and short positions) in a commingled pool in an effort to manage cash flows efficiently, remain fully invested, or facilitate asset allocation. No target date investment option is considered a complete retirement program, and there is no guarantee any single investment option will provide sufficient retirement income at or through retirement. Principal invested is not guaranteed at any time, including at or after the pools' target date.

Fund short term trading fees: None

Who may want to invest:

- Someone who is seeking an investment option that gradually becomes more conservative over time and who is willing to accept the volatility of the markets.
- Someone who is seeking a diversified mix of stocks, bonds, and short-term investments in one investment option or who does not feel comfortable making asset allocation choices over time.

Footnotes:

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- This investment option is not a mutual fund.
- Expense ratios of the underlying components of the investment are credited to the pool by the manager or its affiliates, as applicable, and are not borne by the unit holders of the pool. Effective 09/23/2022, net and gross expense ratios are stated prospectively and will remain prospective until a full year of expenses have been incurred within the expense structure at which point the expense ratios will be reflected in arrears.



Fidelity Freedom 2055 Commingled Pool Class D

VRS Code: 006618

Gross Expense Ratio: 0.37% as of 09/30/2024

Fund Objective: Seeks high total return until its target retirement date. Thereafter, the pool's objective will be to seek high current income and, as a secondary objective, capital appreciation.

Fund Strategy: Designed for investors who anticipate retiring in or within a few years of the commingled pool's target retirement year at or around age 65. Investing primarily in a combination of Fidelity U.S. equity, non-U.S. equity, bond, and short-term pools and funds, which are primarily actively managed. Allocating assets among underlying Fidelity pools and funds according to a "strategic" asset allocation strategy that adjusts over time until it reaches an allocation similar to that of the Fidelity Freedom Income Commingled Pool approximately 10 to 19 years after the target year. Ultimately, the commingled pool may merge with the Fidelity Freedom Income Commingled Pool. Fidelity Institutional Asset Management Trust Company (the Adviser) may modify a commingled pool's strategic asset allocations from time to time when in the interests of shareholders. The Adviser may buy and sell futures contracts (both long and short positions) in an effort to manage cash flows efficiently, remain fully invested, or facilitate asset allocation. The Adviser may use an active asset allocation strategy to increase or decrease asset class exposures relative to the strategic asset allocations by up to 10% for equity, bond, and short-term pools and funds to reflect the Adviser's market outlook, which is primarily focused on the intermediate term.

Fund Risk: Investment performance of the Fidelity Freedom Commingled Pool products depends on the performance of the underlying investment options and on the proportion of the assets invested in each underlying investment option. The investment risk of each Fidelity Freedom Commingled Pool changes over time as its asset allocation changes. These risks are subject to the asset allocation decisions of the portfolio manager. Pursuant to Fidelity Institutional Asset Management Trust Company's (the Adviser) ability to use an active asset allocation strategy, investors may be subject to a different risk profile compared to the commingled pool's strategic asset allocation strategy shown in its glide path. The commingled pools 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, commodity-linked and foreign securities. Leverage can increase market exposure, magnify investment risks, and cause losses to be realized more quickly. The Adviser may buy and sell futures contracts (both long and short positions) in a commingled pool in an effort to manage cash flows efficiently, remain fully invested, or facilitate asset allocation. No target date investment option is considered a complete retirement program, and there is no guarantee any single investment option will provide sufficient retirement income at or through retirement. Principal invested is not guaranteed at any time, including at or after the pools' target date.

Fund short term trading fees: None

Who may want to invest:

- Someone who is seeking an investment option that gradually becomes more conservative over time and who is willing to accept the volatility of the markets.
- Someone who is seeking a diversified mix of stocks, bonds, and short-term investments in one investment option or who does not feel comfortable making asset allocation choices over time.

Footnotes:

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- This investment option is not a mutual fund.
- Expense ratios of the underlying components of the investment are credited to the pool by the manager or its affiliates, as applicable, and are not borne by the unit holders of the pool. Effective 09/23/2022, net and gross expense ratios are stated prospectively and will remain prospective until a full year of expenses have been incurred within the expense structure at which point the expense ratios will be reflected in arrears.

Fidelity Freedom 2060 Commingled Pool Class D

VRS Code: 006619

Gross Expense Ratio: 0.37% as of 09/30/2024

Fund Objective: Seeks high total return until its target retirement date. Thereafter, the pool's objective will be to seek high current income and, as a secondary objective, capital appreciation.

Fund Strategy: Designed for investors who anticipate retiring in or within a few years of the commingled pool's target retirement year at or around age 65. Investing primarily in a combination of Fidelity U.S. equity, non-U.S. equity, bond, and short-term pools and funds, which are primarily actively managed. Allocating assets among underlying Fidelity pools and funds according to a "strategic" asset allocation strategy that adjusts over time until it reaches an allocation similar to that of the Fidelity Freedom Income Commingled Pool approximately 10 to 19 years after the target year. Ultimately, the commingled pool may merge with the Fidelity Freedom Income Commingled Pool. Fidelity Institutional Asset Management Trust Company (the Adviser) may modify a commingled pool's strategic asset allocations from time to time when in the interests of shareholders. The Adviser may buy and sell futures contracts (both long and short positions) in an effort to manage cash flows efficiently, remain fully invested, or facilitate asset allocation. The Adviser may use an active asset allocation strategy to increase or decrease asset class exposures relative to the strategic asset allocations by up to 10% for equity, bond, and short-term pools and funds to reflect the Adviser's market outlook, which is primarily focused on the intermediate term.

Fund Risk: Investment performance of the Fidelity Freedom Commingled Pool products depends on the performance of the underlying investment options and on the proportion of the assets invested in each underlying investment option. The investment risk of each Fidelity Freedom Commingled Pool changes over time as its asset allocation changes. These risks are subject to the asset allocation decisions of the portfolio manager. Pursuant to Fidelity Institutional Asset Management Trust Company's (the Adviser) ability to use an active asset allocation strategy, investors may be subject to a different risk profile compared to the commingled pool's strategic asset allocation strategy shown in its glide path. The commingled pools 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, commodity-linked and foreign securities. Leverage can increase market exposure, magnify investment risks, and cause losses to be realized more quickly. The Adviser may buy and sell futures contracts (both long and short positions) in a commingled pool in an effort to manage cash flows efficiently, remain fully invested, or facilitate asset allocation. No target date investment option is considered a complete retirement program, and there is no guarantee any single investment option will provide sufficient retirement income at or through retirement. Principal invested is not guaranteed at any time, including at or after the pools' target date.

Fund short term trading fees: None

Who may want to invest:

- Someone who is seeking an investment option that gradually becomes more conservative over time and who is willing to accept the volatility of the markets.
- Someone who is seeking a diversified mix of stocks, bonds, and short-term investments in one investment option or who does not feel comfortable making asset allocation choices over time.

Footnotes:

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- This investment option is not a mutual fund.
- Expense ratios of the underlying components of the investment are credited to the pool by the manager or its affiliates, as applicable, and are not borne by the unit holders of the pool. Effective 09/23/2022, net and gross expense ratios are stated prospectively and will remain prospective until a full year of expenses have been incurred within the expense structure at which point the expense ratios will be reflected in arrears.

Fidelity Freedom 2065 Commingled Pool Class D

VRS Code: 006620

Gross Expense Ratio: 0.37% as of 09/30/2024

Fund Objective: Seeks high total return until its target retirement date. Thereafter, the pool's objective will be to seek high current income and, as a secondary objective, capital appreciation.

Fund Strategy: Designed for investors who anticipate retiring in or within a few years of the commingled pool's target retirement year at or around age 65. Investing primarily in a combination of Fidelity U.S. equity, non-U.S. equity, bond, and short-term pools and funds, which are primarily actively managed. Allocating assets among underlying Fidelity pools and funds according to a "strategic" asset allocation strategy that adjusts over time until it reaches an allocation similar to that of the Fidelity Freedom Income Commingled Pool approximately 10 to 19 years after the target year. Ultimately, the commingled pool may merge with the Fidelity Freedom Income Commingled Pool. Fidelity Institutional Asset Management Trust Company (the Adviser) may modify a commingled pool's strategic asset allocations from time to time when in the interests of shareholders. The Adviser may buy and sell futures contracts (both long and short positions) in an effort to manage cash flows efficiently, remain fully invested, or facilitate asset allocation. The Adviser may use an active asset allocation strategy to increase or decrease asset class exposures relative to the strategic asset allocations by up to 10% for equity, bond, and short-term pools and funds to reflect the Adviser's market outlook, which is primarily focused on the intermediate term.

Fund Risk: Investment performance of the Fidelity Freedom Commingled Pool products depends on the performance of the underlying investment options and on the proportion of the assets invested in each underlying investment option. The investment risk of each Fidelity Freedom Commingled Pool changes over time as its asset allocation changes. These risks are subject to the asset allocation decisions of the portfolio manager. Pursuant to Fidelity Institutional Asset Management Trust Company's (the Adviser) ability to use an active asset allocation strategy, investors may be subject to a different risk profile compared to the commingled pool's strategic asset allocation strategy shown in its glide path. The commingled pools 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, commodity-linked and foreign securities. Leverage can increase market exposure, magnify investment risks, and cause losses to be realized more quickly. The Adviser may buy and sell futures contracts (both long and short positions) in a commingled pool in an effort to manage cash flows efficiently, remain fully invested, or facilitate asset allocation. No target date investment option is considered a complete retirement program, and there is no guarantee any single investment option will provide sufficient retirement income at or through retirement. Principal invested is not guaranteed at any time, including at or after the pools' target date.

Fund short term trading fees: None

Who may want to invest:

- Someone who is seeking an investment option that gradually becomes more conservative over time and who is willing to accept the volatility of the markets.
- Someone who is seeking a diversified mix of stocks, bonds, and short-term investments in one investment option or who does not feel comfortable making asset allocation choices over time.

Footnotes:

- The investment option is a collective investment trust. It is managed by Fidelity Institutional Asset Management. This description is only intended to provide a brief overview of the fund.
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- This investment option is not a mutual fund.
- Expense ratios of the underlying components of the investment are credited to the pool by the manager or its affiliates, as applicable, and are not borne by the unit holders of the pool. Effective 09/23/2022, net and gross expense ratios are stated prospectively and will remain prospective until a full year of expenses have been incurred within the expense structure at which point the expense ratios will be reflected in arrears.



Fidelity Freedom Income Commingled Pool Class D

VRS Code: 006607

Gross Expense Ratio: 0.24% as of 09/30/2024

Fund Objective: Seeks high total current income and, as a secondary objective, capital appreciation.

Fund Strategy: Investing primarily in a combination of Fidelity U.S. equity, non-U.S. equity, bond, and short-term pools and funds, which are primarily actively managed. Allocating assets among underlying pools according to a stable "strategic" asset allocation strategy (approximately 11% in U.S. equity, 8% in non-U.S. equity, 43% in U.S. investment grade bond, 5% in non-U.S. bond, 3% in long-term treasury bond, 20% in inflation-protected bond, and 10% in short-term pools and funds). Fidelity Institutional Asset Management Trust Company (the Adviser) may modify the commingled pool's strategic asset allocations from time to time when in the interests of shareholders. The Adviser may buy and sell futures contracts (both long and short positions) in an effort to manage cash flows efficiently, remain fully invested, or facilitate asset allocation. The Adviser may use an active asset allocation strategy to increase or decrease asset class exposures relative to the strategic asset allocations by up to 10% for equity, bond, and short-term pools and funds to reflect the Adviser's market outlook, which is primarily focused on the intermediate term.

Fund Risk: Investment performance of the Fidelity Freedom Commingled Pool strategies depends on the performance of the underlying investment options and on the proportion of the assets invested in each underlying investment option. The commingled pool is subject to risks resulting from the asset allocation decisions of Fidelity Institutional Asset Management Trust Company (the Adviser). Pursuant to the Adviser's ability to use an active asset allocation strategy, investors may be subject to a different risk profile compared to the commingled pool's strategic asset allocation strategy shown in its glide path. The commingled pool 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. Leverage can increase market exposure, magnify investment risks, and cause losses to be realized more quickly. The Adviser reserves the right to buy and sell futures contracts (both long and short positions) in any commingled pool in an effort to manage cash flows efficiently, remain fully invested, or facilitate asset allocation. No target date investment option is considered a complete retirement program and there is no guarantee any single investment option will provide sufficient retirement income at or through retirement. Principal invested is not guaranteed at any time, including at or after the pools' target dates.

Fund short term trading fees: None

Who may want to invest:

- Someone who is seeking an investment option intended for people in retirement and who is willing to accept the volatility of diversified investments in the market.
- Someone who is seeking a diversified mix of stocks, bonds, and short-term investments in one investment option and looking primarily for the potential for income and, secondarily, for share-price appreciation.

Footnotes:

- The investment option is a collective investment trust. It is managed by Fidelity Institutional Asset Management. This description is only intended to provide a brief overview of the fund.
- FIAMTC has claimed an exemption from registration under the Commodity Futures Trading Commission rules for its management of its pools, and neither the top level pool, nor the underlying investments, are subject to registration or regulation under the Commodity Exchange Act.
- This investment option is not a mutual fund.
- Expense ratios of the underlying components of the investment are credited to the pool by the manager or its affiliates, as applicable, and are not borne by the unit holders of the pool. Effective 09/23/2022, net and gross expense ratios are stated prospectively and will remain prospective until a full year of expenses have been incurred within the expense structure at which point the expense ratios will be reflected in arrears.



Step up your contributions with the Annual Increase Program.

Help boost your contribution amount automatically: The Annual Increase Program allows you to increase your retirement savings plan contributions automatically each year. It's an easy way to help keep yourself on track as you get closer to retirement.

ACTION PLAN

- Review the details of the Annual Increase Program
- Choose the amount and date of your annual increase

How does the Annual Increase Program work?

Choose the amount and date for your annual increase, and the rest is automatic. Each year on the designated date, your contributions will increase by the amount you elected.

How does the Annual Increase Program benefit me?

Small increases in your contributions can lead to significant benefits in retirement. When you enroll in the Annual Increase Program, you may help ensure a step up in your retirement plan account contributions each year. This means more opportunity for your savings to grow. It can help you save more but feel less of an impact in your take-home pay.

How do I enroll?

To make your plan's Annual Increase Program part of your retirement saving strategy, log on to NetBenefits® or call your plan's toll-free number to choose the amount and select the date for your annual increase.

What amount and date should I choose for my annual increase?

Choose an annual increase of 1% or 2% and time it to coincide with your annual review or pay increase. The system follows through by automatically increasing your contribution on your selected date each year.

What if I need to make changes or withdraw?

You can change or withdraw from the program at any time by calling your plan's toll-free number or by visiting NetBenefits.®

Additional information about the Annual Increase Program

Eligibility requirements.

To participate in the program, you must be contributing regularly to your workplace savings plan through payroll deductions. If you stop making regular payroll deductions, your annual increase elections will be maintained on the system until conditions change to allow for the application of your elections.

After I sign up, when does the increased contribution go into effect?

Your Annual Increase Program elections will take effect as soon as administratively feasible. Therefore, depending on the frequency of your paycheck, it takes a minimum of one to two pay periods for the election to take effect.

Program elections.

In most circumstances, your increase election will be applied on a pretax basis. If your employer allows Roth deductions, in limited circumstances your election may be applied on a Roth basis.

Exceptions to program elections.

Your Annual Increase Program elections will be applied until you withdraw from the program, subject to the following exceptions:

- **Plan or statutory limits.** If you are close to or over the maximum percentage or dollar amount that you are allowed to contribute to your retirement plan, none or only some of your increase amount will be applied on your designated increase date. However, if you have made a "spillover" election to continue contributions on an after-tax basis, your annual increase election may be applied for the remainder of the plan year.

- **Suspension of plan contributions.** If you are suspended from making contributions to your plan due to certain plan rules, your program increase will also be suspended. Depending on plan rules, your election may or may not be reinstated at the end of the suspension period.
- **Highly compensated employees (HCEs).** If your designation as an HCE limits or otherwise restricts you from making additional contributions, your contributions may not be increased even if you have elected to participate in the program.
- **Change in employment status.** If your deductions are interrupted due to a change in your employment status such as a leave of absence or disability, your program elections will be held on file. It's a good idea to confirm that you are still enrolled in the program when your deductions begin again.

Please consult your plan rules for more detailed information. If you have questions, please call your plan's toll-free number or log on to NetBenefits.®

Need Help?

For additional information about the Annual Increase Program:

- Visit Fidelity NetBenefits®
- Call your plan's toll-free number to speak with a Fidelity Representative



What is the Roth 401(k) Contribution Option?

A Roth contribution is available to employees who participate in the 401(k) plan. For payroll purposes, Roth contributions are treated as after tax. This feature will allow participants to make Roth contributions to their plan while taking their earnings completely **tax-free** at retirement—as long as the withdrawal is a qualified one. A qualified withdrawal is one that can be taken five tax years after the year of the first Roth contribution *and* after the participant has attained age 59½, has become disabled, or has died.

If you qualify to make traditional 401(k) contributions, you are eligible for a Roth 401(k) contribution.

How does a Roth 401(k) contribution option work?

You elect an amount of your salary that you wish to contribute to the Roth source, just as you would for your traditional 401(k). The contribution is based on your eligible compensation, not on your net pay — for example, if your total annual eligible compensation is \$40,000 per year and you elect a 6% deferral amount, then \$2,400 per year would go into your Roth 401(k) account.

Unlike your traditional 401(k) pretax contribution, with a Roth 401(k) contribution, you pay the taxes now on the contributions you make—but later your earnings are all tax-free, if you meet certain criteria.

Example: Sally earns \$40,000 and has elected to put 6% toward her Roth 401(k) contributions and 6% toward her traditional 401(k) pretax contributions on a monthly basis.

	ROTH 401(k)*	TRADITIONAL 401(k)*
Sally's monthly contribution into each account	\$200	\$200
Sally's reduction in take-home pay	\$200	\$156

*This hypothetical example is based solely on an assumed federal income tax rate of 22%. No other payroll deductions are taken into account. Your own results will be based on your individual tax situation.

Your combined Roth and traditional pretax 401(k) contributions cannot exceed the IRS limits for the year.

Would a Roth 401(k) contribution option benefit me?

The potential benefits of Roth 401(k) contributions really depend on your personal situation, but are mainly focused on your existing tax rate and your anticipated tax rate at the time of retirement. If you are contributing to a Roth, you are giving up a tax break today for a tax break in the future.

Therefore, a Roth contribution might benefit you if your tax rate in retirement were **higher** than it had been during the years you contributed.

If your tax rate were **lower** in retirement, then a traditional 401(k) might be more beneficial to you than the Roth option. Talk with a tax professional for more information on how to determine if Roth 401(k) contributions are right for you.

Is a traditional pretax 401(k) still beneficial?

Yes. For many participants, a traditional pretax 401(k) will still be the most beneficial type of retirement savings plan. We do not know what the future holds regarding tax rates. Therefore, it is not possible to predict with certainty which type of 401(k) savings will be most beneficial to a participant.

Remember, because Roth 401(k) contributions are made after tax, you may take home less money in your paycheck than you would if you contributed to a traditional pretax 401(k).



Barnes Group Inc.
123 Main Street
Bristol, CT 06011-0489

Plan Name: The Retirement Savings Plan

Plan #: 28019

Incoming Rollover Instructions

"Rolling over" money into the Retirement Savings Plan is a three-step process. Please follow these instructions to ensure that this process is completed in a timely and accurate manner. *Please Note:* Failure to follow these instructions may result in a delay in the processing of your request and may jeopardize your ability to roll over your distribution.

Step 1. Request your distribution

Request a direct rollover distribution from your previous eligible retirement plan. See the Rollover Contribution Form for a list of the types of plans or accounts from which rollovers may be made to your employer's plan. There are two distribution check payable options:

Option 1.

The check can be made payable to Fidelity Investments Institutional Operations Company LLC (or FIIOC), for the benefit of (YOUR NAME). The check must be from the distributing trustee or custodian. (Personal checks are not acceptable.)

Note: This type of distribution avoids automatic income tax withholding. Also, it avoids the possible 10% early withdrawal penalty if you are under the age of 59 ½.

Option 2.

If the distribution was originally made payable directly to you, you must send your rollover contribution to Fidelity via a certified check or money order only for the amount you are rolling over. (Personal checks are not acceptable.)

Note: If your distribution is initially received as a check made payable to you, your rollover must be completed within 60 days of receipt of the distribution. Your previous administrator will be required to withhold income taxes. As a result, you will not be able to roll over 100% of your eligible distribution unless you have extra savings available to make up the amount withheld. You must also roll over that amount within 60 days of receipt of your distribution. If you do not make up the amount withheld, that amount will be considered a withdrawal from the previous program and the taxable portion will be subject to ordinary income taxes and possibly a 10% early withdrawal penalty.

Fidelity does not accept wire transfers of funds. You must request a CHECK from your previous plan or IRA.

The check should be mailed directly to you. Once you have received the check, please follow the directions in Step 2.

Step 2. Initiate your rollover request

Please log on to NetBenefits® at www.401k.com or the NetBenefits mobile app which you can get with the below QR code to initiate your request or complete the Incoming Rollover Contribution Form. Please be sure to complete all items, and sign the form if indicated.

Mobile App QR code:



Failing to properly complete the process will result in your transaction not being processed and your check being returned to you. This form and any separate documentation required by your Plan Sponsor will be reviewed through an automated process. Fidelity will not consider or act upon any unrequested documentation or any information provided outside the areas of the form where specific information has been requested.

Please Note: This rollover contribution will be invested based on the investment elections you have on file for rollover contributions to the Plan. If you have not made investment elections for rollover contributions, this amount will be invested in the Plan-designated default investment option. If you wish to make investment elections for your rollover contribution, please do so via NetBenefits or by contacting Fidelity Investments prior to submitting this form.

If you are not sure of the plan type that you are rolling out of, please contact your previous plan sponsor or IRA custodian for verification. An incorrect plan type could invalidate your rollover.

Step 3. Mail the information

Mail (1) the Incoming Rollover Contribution Application and (2) the check to:

FIRST CLASS MAIL WITH STAMP:

Fidelity Investments
Client Service Operations
P.O. Box 770003
Cincinnati, OH 45277-0065

Overnight Address:

Fidelity Investments
Client Service Operations (KC1F-L)
100 Crosby Parkway
Covington, KY 41015

Please include all the information requested. Incomplete forms and the accompanying check will be returned to you and may jeopardize your ability to roll over your distribution.

Once your contribution is accepted into the Retirement Savings Plan, you can log on to Fidelity NetBenefits® at www.401k.com to view your rollover contribution and investment election(s).

Please allow at least seven business days for processing. If you have any questions about rollover contributions, call **1-800-835-5095**. Please be sure you have beneficiary information for the Plan on file.

To establish or change your beneficiary information for the Retirement Savings Plan, please access www.401k.com.

You should make a copy of the check and the Incoming Contribution Application for your records.

Plan Name: The Retirement Savings Plan

Plan #: 28019

Incoming Rollover Contribution Application

Section One: Participant Information (please print)

The following section must be completed entirely to ensure that your account is properly set up.

Social Security #: -- Hire Date: ____/____/____ Birth Date: ____/____/____

Participant Name (first, MI, last): _____

Participant Address: _____

City: _____ State: _____ ZIP: _____

Phone (day): _____ Phone (evening): _____

Section Two: Rollover Contribution Information

Acceptable rollover sources

The Plan will accept taxable money* from the following types of employer-sponsored plans: 401(a) plans (e.g., 401(k)); 403(a) plans; 403(b) plans (e.g., plans of tax-exempt organizations); distributions of taxable monies made to you as a spousal beneficiary from acurrent or former spouse from these types of plans, or an alternate payee pursuant to a qualified domestic relations order (QDRO). In addition, the Plan will accept: conduit IRAs (rollover IRAs), Roth 401(k) and Roth 403(b) plans.

* Taxable money is defined as pretax contributions (employee and employer) and earnings on pretax contributions from your previous employer's plan.

Enclosed Contribution:

\$ <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/>	Pretax dollars	Roth 403(b) \$ <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/>
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<input type="text"/> <input type="text"/> / <input type="text"/> <input type="text"/> / <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/>	Date of first Roth 401(k) contribution	



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28019

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Please provide the following information concerning the origin of this rollover: Plan name: _____

401(k) Plan

Governmental 457(b) Plan

Conduit IRA (rollover IRA)

401(a) Plan

Roth 401(a)/401(k) Plan

Nonconduit IRA

403(b) Plan

Roth 403(b) Plan

Unacceptable rollover sources

The Plan cannot accept money from the following sources: governmental 457(b) plans; rollovers from beneficiary accounts, payments over a life expectancy or a period of 10 or more years, or Required Minimum Distributions (RMDs). Also unacceptable are After-tax dollars, Roth IRAs, Coverdell Education Savings Accounts (CESAs), non-conduit IRAs (traditional IRAs, Simplified Employee Pension plans (SEP-IRAs) and "SIMPLE" IRA distributions). In-kind distributions of employer stock are not acceptable; therefore, stock must be sold and the proceeds (including any appreciation realized through the date of distribution) may be rolled over.

Section Three: Investment Elections

I direct Fidelity to invest my rollover contribution into my current investment mix applicable to rollover contributions. If I have not selected an investment mix on my own via NetBenefits® or by telephone, I understand that this rollover contribution will be invested in the Plan's default investment option as directed by my employer.

To make an investment election or to request a fund prospectus please log on to www.401k.com.

Section Four: Participant Certification

I authorize the investment election for this rollover and acknowledge that I have received information detailing my available investment options. I acknowledge that my rollover contribution will be invested according to the investment election on file at Fidelity. I also acknowledge that if I do not already have investment elections on file at Fidelity, my rollover contribution will be invested in my plan's default investment option.

I certify that this rollover amount is composed ONLY of money from acceptable sources listed under Section Two, and I have completed the information regarding the source of this money to the best of my knowledge. Also, if the distribution check was made payable to me, I understand that this rollover must be received and deposited to my account within 60 days of receipt of the distribution. I understand that, once invested, these monies will be subject to the terms that govern the Retirement Savings Plan.

X

Signature of Employee

Date

Application must be signed, or form and check will be returned to you.

Please complete this application and return it with your rollover check.

572336.31.0

Fidelity Investments Institutional Operations Company LLC

For more information about the Retirement Savings Plan, go to www.401k.com.

A mutual fund expense ratio is the total annual fund or class operating expenses (before waivers or reimbursements) paid by the fund and stated as a percentage of the fund's total net assets. For other types of investments, the figure in the expense ratio field reflects similar information, but may have been calculated differently than for mutual funds. Mutual fund data comes from the fund's prospectus. For non-mutual fund investment options, the information has been provided by the plan sponsor, the investment option's manager, or the trustee. When no ratio is shown for these options, it is because none was available. There may be fees and expenses associated with the investment option. Expense information changes periodically. Please consult NetBenefits.com for updates.

This document provides only a summary of the main features of the Retirement Savings Plan and the Plan Document will govern in the event of discrepancies.

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.



Barnes Group Inc.
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Fidelity Brokerage Services LLC, Member NYSE, SIPC, 900 Salem Street, Smithfield, RI 02917
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