

Your 401(k) Plan

is an important benefit because it is intended to help you in your retirement years as a supplement to your personal retirement savings and Social Security benefits.

By making the decision to participate, you're taking an important step towards achieving a secure financial future.

Your employer is committed to rewarding you for long and loyal service by providing you with an attractive retirement savings plan designed to help you achieve a secure financial future. Your 401(k) Plan includes:

- An employer contribution
- Payroll deductions
- A variety of attractive investment options
- Convenient account access
- Dedicated Fifth Third retirement representatives available via a tollfree number
- Robust, user friendly Web sites with online tools, calculators and information designed to help you navigate through today's economic environment

It is important for you to read this guide carefully to understand how the 401(k) Plan works and which choices are most appropriate for your individual situation. No matter what your plans for tomorrow include, you need a smart plan today to help you get there.

Eligibility & Participation

You are eligible to participate if you are a lay employee who has completed the eligibility period of: (1) at least 12 consecutive months and (2) at least 720 hours of service during that 12 month period. If you are an ordained diocesan priest who is serving in a parish or other agency which participates in the Archdiocese Employee Retirement Plan, you are also eligible to participate. Those not eligible include:

- Nonresident aliens
- Independent contractors
- Persons employed as a substitute teacher not under contract with a participating parish or agency
- Members of a collective bargaining unit (unless specified otherwise)
- Members of a religious order

Enrollment into the Plan

Enrollment into the Plan occurs quarterly. For newly eligible employees, an account is established on your behalf with your employer contribution. Once your account is established, you will receive a Personal Identification Number (PIN), mailed to your home address. With your PIN, you can access your account online via Retire.53.com or by calling the toll-free Participant Services Line at 1-866-258-4777.

Starting your Salary Deferrals to the Plan

Once your account is established, you can make contributions to the Plan through payroll deductions. When you become eligible, you will also receive a personalized enrollment packet provided to you by your local Payroll Office. You may start your salary deferrals by submitting a completed Salary Deferral Form to your local Payroll Office by the 15th of the month prior to your quarterly enrollment date (1/1, 4/1, 7/1 or 10/1). Contributions will then be deducted from your paycheck and forwarded to your retirement account.

Your Retirement Savings Plan Contribution

You may contribute from 1% to 100% of your eligible pay in pre-tax contributions. Contributions to the Plan per calendar year are limited to \$16,500 exclusive of employer contributions. If you will be at least age 50 by December 31, 2011, the \$16,500 limit is increased by \$5,500 as a "catch-up contribution" to a total of \$22,000. These \$16,500 and \$22,000 limits are for 2011, but the IRS may announce increased limits for future years.

Changing Contributions

You may change the amount of your contribution four times per year on October 1, January 1, April 1, and July 1 by completing a new salary deferral agreement and returning it to your local Payroll Office at least 15 days prior to the first day of the next calendar quarter. However, you may stop your contributions to the Plan at any time upon sufficient notice to your local Payroll Office.

The Archdiocesan Contribution

The Archdiocese intends to make contributions to your account each pay period, equal to 6% of your compensation.

Vesting

Being vested means that you own the total value of your account. Your salary deferral contributions and earnings are always 100% vested. You are vested in employer contributions as follows:

Years of Service	Percent Vested		
Less than 2 years	0%		
2 years, but less than 3	25%		
3 years, but less than 4	50%		
4 years, but less than 5	75%		
5 years or more	100%		

Diverse Investment Options

Both your contribution and your employer contribution will be invested in the Fifth Third Balanced Fund. The Fifth Third Balanced Fund is the default fund for anyone who does not affirmatively direct the investment of their account in accordance with retirement plan procedures.

You have the option of allocating your account in 1% increments up to 100% to one or any combination of the investment options made available through the Plan. The Plan features a total of twenty diverse investment options from a variety of fund families that span the risk/reward spectrum and are diverse from one another in terms of investment objective, investment strategy, asset class, and management style. Your diverse investment options are listed on the following page.

LOW RISK/REWARD	←			,	► HIGH RISK/REWARD	
Short Term	Bonds	Equity				
Capital Preservation Fifth Third Stable Value Fund (B) Money Market Fifth Third Inst. Gov. Money Market Fund (Inst) Balanced Default Balanced Fund	Inflation-Protected Bond PIMCO Real Return Instl (PRRIX) Short-Term Bond Fifth Third Short Term Bond Instl (KNLMX) Intermediate-Term Bond PIMCO Total Return Instl (PTTRX)	Large Growth American Funds Growth Fund of Amer R5 (RGAFX) Neuberger Berman Socially Resp Tr (NBSTX) Large Blend American Funds American Balanced R5 (RLBFX) Fifth Third Equity Index Instl (KNIEX) Large Value Diamond Hill Large Cap A (DHLAX)	Mid Growth ■ Goldman Sachs Growth Opportunities A (GGOAX) Mid Blend ■ Columbia Mid Cap Index A (NTIAX) Mid Value ■ American Century Mid Cap Value A (ACLAX)	Small Growth Baron Growth Retail (BGRFX) Small Blend Royce Total Return Svc (RYTFX) Columbia Small Cap Index A (NMSAX)	International Large Blend American Funds EuroPacific Gr R5 (RERFX) Harbor International Inv (HIINX) Fidelity Spartan International Index Inv (FSIIX)	

Building a Diverse Portfolio using a Personalized Asset Allocation Strategy

Selecting the right mix of investments can be one of the most confusing, yet critical decisions you face when building a successful retirement savings plan. Following these simple steps will help you get started in determining your personal asset allocation strategy.

STEP 1: check the number that most closely reflects your thoughts then calculate your score

1 = strongly disagree 2 = disagree 3 = neutral 4 = agree 5 = strongly agree

1. To obtain above-average returns on my investments, I am willing to accept above-average risk of investment losses.		2	3	4	5
2. Staying ahead of inflation is more important to me than maintaining stable principal values.		2	3	4	5
3. If an investment loses money over the course of a year, I can easily resist the temptation to sell it.		2	3	4	5
4. I do not plan on withdrawing my retirement money for major expenses before I retire.		2	3	4	5
5. I consider myself knowledgeable about economic issues and personal investing.		2	3	4	5

Add up the numbers you have circled to see where your score falls on the investor profile

STEP 2: find your personal investor profile - risk tolerance and time horizon

Your investor profile may be a good starting point for selecting your investment strategy. Take your total score from above and circle the profile that best matches. Your score determines how you feel about risk.



Conservative investor 5-11

You may be uncomfortable with ups and downs in your account value. Consider minimizing investment risk with bond funds or cash equivalents that have slow, but steady, long-term growth.

Moderate investor 12-18

You may be able to tolerate moderate ups and downs in your account value. Consider limiting investment risk with funds that invest in a mix of stocks and bonds that outpace inflation.

Aggressive investor 19-25

Score:

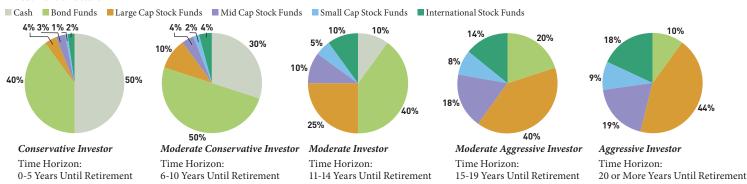
You may be able to tolerate significant short-term ups and downs in your account value to enjoy potentially higher returns. Consider maximizing investment returns with funds that invest primarily in stocks.

Your time horizon plays an important part in creating your personal investment strategy. Your time horizon is simply the amount of time you have before you need to begin withdrawing money from your retirement account. The more time you have before retirement, the greater risk you may be willing to take with your money, and the more aggressive you can be. You have more time to ride out the ups and downs of the market. As you approach retirement, you may consider becoming more conservative in your choices in order to enjoy more stable returns.

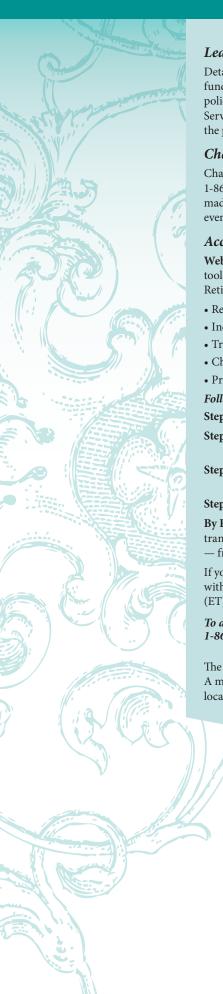
Circle your time horizon: 0-5 years 6-14 years 15+ years

STEP 3: select your asset allocation

The sample portfolios shown below are meant to illustrate different approaches to creating your own personal asset allocation strategy. In applying any one of these allocations to your individual situation, you also should consider your other assets, income, and investments (including home equity, savings accounts, and other retirement plans), as well as your needs, goals, and aversion to risk. If any of these factors change, you should review your investment allocation.



These examples are for illustrative purposes only and are not intended as investment advice. The asset allocations are subject to change. The asset allocation strategy you use should reflect your individual goals and risk tolerance. If you feel you need more information, you should contact your personal financial advisor.



Learn more about your investment options

Detailed information on each investment option available in the Plan can be found on Retire.53.com in both the fund fact sheets and the fund prospectuses. Investors should consider the investment objectives, risks, trading policies, charges and expenses carefully before investing. Log on to Retire.53.com or call the toll-free Participant Services Line at 1-866-258-4777 for a prospectus, which contains important information about the funds. Read the prospectus carefully before investing.

Changing Your Investments

Changes to investments can be made via Retire.53.com or by calling the toll-free Participant Services Line at 1-866-258-4777 as frequently as once each business day (subject to certain restrictions). Generally, any change made on a business day before 4:00 PM (ET) will be processed that evening; otherwise, it will be processed the evening of the following business day. Confirmation of your transaction will be mailed within one business day.

Accessing your Account is Easy

Website — Retire.53.com from Fifth Third Bank provides you with a comprehensive Internet retirement planning tool, giving you the ability to make the most informed retirement investment decisions. You can log on to Retire.53.com at any time to:

- Research the Plan's investment options
- Inquire about balances
- Transfer funds
- Change PIN
- Print administrative forms

- Determine if you are saving enough money for a secure retirement future
- View prospectuses and investment summaries
- And much, much more!

Follow these steps to access your account information on the Fifth Third Bank participant Web site:

Step 1: Type Retire.53.com into your Internet browser (not www.Retire.53.com).

Step 2: Enter your Username and click "Sign In." Your Username is your Social Security number. You can setup a custom Username after your first log in.

Step 3: Confirm that the Login Image and Login Phrase you entered when you created your online account are correct or create them if you are visiting the site for the first time.

Step 4: Enter your Personal Identification Number (PIN) and click "Sign In."

By Phone — The toll-free Participant Services Line allows you to access account information and process transactions. Check your balances, change your investment strategy, or change your PIN anytime — day or night — from a touch-tone phone.

If you have questions or need personal assistance, you may also call the toll-free Participant Services Line to speak with a Participant Services Representative. Representatives are available to assist you from 8:30 AM to 7:00 PM (ET) each open market day.

To access your account information and process transactions via the toll-free Participant Services Line call 1-866-258-4777.

The above highlights are only a brief overview of the Catholic Archdiocese Employees Retirement Plan's features. A more detailed Summary Plan Document is available on Retire.53.com. Please read it carefully and contact your local Payroll Office if you have any further questions.

