

I.B.E.W. LOCAL 332 PENSION TRUST FUND

ADMINISTRATIVE OFFICES

1120 S. BASCOM AVENUE, SAN JOSE, CA 95128-3590

(408) 288-4559

REQUEST FOR PART B

INSTRUCTIONS

1. Please read each question carefully
2. Print all information
3. Be sure to submit a Proof of Age
(Refer to Proof of Age Instructions Attached)
4. Be sure to Sign and Date the Application
5. Mail the completed Application in enclosed envelope or to: Post Office Box 5057
San Jose, CA 95150-5057

PERSONAL DATA

1. Participant Name _____
(Last) (First) (Middle)

2. Address _____
Street City State Zip Code

3. SSN _____ 4. Date of Birth _____

5. Telephone No. _____

6. Date you plan to retire: Month _____ Year _____

7. Last date worked: Month _____ Year _____

8. Beneficiary Name _____

9. Beneficiary SSN _____ 10. Date of Birth _____

11. Marital Status: Married Single Divorced Widowed

If divorced, please provide copy of Divorce Decree with Property Settlement

12. Is any portion of your Pension Benefit payable to someone else under a Court Order: Yes No

13. I wish to apply for: Lump Sum IRA Rollover Partial Lump Sum
 Monthly Part B Payments in the Amount of \$_____

Member Signature: _____ Date: _____

Spouse Signature: _____ Date: _____

State of _____ County of _____

Subscribed and sworn to (or affirmed) before me on this _____ day of _____, 20____, by

_____, personally known to me or proved to me on the basis of satisfactory evidence to be

the person(s) who appeared before me.
(SEAL)

Notary Public or other official's Signature

Or

Plan Representative's Signature

I.B.E.W. LOCAL 332 PENSION TRUST FUND

ADMINISTRATIVE OFFICES

1120 S. BASCOM AVENUE, SAN JOSE, CA 95128-3590

(408) 288-4559

Part B Application Procedures

This is being distributed so that you will know the length of time needed to process requests for Retirement Benefits. You should apply 60 days prior to your planned requested retirement date. Applying 90 days prior will ensure that you receive your first check on the first day of the month that your retirement will become effective.

Defined Contribution Benefit Plan (Part B)

- A. The Application forms will be sent to the Member when forms are requested from the Plan office.
- B. The Member must fully complete all of the forms and return them to the Plan office with all of the following documents:
 - 1. Proof of Age (member and spouse)
 - 2. Divorce Documents, if applicable including Qualified Domestic Relations Order
 - 3. Request for Distribution Form
 - 4. Mandatory Electronic Deposit Form (if monthly distribution is elected)
- C. Once all fully completed forms and documents noted in B above are received, the Plan office will request the distribution from your Part B account.

This process will take approximately 30 days from the date the Plan office receives all of the required forms and documents.

- D. Part B benefits are payable as follows:
 - 1. Lump Sum
 - 2. Partial Lump Sum
 - 3. Monthly Installments Payment
 - 4. Rollover of Funds
 - 5. Purchase of Annuity

Please Note: All requests for Part B distribution must be received in the Plan office no later than the 15th (effective January 1, 2003) of the month in order to be generated on the 1st day of the next following month. If the request is received after the 15th of the month, there will be an additional month's delay.

I.B.E.W. LOCAL 332 PENSION TRUST FUND

ADMINISTRATIVE OFFICES

1120 S. BASCOM AVENUE, SAN JOSE, CA 95128-3590

(408) 288-4559

INSTRUCTIONS CONCERNING SUBMISSION OF PROOFS OF AGE

The acceptable proofs of your age are listed below in two groups. Submit a photostatic copy of one of the proofs listed in Group I. If you have it, or can possibly obtain it since this class of proof of age is the more convincing.

If you cannot submit a proof in the Group I classification, submit photostatic copies of two (2) of the proofs listed in Group II. You are cautioned, however, that naturalization papers, United States Passports and Immigration papers may not be photostated. If you are submitting any of these, you must send the original. It will be returned to you.

Additional proofs of age may be requested if the documents you submit do not constitute convincing proof of your age.

GROUP I

1. A birth certificate.
2. A baptismal certificate or a statement as to the date of birth shown by a church record, certified but the custodian of such record.
3. Notification of registration of birth in a public registry of vital statistics.
4. Certification of record of age by the U.S. Census Bureau.
5. Hospital birth record, certified by the custodian of such record.
6. Document showing approval of Social Security Pension.
7. A foreign church or government record.
8. A signed statement by the Physician or midwife who was in attendance at birth, as to the date of birth as shown on their records.
9. Naturalization record. (Photostat not permitted: submit original)
10. Immigration papers (Photostat not permitted: submit original)

GROUP II

11. Military record
12. Passport. (U.S. passports may not be photostated: submit original)
13. School records, certified by the custodian of such record.
14. Vaccination record, certified by the custodian of such record.
15. An insurance policy which shows the age or date of birth.
16. Other evidence such as signed statements from persons who have knowledge of the date of birth.

I.B.E.W. LOCAL 332 PENSION TRUST FUND

ADMINISTRATIVE OFFICES

1120 S. BASCOM AVENUE, SAN JOSE, CA 95128-3590

(408) 288-4559

LOCAL 332-B PENSIONER ELECTRONIC FUNDS TRANSFER FORM

Part B

Please attach voided check here.

NAME: _____

SS #: _____

ADDRESS: _____

TELEPHONE #: _____

Checking Account # _____

OR (INCLUDE A VOIDED CHECK)

Savings Account # _____

(INCLUDE A VOIDED DEPOSIT SLIP)

I agree with and understand the following:

(A) This Electronic Funds Transfer information is to remain in effect unless a written notification of a change in institution is given to the Plan or the Plan no longer offers Direct Deposit via Electronic Funds Transfer.

(B) It is my responsibility to provide any bank changes (account #, name, or address) to the plan office to assure timely receipt of my benefit.

(C) If my home address changes, I will advise the Plan of the changes in writing.

(D) There will be a transaction reversal for any amount deposited into my account that I am not entitled to receive.

Signature _____

Date _____

For office use only:

Add

CA

Change

CA/Nacha Screen

Delete

I.B.E.W. LOCAL 332 PENSION TRUST FUND

ADMINISTRATIVE OFFICES

1120 S. BASCOM AVENUE, SAN JOSE, CA 95128-3590

(408) 288-4559

ROLLOVER/WITHHOLDING ELECTIONS

(Complete Section A, Elect and Complete Sections B and/or C as appropriate.)

A. PARTICIPANT INFORMATION

Participant's Name _____

Participant's Social Security Number _____

B. DIRECT ROLLOVER

I direct that (elect one) my full eligible rollover distribution or \$ _____ (\$500 or more) of my eligible rollover distribution be distributed from the plan for direct rollover or (elect one and complete):

A. IRA trustees/custodian (Note: If you are under age 59 1/2 and rolling your Part B into an IRA, you must leave the funds in the IRA until you are at least 59 1/2 or you will be subject to a penalty of 10% in additional taxes. (Please consult a Tax Advisor for more information).

B. Qualified Retirement Plan (Note: Plans are not required to accept rollovers. Check with the plan's sponsor before making this election).

Legal name, address, city, state, zip code & account number of plan:

C. CASH DISTRIBUTION

I request that my full distribution or \$ _____ of my distribution to paid to me directly.
Gross/Net (circle one)

I understand that any portion of the amount distributed to me that qualifies as an eligible rollover distribution will be subject to 20% federal withholding.

Participant Signature
(See reverse side for spousal consent form)

Date

I.B.E.W. LOCAL 332 PENSION TRUST FUND

ADMINISTRATIVE OFFICES

1120 S. BASCOM AVENUE, SAN JOSE, CA 95128-3590

(408) 288-4559

SPOUSAL CONSENT FORM

I, _____, swear that I am the legal spouse of the Employee described above.
(Name)

I hereby consent to the Employee's election to receive our pension benefit in a form of a Direct Rollover or a Cash Distribution.

Spouse's Signature

Spouse's Social Security Number

State of California
County of _____

Subscribed and sworn to (or affirmed) before me on this _____ day of _____, 20____, by _____, personally known to me or proved to me on the basis of satisfactory evidence to be the person(s) who appeared before me.

(SEAL)

Notary Public or other official's Signature

Or

Plan Representative's Signature

Withholding Certificate for Pension or Annuity Payments

Type or Print Your Full Name	Your Social Security Number
Home Address (Number and Street or Rural Route)	Claim or Identification Number (if any) of Your Pension or Annuity Contract
City or Town, State and ZIP Code	

Complete the following applicable lines:

1. I elect not to have income tax withheld from my pension or annuity. (Do not complete lines 2, 3, or 4.)
2. I want my withholding from each pension or annuity payment to be figured using the number of allowances and marital status shown below:
 - a. Number of allowances you are claiming from the Regular Withholding Allowances Worksheet A 1 _____
 - b. Number of allowances from the Estimated Deductions Worksheet B..... 2 _____

SINGLE or MARRIED (with two or more incomes) MARRIED (one income) HEAD OF HOUSEHOLD
3. I want the following **additional** amount withheld from each pension or annuity payment. **Note:** You cannot enter an amount here without entering the number (including zero) of allowances on line 2 above \$ _____
4. I want this designated amount withheld from each pension or annuity payment. (Do not complete lines 1, 2, or 3.) ▶ \$ _____

Your Signature ▶ _____ Date ▶ _____

Cut Here

Give the top part of this form to the payer of your pension or annuity; keep the lower part for your records

Purpose of Form. — Unless you elect otherwise, the law requires that personal income tax be withheld from payments of pensions and annuities. The marital status and the withholding allowance claimed on your W-4P can be used to figure your State tax withholding.

The DE 4P allows you to:

- (1) Claim a different number of allowances for California personal income tax withholding than for federal income tax withholding.
- (2) Elect not to have income tax withheld from your periodic, or nonperiodic, pension or annuity payments.
- (3) Elect to have income tax withheld on periodic or nonperiodic payments based on:
 - (a) the number of allowances and marital status specified.
 - (b) a designated dollar amount.
- (4) Change or revoke the DE 4P previously filed.

Withholding from Pensions and Annuities. — Generally, withholding applies to payments made from pension, profit-sharing, stock bonus, annuity, and certain deferred compensation plans, from individual retirement arrangements (IRA), and from commercial annuities. Withholding also applies to property other than cash distributed.

In compliance with Federal law, California income tax is not to be withheld from pension recipients who reside outside of California.

Periodic and nonperiodic payments from all of the items above are treated as wages for the purpose of withholding.

A periodic payment is one that is includible in your income for tax purposes and that you receive in installments at regular intervals over a period of more than one full year from the starting date of the pension or annuity. The intervals can be annual, quarterly, monthly, etc. For example, if you receive a monthly pension or annuity payment and will continue to receive payments for more than a year, the payments are periodic. However, distributions from an IRA that are payable upon demand are treated as nonperiodic payments.

There are some kinds of periodic and nonperiodic payments for which you cannot use the DE 4P since they are already defined as wages subject to income tax withholding. Your payer should be able to tell you whether the DE 4P will apply.

Your certificate is usually effective 30 days after you file the form. The certificate stays in effect until you change or revoke it.

Methods of Withholding. — The payer can use one of the following three methods:

- (1) An amount determined by using the State wage withholding table. Payee completes lines 2 and 3 above.
- (2) A dollar amount that you designate. Payee completes line 4 above.
- (3) Ten percent of the amount of federal withholding computed pursuant to Section 3405 of the Internal Revenue Code.

Completing the Form. — Fill in your name, address, social security number, and the identification number (if any) of the pension or annuity.

Line 1, Exemption from Withholding. — Check this box if you do not want any tax withheld from your payment. You do not have to give a reason for claiming the exemption from withholding.

Caution: Remember that there are penalties for not paying enough tax during the year, either through withholding or estimated tax payments. You may be able to avoid paying quarterly estimated tax to the Franchise Tax Board by having enough tax withheld from your pension or annuity using the DE 4P.

Revoking the Exemption from Withholding. — If you want to revoke your previously filed exemption from withholding for periodic and nonperiodic payments, file another DE 4P completing lines 1, 2, 3, or 4.

Line 2, Withholding Based on Specified Withholding Allowances. — If you want withholding to be based on a specified number of allowances, write the number on this line and check the filing status box you want. The worksheets accompanying this form may be used to figure your withholding allowance.

Line 3, Multiple Pensions/More than One Income. — Indicate additional amount to be withheld from each payment. You may use *Worksheet C*, accompanying this form, to determine the additional amount.

Line 4, Withholding a Designated Dollar Amount. — Indicate dollar amount you want withheld on this line (in lieu of claiming withholding allowances).

WORKSHEET C

TAX WITHHOLDING AND ESTIMATED TAX

1. Enter estimate of total wages for tax year 2009 1. _____
2. Enter estimate of nonwage income (line 6 of Worksheet B) 2. _____
3. Add line 1 and line 2. Enter sum 3. _____
4. Enter itemized deductions or standard deduction (line 1 or 2 of Worksheet B, whichever is largest) 4. _____
5. Enter adjustments to income (line 4 of Worksheet B) 5. _____
6. Add line 4 and line 5. Enter sum 6. _____
7. Subtract line 6 from line 3. Enter difference 7. _____
8. Figure your tax liability for the amount on line 7 by using the 2009 tax rate tables shown below..... 8. _____
9. Enter personal exemptions (line F of Worksheet A x \$99.00) 9. _____
10. Subtract line 9 from line 8. Enter difference 10. _____
11. Enter any tax credits. (See FTB Form 540) 11. _____
12. Subtract line 11 from line 10. Enter difference. This is your total tax liability 12. _____
13. Calculate the tax withheld and estimated to be withheld during 2009. Contact your payer to request the amount that will be withheld on your pension based on the marital status and number of withholding allowances you will claim for 2009. Multiply the estimated amount to be withheld by the number of pay periods left in the year. Add the total to the amount already withheld for 2009 13. _____
14. Subtract line 13 from line 12. Enter difference. If this is less than zero, you do not need to have additional taxes withheld 14. _____
15. Divide line 14 by the number of pay periods remaining in the year. Enter this figure on line 3 of the DE 4P 15. _____

NOTE: Your employer is not required to withhold the additional amount requested on line 3 of your DE 4P. If your employer does not agree to withhold the additional amount, you may increase your withholdings as much as possible by using the "single" status with "zero" allowances. If the amount withheld still results in an underpayment of State income taxes, you may need to file quarterly estimates on Form 540ES with the Franchise Tax Board to avoid a penalty.

THESE TABLES ARE FOR CALCULATING WORKSHEET C AND FOR 2009 ONLY

SINGLE OR MARRIED WITH DUAL EMPLOYERS				
IF THE TAXABLE INCOME IS		COMPUTED TAX IS		
OVER	BUT NOT OVER	OF AMOUNT OVER ...	PLUS*	
\$ 0	\$ 7,168	1.0%	\$ 0	\$ 0.00
\$ 7,168	\$ 16,994	2.0%	\$ 7,168	\$ 71.68
\$ 16,994	\$ 26,821	4.0%	\$ 16,994	\$ 268.20
\$ 26,821	\$ 37,233	6.0%	\$ 26,821	\$ 661.28
\$ 37,233	\$ 47,055	8.0%	\$ 37,233	\$ 1,286.00
\$ 47,055	\$ 1,000,000	9.3%	\$ 47,055	\$ 2,071.76
\$ 1,000,000	and over	10.3%	\$ 1,000,000	\$ 90,695.65

MARRIED FILING JOINT OR QUALIFYING WIDOW(ER) TAXPAYERS				
IF THE TAXABLE INCOME IS		COMPUTED TAX IS		
OVER	BUT NOT OVER	OF AMOUNT OVER ...	PLUS*	
\$ 0	\$ 14,336	1.0%	\$ 0	\$ 0.00
\$ 14,336	\$ 33,988	2.0%	\$ 14,336	\$ 143.36
\$ 33,988	\$ 53,642	4.0%	\$ 33,988	\$ 536.40
\$ 53,642	\$ 74,466	6.0%	\$ 53,642	\$ 1,322.56
\$ 74,466	\$ 94,110	8.0%	\$ 74,466	\$ 2,572.00
\$ 94,110	\$ 1,000,000	9.3%	\$ 94,110	\$ 4,143.52
\$ 1,000,000	and over	10.3%	\$ 1,000,000	\$ 88,391.29

HEAD OF HOUSEHOLD TAXPAYERS				
IF THE TAXABLE INCOME IS		COMPUTED TAX IS		
OVER	BUT NOT OVER	OF AMOUNT OVER ...	PLUS*	
\$ 0	\$ 14,345	1.0%	\$ 0	\$ 0.00
\$ 14,345	\$ 33,989	2.0%	\$ 14,345	\$ 143.45
\$ 33,989	\$ 43,814	4.0%	\$ 33,989	\$ 536.33
\$ 43,814	\$ 54,225	6.0%	\$ 43,814	\$ 929.33
\$ 54,225	\$ 64,050	8.0%	\$ 54,225	\$ 1,553.99
\$ 64,050	\$ 1,000,000	9.3%	\$ 64,050	\$ 2,339.99
\$ 1,000,000	and over	10.3%	\$ 1,000,000	\$ 89,383.34

IF YOU NEED MORE DETAILED INFORMATION, SEE THE INSTRUCTIONS THAT CAME WITH YOUR LAST CALIFORNIA INCOME TAX RETURN OR CALL FRANCHISE TAX BOARD:

IF YOU ARE CALLING FROM WITHIN THE UNITED STATES 1-800-852-5711 (voice)
1-800-822-6268 (TTY)

IF YOU ARE CALLING FROM OUTSIDE THE UNITED STATES
(Not Toll Free) (916) 845-6500

* marginal tax

DE 4P information is collected for purposes of administering the Personal Income Tax law and under the Authority of Title 22 of the California Code of Regulations and the Revenue and Taxation Code, including Section 18624. The Information Practices Act of 1977 requires that individuals be notified of how information they provide may be used. Further information is contained in the instructions that came with your last California income tax return.

Example for Worksheet C for the Year 2009

Payee estimates income from his or her pension to be \$1,500 a month and is claiming the standard deduction and single with one withholding allowance.

1. Estimate annualized income (\$1,500 a month x 12 months). Enter on line 1.	1.	\$ 18,000.00									
2. Estimated nonwage income.	2.	\$ 8,000.00									
3. Add lines 1 and 2 and enter total on line 3.	3.	\$26,000.00									
4. Enter amount for single from line 2 of Worksheet B.	4.	\$ 3,692.00									
5. Enter adjustments to income shown on line 4 of Worksheet B.	5.	0.00									
6. Enter sum of lines 4 and 5.	6.	\$ 3,692.00									
7. Subtract line 6 from line 3 and enter difference on line 7.	7.	\$22,308.00									
8. Compute the tax liability for the amount on line 7.											
<p>Use the 2009 tables for single from Worksheet C under the entry covering \$22,308 (over \$16,994 but not over \$26,821). Compute 4% of the amount over \$16,994 ($[\\$22,308 - \\$16,994] \times .04 = \\212.56).</p> <table border="0" style="margin-left: 40px;"> <tr> <td></td> <td style="text-align: right;">\$212.56</td> <td></td> </tr> <tr> <td>Add the marginal tax amount.</td> <td style="text-align: right;"><u>\$268.20</u></td> <td></td> </tr> <tr> <td>Enter the total on line 13.</td> <td style="text-align: right;">Total</td> <td style="text-align: right;"><u>\$ 480.76</u></td> </tr> </table>				\$212.56		Add the marginal tax amount.	<u>\$268.20</u>		Enter the total on line 13.	Total	<u>\$ 480.76</u>
	\$212.56										
Add the marginal tax amount.	<u>\$268.20</u>										
Enter the total on line 13.	Total	<u>\$ 480.76</u>									
9. Enter the amount for one personal exemption on line 9 (1 x \$99.00).	9.	\$ 99.00									
10. Subtract line 9 from line 8 and enter the difference on line 10.	10.	\$ 381.76									
11. Enter any tax credits that will be allowed for 2009 (see FTB Form 540).	11.	0.00									
12. Subtract line 11 from line 10 and enter the difference on line 12.	12.	\$ 381.76									
13. Calculate the tax withheld and estimated to be withheld during 2009. Withholding on the pension of \$1,500 a month claiming single with one withholding allowance based on the California withholding schedule for 2009 is $\$10.61 \times 12 = \127.32 . Enter that amount on line 13.	13.	\$ 127.32									
14. Subtract line 13 from line 12. Enter difference on line 14.	14.	\$ 254.44									
15. Divide line 14 by the number of pay periods remaining in the year. ($\$254.44 \div 12 = \21.20)	15.	\$ <u>21.20</u>									

Enter \$21.20 on line 3 of the DE 4P.

I.B.E.W. LOCAL 332 PENSION TRUST FUND
ADMINISTRATIVE OFFICES
1120 S. BASCOM AVENUE, SAN JOSE, CA 95128-3590
(408) 288-4559

SPECIAL TAX NOTICE REGARDING PLAN PAYMENTS

This notice explains how you can continue to defer federal income tax on your retirement benefits from the IBEW Local 332 Pension Plans ("Plan") and contains important information you will need before you decide how to receive your Plan benefits.

This notice is provided to you by the Plan's Board of Trustees, which is the "Plan Administrator" under federal law, because all or part of the payment that you will soon receive from the Plan may be eligible for rollover by you or the Plan Administrator to a traditional IRA or another *plan*.

A rollover is a payment by you or the Plan Administrator of all or part of your benefit to an eligible employer plan or IRA that allows you to continue to postpone taxation of that benefit until it is paid to you. Under the Internal Revenue Code, your payment(s) **cannot** be rolled over to certain types of IRA's, such as a Roth IRA, a SIMPLE IRA, or a Coverdell Education Savings Account (formerly known as an education IRA). An "eligible employer plan" includes a plan qualified under section 401(a) of the Internal Revenue Code, including a 401(k) plan, profit-sharing plan, defined benefit plan, stock bonus plan, and money purchase plan; a section 403(a) annuity plan; a section 403(b) tax-sheltered annuity; and an eligible section 457(b) plan maintained by a governmental employer (governmental 457 plan).

An eligible employer plan is not legally required to accept a rollover. Before you decide to roll over your payment to another employer plan, you should find out whether a plan accepts rollovers and, if so, the types of distributions it accepts as a rollover. You should also find out about any documents that are required to be completed before the receiving plan will accept a rollover.

Even if a plan accepts rollovers, it might not accept rollovers of certain types of distributions. If this is the case, you may wish instead to roll your distribution over to a traditional IRA or split your rollover amount between the employer plan in which you will participate and a traditional IRA. If an employer plan accepts your rollover, that plan may restrict subsequent distributions of the rollover amount or may require your spouse's consent for any subsequent distribution. A subsequent distribution from the plan that accepts your rollover may also be subject to different tax treatment than distributions from this Plan. Check with the administrator of the plan that is to receive your rollover prior to making the rollover.

This notice, which is patterned in many parts on an IRS model notice, is required by federal law. **The notice is not personal tax advice. You should consult with a personal tax advisor for tax advice upon which you want to reply.**

If you have additional questions after reading this notice, you may contact the Plan Office at 408-288-4400.

General Rules on Taxation and Early Distributions

- (1) **Tax on Distributions.** As a general rule, when you receive a distribution directly from a qualified pension plan, such as this Plan, you will pay federal and state taxes on the distribution. (There may be an exception for certain types of payments on account of a disability.) This notice is intended simply to provide you with general information on the tax rules and some of your options.
- (2) **Potential 10% Additional Tax on Certain Distributions.** In the Tax Reform Act of 1986, Congress added section 72(t) to the Internal Revenue Code, which imposes an additional 10% tax on certain early distributions from a qualified plan, unless the distribution meets one of the exceptions listed below. The **primary exceptions of the 10% tax penalty** include:
 1. **Eligible Rollover.** You roll over the distribution in the manner described below in the Summary.
 2. **Early Retirement At age 55.** A distribution made to you on account of qualifying for early retirement under the Plan on or after age 55.
 3. **Certain Disabilities.** A distribution due to your inability to engage in any substantial gainful activity by reason of any medically determinable physical or mental impairment, which can be, expected to result in death or to be of long-continued and indefinite duration. (Not all disabilities meet this standard.)
 4. **Periodic Payments-Substantially Equal Payments.** Periodic payments which are made in a series of substantially equal periodic installments (at least annually or more often) made for your life or life expectancy or for the joint lives or a term equal to the joint life expectancies of you and a designated beneficiary.
 5. **Medical Deduction.** A distribution to the extent such distribution does not exceed the amount allowable as a medical deduction under Internal Revenue Code Section 213.
 6. **Death Benefits.** A distribution to your beneficiary or your estate on account of your death.
 7. **Certain Domestic Relations Orders.** A distribution to an alternate payee (spouse, child, or other dependent) pursuant to a qualified domestic relations order.
 - . **Warning:** You may also be liable for state tax penalties. For example, California assesses a 2.5% penalty.

- **Reminder:** The information in this notice is not intended to be tax advice. Thus, it is suggested that you consult with a tax advisor before you file your application to receive your benefits from the Plan

SUMMARY

There are two ways you may be able to receive a Plan payment that is eligible for rollover:

- (1) Certain payments can be made directly to a traditional IRA that you establish or to an eligible employer plan that will accept it and hold it for your benefit (“DIRECT ROLLOVER”); or
- (2) The payment can be PAID TO YOU.

If you choose a DIRECT ROLLOVER:

- Your payment will **not** be taxed in the current year and no income tax will be withheld.
- You choose whether your payment will be made directly to your traditional IRA or to an eligible employer plan that accepts your rollover. Your payment cannot be rolled over to a Roth IRA, a SIMPLE IRA, or a Coverdell Education Savings Account because these are not traditional IRAs.
- The taxable portion of your payment *will be taxed later* when you take it out of the traditional IRA or the eligible employer plan. Depending on the type of plan, the later distribution may be subject to different tax treatment than it would be if you received a taxable distribution from this Plan.

If you choose to have a Plan payment that is eligible for rollover PAID TO YOU:

- You will receive *only 80%* of the taxable amount of the payment, because the *Plan Administrator is required to withhold 20% of that amount and send it to the IRS as income tax withholding to be credited against your taxes.*
- The taxable amount of your payment will be taxed in the current year unless you roll it over. Under limited circumstances, you may be able to use special tax rules that could reduce the tax you owe. However, if you receive the payment before the plan’s early retirement age of 55, you may have to pay an additional 10% tax.
- You can roll over all or part of the payment by paying it to your traditional IRA or to an eligible employer plan that accepts your rollover within 60 days after you receive the payment. The amount rolled over will not be taxed until you take it out of the traditional IRA or the eligible employer plan.
- If you want to roll over 100% of the payment to a traditional IRA or an eligible employer plan, you must find other money to replace the 20% of the taxable portion that was withheld. If you roll over only the 80% that you received, you will be taxed on the 20% that was withheld and that is not rolled over.

Your Right to Waive the 30-Day Notice Period.

Generally, neither a direct rollover nor a payment can be made from the plan until at least 30 days after your receipt of this notice. Thus, after receiving this notice, you have at least 30 days to consider whether or not to have your withdrawal directly rolled over. If you do not wish to wait until this 30-day notice period ends before your election is processed, you may waive the notice period by making an affirmative election indicating whether or not you wish to make a direct rollover. Your withdrawal will then be processed in accordance with your election as soon as practical after it is received by the Plan Administrator.

MORE INFORMATION

I. PAYMENTS THAT CAN AND CANNOT BE ROLLED OVER	4
II. DIRECT ROLLOVER.....	5
III. PAYMENT PAID TO YOU	6
IV. SURVIVING SPOUSES, ALTERNATE PAYEES, AND OTHER BENEFICIARIES.....	9

I. PAYMENTS THAT CAN AND CANNOT BE ROLLED OVER

Payments from the Plan may be “eligible rollover distributions.” This means that they can be rolled over to a traditional IRA or to an eligible employer plan that accepts rollovers. Payments from a plan cannot be rolled over to a Roth IRA, a SIMPLE IRA, or a Coverdell Education Savings Account. Your Plan administrator should be able to tell you what portion of your payment is an eligible rollover distribution.

The following types of payments cannot be rolled over:

Payments Spread over Long Periods. You cannot roll over a payment if it is part of a series of equal (or almost equal) payments that are made at least once a year and that will last for:

- your lifetime (or a period measured by your life expectancy), or
- your lifetime and your beneficiary’s lifetime (or a period measured by your joint life expectancies), or
- a period of 10 years or more.

Required Minimum Payments. Beginning when you reach age 70-1/2 or retire, whichever is later, a certain portion of your payment cannot be rolled over because it is a “required minimum payment” that must be paid to you. Special rules apply if you own more than 5% of your employer.

Hardship Distributions. A hardship distribution cannot be rolled over.

Corrective Distributions. A distribution that is made to correct a failed nondiscrimination test or because legal limits on certain contributions were exceeded cannot be rolled over.

Loans Treated as Distributions. The amount of a plan loan that becomes a taxable deemed distribution because of a default cannot be rolled over. However, a loan-offset amount is eligible for rollover, as discussed in PART II below. The Plan Administrator should be able to tell you if your payment includes amounts that cannot be rolled over.

II. DIRECT ROLLOVER

A DIRECT ROLLOVER is a direct payment of the amount of your Plan benefits to a traditional IRA or an eligible employer plan that will accept it. You can choose a DIRECT ROLLOVER of all or any portion of your payment that is an eligible rollover distribution, as described in Part I above. You are not taxed on any taxable portion of your payment for which you choose a DIRECT ROLLOVER until you later take it out of the traditional IRA or eligible employer plan. In addition, no income tax withholding is required for any taxable portion of your Plan benefits for which you choose a DIRECT ROLLOVER.

This Plan might not let you choose a DIRECT ROLLOVER if your distributions for the year are less than \$200.

DIRECT ROLLOVER to a Traditional IRA.

You can open a traditional IRA to receive the direct rollover. If you choose to have your payment made directly to a traditional IRA, contact an IRA sponsor (usually a financial institution) to find out how to have your payment made in a direct rollover to a traditional IRA at that institution. If you are unsure of how to invest your money, you can temporarily establish a traditional IRA to receive the payment. However, in choosing a traditional IRA, you may wish to make sure that the traditional IRA you choose will allow you to move all or a part of your payment to another traditional IRA at a later date, without penalties or other limitations. See IRS Publication 590, Individual Retirement Arrangements, for more information on traditional IRAs (including limits on how often you can roll over between IRAs).

DIRECT ROLLOVER to a Plan

If you are employed by a new employer that has an eligible employer plan, and you want a direct rollover to that plan, ask the plan administrator of that plan whether it will accept your rollover. An eligible employer plan is not legally required to accept a rollover. Even if your new employer's plan does not accept a rollover, you can choose a DIRECT ROLLOVER to a traditional IRA. If the employer plan accepts your rollover, the plan may provide restrictions on the circumstances under which you may later receive a distribution of the rollover amount or may require spousal consent to any subsequent distribution.

Check with the plan administrator of that plan before making your decision.

DIRECT ROLLOVER of a Series of Payments

If you receive a payment that can be rolled over to a traditional IRA or an eligible employer plan that will accept it, and it is paid in a series of payments for less than 10 years, your choice to make or not make a DIRECT ROLLOVER for a payment will apply to all later payments in the series until you change your election. You are free to change your election for any later payment in the series.

Change in Tax Treatment Resulting from a DIRECT ROLLOVER.

The tax treatment of any payment from the eligible employer plan or traditional IRA receiving your DIRECT ROLLOVER might be different than if you received your benefit in a taxable distribution directly from the Plan. For example, if you were born before January 1, 1936, you might be entitled to ten-year averaging or capital gain treatment, as explained below. However, if you have your benefit rolled over to a section 403(b) tax-sheltered annuity, a governmental 457 plan, or a traditional IRA in a DIRECT ROLLOVER, your benefit will no longer be eligible for that special treatment. See the sections below entitled "Additional 10% Tax if You Are under Age 59-1/2" and "Special Tax Treatment if You Were Born before January 1, 1936."

III. PAYMENT PAID TO YOU

If your payment can be rolled over (see Part I above) and the payment is made to you in cash, it is subject to 20% federal income tax withholding on the taxable portion (state tax withholding may also apply). The payment is taxed in the year you receive it unless, within 60 days, you roll it over to a traditional IRA or an eligible employer plan that accepts rollovers. If you do not roll it over, special tax rules may apply.

Income Tax Withholding

Mandatory Withholding. If any portion of your payment can be rolled over under Part I above, and you do not elect to make a DIRECT ROLLOVER, the Plan is required by law to withhold 20% of the taxable amount. This amount is sent to the IRS as federal income tax withholding. For example, if you can roll over a taxable payment of \$10,000, only \$8,000 will be paid to you because the Plan must withhold \$2,000 as income tax. However, when you prepare your income tax return for the year, unless you make a rollover within 60 days (see "Sixty-Day Rollover Option" below), you must report the full \$10,000 as a taxable payment from the Plan. You must report the \$2,000 as tax withheld, and it will be credited against any income tax you owe for the year. There will be no income tax withholding if your payments for the year are less than \$200.

Voluntary Withholding. If any portion of your payment is taxable but cannot be rolled over under Part I above, the mandatory withholding rules described above do not apply. In this case, you may elect not to have withholding apply to that portion. If you do nothing, an amount will be taken out of this portion of your payment for federal income tax withholding. To elect out of withholding, ask the Plan Administrator for the election form and related information.

Sixty-Day Rollover Option. If you receive a payment that can be rolled over under Part I above, you can still decide to roll over all or part of it to a traditional IRA or to an eligible employer plan that accepts rollovers. If you decide to roll over, you must contribute the amount of the payment you received to a *traditional* IRA or eligible employer plan within 60 days after you receive the payment. The portion of your payment that is rolled over will not be taxed until you take it out of the traditional IRA or the eligible employer plan.

You can roll over up to 100% of your payment that can be rolled over under Part I above, including an amount equal to the 20% of the taxable portion that was withheld. If you choose to roll over 100%, you must find other money within the 60-day period to contribute to the traditional IRA or the eligible employer plan, to replace the 20% that was withheld. On the other hand, if you roll over only the 80% of the taxable portion that you received, you will be taxed on the 20% that was withheld.

*Example: The taxable portion of your payment that can be rolled over under Part I above is \$10,000, and you choose to have it paid to you. You will receive \$8,000, and \$2,000 will be sent to the IRS as income tax withholding. Within 60 days after receiving the \$8,000, you may roll over the entire \$10,000 to a **traditional IRA** or an eligible employer plan. To do this, you roll over the \$8,000 you received from the Plan, and you will have to find \$2,000 from other sources (your savings, a loan, etc.). In this case, the entire \$10,000 is not taxed until you take it out of the traditional IRA or an eligible employer plan. If you roll over the entire \$10,000, when you file your income tax return you may get a refund of part or all of the \$2,000 withheld.*

If, on the other hand, you roll over only \$8,000, the \$2,000 you did not roll over is taxed in the year it was withheld. When you file your income tax return, you may get a refund of part of the \$2,000 withheld. (However, any refund is likely to be larger if you roll over the entire \$10,000.)

Possible Additional 10% Tax If You Are under Age 59-1/2. If you receive a payment before you reach age 59-1/2 and you do not roll it over, then, in addition to the regular income tax, you may have to pay an extra tax equal to 10% of the taxable portion of the payment. The additional 10% tax generally does not apply to

- (1) payments that are paid after you separate from service under your Plan during or after the year you reach age 55,
- (2) payments that are paid because you retire due to disability,
- (3) payments that are paid as equal (or almost equal) payments over your life or life expectancy (or your and your beneficiary's lives or life expectancies),
- (4) payments that are paid directly to the government to satisfy a federal tax levy,
- (5) payments that are paid to an alternate payee under a qualified domestic relations order, or
- (6) payments that do not exceed the amount of your deductible medical expenses. See IRS Form 5329 for more information on the additional 10% tax.

Special Tax Treatment If You Were Born before January 1, 1936. If you receive a payment from the Plan that can be rolled over under Part I and you do not roll it over to a traditional IRA or an eligible employer plan, the payment will be taxed in the year you receive it. However, if the payment qualifies as a "lump sum distribution," it may be eligible for special tax treatment. A lump sum distribution is a payment, within one year, of your entire balance under the Plan (and certain other similar plans of the employer) that is payable to you after you have reached age 59-1/2 or because you have separated from service with your employer (or, in the case of a self-employed individual, after you have reached age 59-1/2 or have become disabled). For a

payment to be treated as a lump sum distribution, you must have been a participant in the Plan for at least five years before the year in which you received the distribution.

The special tax treatment for lump sum distributions that may be available to you is described below.

Ten-Year Averaging. In brief, if you receive a lump sum distribution and you were born before January 1, 1936, you can make a one-time election to figure the tax on the payment by using a “10-year averaging” method which also uses 1986 tax rates. Ten-year averaging often reduces the tax you owe.

Capital Gain Treatment. If you receive a lump sum distribution and you were born before January 1, 1936, and you were a participant in the Plan before 1974, you may elect to have the part of your payment that is attributable to your pre- 1974 participation in the Plan taxed as long-term capital gain at a rate of 20%.

There are other limits on the special tax treatment for lump sum distributions. For example, you can generally elect this special tax treatment only once in your lifetime, and the election applies to all lump sum distributions that you receive in that same year. You may not elect this special tax treatment if you rolled amounts into this Plan from a 403(b) tax-sheltered annuity contract, a governmental 457 plan, or an IRA not originally attributable to a qualified employer plan. If you have previously rolled over a distribution from this Plan (or certain other similar plans of the employer), you cannot use this special averaging treatment for later payments from the Plan. If you roll over your payment to a traditional IRA, governmental 457 plan, or 403(b) tax-sheltered annuity, you will not be able to use special tax treatment for later payments from that IRA, plan, or annuity. Also, if you roll over only a portion of your payment to a traditional IRA, governmental 457 plan, or 403(b) tax-sheltered annuity, this special tax treatment is not available for the rest of the payment. See IRS Form 4972 for additional information on lump sum distributions and how you elect the special tax treatment.

Repayment of Plan Loans. If at the time you apply for your pension benefits, you have an *outstanding loan* from the Plan, the Plan may reduce or offset your balance in the Plan by the amount of the loan you have not repaid. The amount of your loan offset is treated as a distribution to you at the time of the offset and will be taxed unless you roll over an amount equal to the amount of your loan offset to another qualified employer plan or a traditional IRA within 60 days of the date of the offset.

If the amount of your loan offset is the only amount you receive or are treated as having received, no amount will be withheld from it. If you receive other cash payments from the Plan, the 20% withholding amount will be based on the entire amount paid to you, including the amount of the loan offset. The amount withheld will be limited to the amount of other cash paid to you. The amount of a defaulted Plan loan that is a taxable deemed distribution cannot be rolled over.

IV. SURVIVING SPOUSES, ALTERNATE PAYEES, AND OTHER BENEFICIARIES

In general, the rules summarized above that apply to payments to employees also apply to payments to surviving spouses of employees and to spouses or former spouses who are "alternate payees." You are an alternate payee if your interest in the Plan results from a "qualified domestic relations order," which is an order issued by a court, usually in connection with a divorce or legal separation.

Congress recently changed the rules to permit a non-spouse beneficiary to rollover benefits but only to an Inherited IRA. Any such rollover has to be a direct transfer to that Inherited IRA. Non-spouse beneficiaries cannot rollover benefits to another qualified pension plan or to a regular IRA. If, however, a nonspouse beneficiary chooses to take a distribution from the Plan, rather than having a rollover, the beneficiary is not subject to mandatory 20% withholding. Ordinary income tax would apply. You may want to consult with a tax advisor regarding your options.

If you are a surviving spouse or an alternate payee, you may choose to have a payment that can be rolled over, as described in Part I above, paid in a DIRECT ROLLOVER to a traditional IRA or to an eligible employer plan or paid to you. If you have the payment paid to you, you can keep it or roll it over yourself to a traditional IRA or to an eligible employer plan. Thus, you have the same choices as the employee.

If you are a surviving spouse, an alternate payee, or another beneficiary, your payment is generally **not** subject to the additional 10% tax described in Part III above, even if you are younger than age 59-1/2.

If you are a beneficiary other than a surviving spouse or an alternate payee, the Plan may permit you to choose to have a payment that can be rolled over, as described in Part 1 above, paid in a Direct Rollover to a Traditional IRA or have the benefit paid to you. You may not roll over the payment that is made directly to you, nor may you choose to roll over the payment to an eligible employer plan. The IRA accepting the transfer is treated like a non-spouse Inherited IRA, under which benefits must be distributed in accordance with the required minimum distribution rules. In general, distributions from the Inherited IRA must either be paid to you in full within 5 years of the employee's death or must commence within 12 months of the employee's death and be paid over your life expectancy. The benefits cannot be rolled over from the Inherited IRA to any other IRA.

As explained above, surviving spouses and alternate payees have the same choices as the employee. However, unlike surviving spouses and alternate payees, non-spouse beneficiaries do not have the same choices as the employee. Because of this difference, the mandatory withholding rules described in Number 4 above, that typically apply to payments that are not rolled over, do not apply to payments made to non-spouse designated beneficiaries. If you are a surviving spouse, an alternate payee, or another beneficiary, your payment is generally not subject to the additional 10% tax described in Number 4 above, even if you are younger than age 59½.

If you are a surviving spouse, an alternate payee, or another beneficiary, you may be able to use the special tax treatment for lump sum distributions as described in Part III above. If you receive a payment because of the employee's death, you may be able to treat the payment as a lump sum distribution if the employee met the appropriate age requirements, whether or not the employee had 5 years of participation in the Plan.

State or Local Income Tax

Please note that state or local income tax is withheld only for those states where such withholding is mandatory. If you reside in a state that has a state income tax, and the state does not have a mandatory withholding rule, you will be responsible for any state income taxes due on the taxable portion of your distribution. You should also be aware that some states have not yet changed their laws to take into account the expanded rollover rules that became effective January 1, 2002. In certain cases, a rollover now permitted under federal law may be subject to taxation under state law. However, once the rollover is taxed under state law, the state would not tax this amount again when later you receive it as a distribution.

HOW TO OBTAIN ADDITIONAL INFORMATION

This notice summarizes only the federal (not state or local) tax rules that might apply to your payment. The rules described above are complex and contain many conditions and exceptions that are not included in this notice. Therefore, you may want to consult with the Plan Administrator or a professional tax advisor before you take a payment of your benefits from your Plan. Also, you can find more specific information on the tax treatment of payments from qualified employer plans in IRS Publication 575, Pension and Annuity Income, and IRS Publication 590, Individual Retirement Arrangements. These publications are available from your local IRS office, on the IRS's Internet Web Site at www.irs.gov, or by calling 1-800-TAX-FORMS.