

Suffolk County Deferred Compensation Plan

Plan and Investment Disclosure | August 2013

The Department of Labor requires disclosure of certain information that is intended to help you understand the investment options offered by the plan referenced above ("Plan") and the fees and expenses you may pay as a participant in the Plan. In conjunction with this requirement, this document provides information about your retirement Plan, the investments in the Plan, as well as any applicable fees and expenses.

This document has two sections: A. Plan Information and B. Investment Information. Please review this information carefully to learn about the Plan's investments, fees and expenses, and where to go for more information. This disclosure should be retained for future reference. If you need help understanding this document, please log in to rps.troweprice.com/ParticipantNoticeHelp.

A. Plan Information

This section provides information regarding your Plan and, if applicable, fees and expenses to which you may be subject. You can find out more about the Plan in the Summary Plan Description ("SPD").

Part I. General Information

- **How to Give Investment Instructions.** You may direct the investment of your account balance and future contributions among a range of investments available in the Plan. To provide investment instructions, log in to the participant website at rps.troweprice.com, or call the toll-free Plan Account Line at 1-888-457-5770.
- **Limitations on Investment Instructions.** Participants with pending Qualified Domestic Relations Orders (QDROs) are restricted from performing an investment allocation change.

Investment instructions may be subject to an investment's trading guidelines and restrictions. Refer to section "B. Investment Information" under "Part II. Fee and Expense Information" of this document for an investment's limitations, if any.

• **Investments Available in the Plan.**

- T. Rowe Price Africa & Middle East
- T. Rowe Price Balanced
- T. Rowe Price Blue Chip Growth
- T. Rowe Price Capital Appreciation
- T. Rowe Price Dividend Growth
- T. Rowe Price Emerging Mkts Bond
- T. Rowe Price Emerging Mkts Stock
- T. Rowe Price Equity Income
- T. Rowe Price Equity Index 500
- T. Rowe Price European Stock
- T. Rowe Price Financial Services
- T. Rowe Price Global Technology
- T. Rowe Price GNMA
- T. Rowe Price Health Sciences
- T. Rowe Price High Yield
- T. Rowe Price International Bond
- T. Rowe Price International Discov
- T. Rowe Price International Stock
- T. Rowe Price Japan
- T. Rowe Price Latin America
- T. Rowe Price Media & Telecomm
- T. Rowe Price Mid Cap Growth
- T. Rowe Price New America Growth
- T. Rowe Price New Asia
- T. Rowe Price New Era
- T. Rowe Price New Horizons
- T. Rowe Price New Income
- T. Rowe Price Overseas Stock Fund
- T. Rowe Price Real Estate
- T. Rowe Price Retirement 2005
- T. Rowe Price Retirement 2010
- T. Rowe Price Retirement 2015
- T. Rowe Price Retirement 2020
- T. Rowe Price Retirement 2025
- T. Rowe Price Retirement 2030
- T. Rowe Price Retirement 2035
- T. Rowe Price Retirement 2040
- T. Rowe Price Retirement 2045
- T. Rowe Price Retirement 2050
- T. Rowe Price Retirement 2055
- T. Rowe Price Retirement Income
- T. Rowe Price Science & Technology
- T. Rowe Price Short Term Bond
- T. Rowe Price Small-Cap Value
- T. Rowe Price Spectrum Growth
- T. Rowe Price Spectrum Income
- T. Rowe Price Spectrum Intl
- T. Rowe Price Summit Cash
- T. Rowe Price U.S. Treas Long Term
- T. Rowe Price Value
- TRP Emerg Europe & Mediterranean
- Valic Stable Interest Account

Call the toll-free Plan Account Line at 1-888-457-5770 or log in to the participant website at **rps.troweprice.com** to request investment fund prospectuses, financial statements, annual reports, and other information that is furnished to the Plan on the investments. These materials include investment objectives, risks, fees, expenses, and other information that you should read and consider before investing.

Part II. Administrative Expenses

- **Plan Related Fees and Expenses.** This chart shows fees and expenses for general Plan administrative services that may be charged to and withdrawn from your account and are not included in the total annual operating expenses of any investments in the Plan.

| Plan Administrative Service | Fees and Expenses |
|-----------------------------|--|
| Recordkeeping | The expenses of administering the Plan, including (i) the fees and expenses of the Financial Organizations and Administrative Service Agency for the performance of their duties under the plan, (ii) the expenses incurred by the Committee or any of its members or any Trustee in the performance of their duties under the Plan (including reasonable compensation for any legal counsel, certified public accountants, consultants, and agents and cost of services rendered in respect of the Plan and the Trust Agreement |

Part III. Individual Expenses

- **Individual Fees and Expenses.** This chart shows fees and expenses for services provided to you on an individual basis that may be charged to and withdrawn from your account and are not included in the total annual operating expenses of any investments in the Plan.

| Individual Service | Fees and Expenses |
|------------------------------|--|
| Investment Exchange Fee | The Committee shall have the right in its sole discretion to replace any Financial Organization or Investment Fund with a successor Financial Organization or Investment Fund or to select any additional Financial Organization or Investment Fund and to incur any and all reasonable fees and expenses on behalf of the Plan and to allocate such fees and expenses among Accounts in connection with such replacement or addition. |
| Participant Loan Origination | \$50.00 per loan |

- **Shareholder-Type Fees.** Shareholder-type fees, which are not reflected in the total annual operating expenses of any investment options offered under the Plan, may be applicable to certain investments. Such fees could include commissions, sales loads, sales charges, deferred sales charges, redemption fees, surrender charges, exchange fees, account fees, and purchase fees. Refer to section "B. Investment Information" of this document for any shareholder-type fees that may be applicable to investments offered under the Plan.

B. Investment Information

Investments in the Plan as of July 5, 2013

This section includes important information to help you compare the investments in the Plan and is comprised of two parts:

- **Part I** reflects performance information indicating how well the investments have performed in the past.
- **Part II** outlines the fees and expenses applicable to each investment. Fees and expenses are only one of several factors that participants and beneficiaries should consider when making investment decisions. The cumulative effect of fees and expenses can substantially reduce the growth of your retirement savings.

If you want additional information about your investments, you can call the toll-free Plan Account Line at 1-888-457-5770, log in to the participant website at rps.troweprice.com, or contact T. Rowe Price Retirement Plan Services, P.O. Box 17215, Baltimore,

A free paper copy of the additional information available on the website can be obtained by contacting T. Rowe Price Retirement Plan Services Inc., Att: 404(a) Request-250923, PO Box 17215, Baltimore MD 21297-1215.

Part I. Performance Information

Table 1 focuses on the performance of investments in the Plan that do not have a fixed or stated rate of return. This table shows how these alternatives have performed over time and allows you to compare them with an appropriate benchmark for the same time periods. Past performance does not guarantee how the investments will perform in the future. Your investment in these alternatives could lose money. Information about an investment's principal risks is available on the participant website at rps.troweprice.com.

| Table 1 - Variable Return Investments | | | | | | | |
|---|---|-------|----------------------|-------------------|--|-------|----------------------|
| Investment Name <i>Type of Investment</i> | Average Annual Total Return as of 12/31/2012 | | | | Benchmark | | |
| | 1 yr. | 5 yr. | 10 yr./ Inception | Inception Date | 1 yr. | 5 yr. | 10 yr./ Inception |
| Retirement Funds | | | | | | | |
| T. Rowe Price Retirement 2005 <i>Target Date 2000-2010</i> | 11.35% | 4.05% | 5.77% | 02/27/2004 | 7.51% | 3.37% | 4.51% |
| | | | | | S&P Target Date Retirement Inc 9.54% 3.17% - Combined Index Portfolio 2005 | | |
| T. Rowe Price Retirement 2010 <i>Target Date 2000-2010</i> | 12.44% | 3.62% | 7.70% | 09/30/2002 | 8.94% | 3.19% | 6.28% |
| | | | | | S&P Target Dt 2010 Idx 10.60% 2.88% 7.05% Combined Index Portfolio 2010 | | |
| T. Rowe Price Retirement 2015 <i>Target Date 2011-2015</i> | 13.81% | 3.42% | 5.94% | 02/27/2004 | 10.32% | 2.98% | 5.00% |
| | | | | | S&P Target Date 2015 Idx 11.95% 2.69% - Combined Index Portfolio 2015 | | |
| T. Rowe Price Retirement 2020 <i>Target Date 2016-2020</i> | 15.01% | 3.08% | 8.17% | 09/30/2002 | 11.48% | 2.70% | 7.03% |
| | | | | | S&P Target Dt 2020 Idx 13.03% 2.38% 7.48% Combined Index Portfolio 2020 | | |
| T. Rowe Price Retirement 2025 <i>Target Date 2021-2025</i> | 16.00% | 2.75% | 5.97% | 02/27/2004 | 12.51% | 2.40% | 5.17% |
| | | | | | S&P Target Date 2025 Idx 14.02% 2.11% - Combined Index Portfolio 2025 | | |
| T. Rowe Price Retirement 2030 <i>Target Date 2026-2030</i> | 16.82% | 2.51% | 8.46% | 09/30/2002 | 13.43% | 2.00% | 7.44% |
| | | | | | S&P Target Date 2030 Idx 14.83% 1.86% 7.89% Combined Index Portfolio 2030 | | |
| T. Rowe Price Retirement 2035 <i>Target Date 2031-2035</i> | 17.35% | 2.34% | 5.90% | 02/27/2004 | 14.12% | 1.68% | 5.07% |
| | | | | | S&P Target Date 2035 Idx 15.46% 1.73% - Combined Index Portfolio 2035 | | |

| Investment Name <i>Type of Investment</i> | Average Annual Total Return as of 12/31/2012 | | | | Benchmark | | |
|---|---|--------|----------------------|-------------------|-------------------------------------|--------|----------------------|
| | 1 yr. | 5 yr. | 10 yr./ Inception | Inception Date | 1 yr. | 5 yr. | 10 yr./ Inception |
| Retirement Funds (continued) | | | | | | | |
| T. Rowe Price Retirement 2040 <i>Target Date 2036-2040</i> | 17.55% | 2.37% | 8.39% | 09/30/2002 | 14.69% | 1.48% | 7.59% |
| | | | | | S&P Target Date 2040 Idx | | |
| | | | | | 15.66% | 1.76% | 7.84% |
| | | | | | Combined Index Portfolio 2040 | | |
| T. Rowe Price Retirement 2045 <i>Target Date 2041-2045</i> | 17.62% | 2.38% | 5.76% | 05/31/2005 | 15.15% | 1.21% | 4.72% |
| | | | | | S&P Target Date 2045 Idx | | |
| | | | | | 15.66% | 1.76% | - |
| | | | | | Combined Index Portfolio 2045 | | |
| T. Rowe Price Retirement 2050 <i>Target Date 2046-2050</i> | 17.55% | 2.37% | 3.10% | 12/29/2006 | 15.49% | - | - |
| | | | | | S&P Target Date 2050 Idx | | |
| | | | | | 15.66% | 1.76% | - |
| | | | | | Combined Index Portfolio 2050 | | |
| T. Rowe Price Retirement 2055 <i>Target Date 2051+</i> | 17.60% | 2.36% | 3.09% | 12/29/2006 | 15.81% | - | - |
| | | | | | S&P Target Date 2055+ Idx | | |
| | | | | | 15.66% | 1.76% | - |
| | | | | | Combined Index Portfolio 2055 | | |
| T. Rowe Price Retirement Income <i>Retirement Income</i> | 10.05% | 4.13% | 6.49% | 09/30/2002 | 7.51% | 3.37% | 5.48% |
| | | | | | S&P Target Date Retirement Inc | | |
| | | | | | 8.83% | 3.05% | 5.65% |
| | | | | | Combined Index Portfolio Income | | |
| Stocks | | | | | | | |
| T. Rowe Price Africa & Middle East <i>Miscellaneous Region</i> | 19.90% | -7.65% | -2.65% | 09/04/2007 | 15.44% | -2.94% | 0.54% |
| | | | | | Sp Em/Frontier Me&Za Bmi Ex Il | | |
| T. Rowe Price Balanced <i>Moderate Allocation</i> | 13.95% | 3.50% | 7.45% | 12/31/1939 | 12.06% | 3.71% | 7.96% |
| | | | | | Mstar Moderate Tgt Risk | | |
| | | | | | 11.94% | 2.82% | 6.51% |
| | | | | | Lipper Balanced Funds Index | | |
| T. Rowe Price Blue Chip Growth <i>Large Growth</i> | 18.41% | 2.74% | 7.86% | 06/30/1993 | 16.00% | 1.66% | 7.10% |
| | | | | | S&P 500 Index | | |
| | | | | | 15.92% | 1.01% | 6.39% |
| | | | | | Lipper Large-Cap Growth Funds Index | | |
| T. Rowe Price Capital Appreciation <i>Moderate Allocation</i> | 14.70% | 5.52% | 9.25% | 06/30/1986 | 16.00% | 1.66% | 7.10% |
| | | | | | S&P 500 Index | | |
| | | | | | 17.23% | 0.32% | 6.69% |
| | | | | | Lipper Multi-Cap Value Funds Index | | |
| T. Rowe Price Dividend Growth <i>Large Blend</i> | 14.85% | 2.54% | 7.42% | 12/30/1992 | 16.00% | 1.66% | 7.10% |
| | | | | | S&P 500 Index | | |
| | | | | | 16.15% | 1.53% | 7.62% |
| | | | | | Lipper Multi-Cap Core Funds Index | | |

| Investment Name <i>Type of Investment</i> | Average Annual Total Return as of 12/31/2012 | | | | Benchmark | | |
|---|---|--------|----------------------|-------------------|--|--------|----------------------|
| | 1 yr. | 5 yr. | 10 yr./ Inception | Inception Date | 1 yr. | 5 yr. | 10 yr./ Inception |
| Stocks (continued) | | | | | | | |
| T. Rowe Price Emerging Mkts Stock <i>Diversified Emerging Mkts</i> | 20.03% | -3.32% | 15.64% | 03/31/1995 | 18.63% MSCI Emerging Markets Index | -0.61% | 16.88% |
| | | | | | 18.23% Lipper Emerging Market Funds Average | -2.36% | 15.34% |
| T. Rowe Price Equity Income <i>Large Value</i> | 17.25% | 1.58% | 7.22% | 10/31/1985 | 16.00% S&P 500 Index | 1.66% | 7.10% |
| | | | | | 13.70% Lipper Equity Income Funds Index | 1.27% | 6.93% |
| T. Rowe Price Equity Index 500 <i>Large Blend</i> | 15.68% | 1.45% | 6.83% | 03/30/1990 | 16.00% S&P 500 Index | 1.66% | 7.10% |
| T. Rowe Price European Stock <i>Europe Stock</i> | 23.25% | -1.53% | 9.30% | 02/28/1990 | 19.93% MSCI Europe Index | -3.72% | 8.97% |
| | | | | | 22.25% Lipper European Region Funds Average | -3.77% | 9.29% |
| T. Rowe Price Financial Services <i>Financial</i> | 27.48% | -1.26% | 4.74% | 09/30/1996 | 26.58% Russell 3000 Financial Sector | -5.49% | 1.82% |
| | | | | | 24.80% Lipper Financial Services Funds Index | -5.63% | 1.77% |
| | | | | | 28.82% S&P 500 Financial Index | -8.90% | -0.60% |
| T. Rowe Price Global Technology <i>Technology</i> | 19.24% | 7.74% | 12.74% | 09/29/2000 | 15.79% MSCI AC World It Index | 1.80% | 8.39% |
| | | | | | 14.52% Lipper Science & Technology Funds Index | 2.33% | 8.79% |
| T. Rowe Price Health Sciences <i>Health</i> | 31.93% | 9.91% | 14.20% | 12/29/1995 | 16.00% S&P 500 Index | 1.66% | 7.10% |
| | | | | | 23.91% Lipper Health/Biotechnology Funds Index | 7.47% | 10.41% |
| T. Rowe Price International Discov <i>Foreign Small/Mid Growth</i> | 26.00% | 0.33% | 14.75% | 12/30/1988 | 20.35% S&P Global Ex US Small Cap | -0.78% | 13.20% |
| | | | | | 21.29% Lpr Int'l Sm/Mid-Cap Growth Av | -0.71% | 12.71% |
| T. Rowe Price International Stock <i>Foreign Large Growth</i> | 18.72% | -1.17% | 8.29% | 05/09/1980 | 17.39% MSCI All Country World Ex US Index | -2.44% | 10.22% |
| | | | | | 18.29% Lipper Int'l Lg-Cap Growth Av | -2.90% | 8.33% |
| T. Rowe Price Japan <i>Japan Stock</i> | 10.69% | -4.34% | 5.35% | 12/30/1991 | 20.86% Topix (Tse First Section) Jpy | -8.33% | 1.84% |
| | | | | | 7.38% Lipper Japan Funds Average | -2.12% | 4.24% |

| Investment Name <i>Type of Investment</i> | Average Annual Total Return as of 12/31/2012 | | | | Benchmark | | |
|---|---|--------|----------------------|-------------------|--|--------|----------------------|
| | 1 yr. | 5 yr. | 10 yr./ Inception | Inception Date | 1 yr. | 5 yr. | 10 yr./ Inception |
| Stocks (continued) | | | | | | | |
| T. Rowe Price Latin America <i>Latin America Stock</i> | 10.30% | -1.47% | 22.02% | 12/29/1993 | 8.90% | 0.13% | 23.01% |
| | | | | | MSCI Emerging Markets Latin America IX | | |
| | | | | | 11.26% | -0.84% | 20.80% |
| | | | | | Lipper Latin American Funds Average | | |
| T. Rowe Price Media & Telecomm <i>Communications</i> | 22.69% | 7.01% | 17.73% | 10/13/1993 | 16.00% | 1.66% | 7.10% |
| | | | | | S&P 500 Index | | |
| | | | | | 13.48% | -1.47% | 7.82% |
| | | | | | Lipper Telecommunications Funds Average | | |
| T. Rowe Price Mid Cap Growth <i>Mid-Cap Growth</i> | 13.91% | 4.80% | 11.55% | 06/30/1992 | 17.88% | 5.15% | 10.53% |
| | | | | | S&P Mid Cap 400 Index | | |
| | | | | | 13.36% | 1.49% | 9.40% |
| | | | | | Lipper Mid-Cap Growth Funds Index | | |
| T. Rowe Price New America Growth <i>Large Growth</i> | 13.56% | 4.45% | 9.04% | 09/30/1985 | 16.00% | 1.66% | 7.10% |
| | | | | | S&P 500 Index | | |
| | | | | | 15.88% | 1.41% | 8.06% |
| | | | | | Lipper Multi-Cap Growth Funds Index | | |
| T. Rowe Price New Asia <i>Pacific/Asia ex-Japan Stk</i> | 23.69% | 0.68% | 18.36% | 09/28/1990 | 22.70% | 0.12% | 14.95% |
| | | | | | MSCI All Country Asia Ex Japan Index | | |
| | | | | | 22.06% | -0.19% | 14.18% |
| | | | | | Lipper Pacific Ex-Japan Funds Average | | |
| T. Rowe Price New Era <i>Natural Resources</i> | 4.01% | -4.49% | 11.40% | 01/20/1969 | 16.00% | 1.66% | 7.10% |
| | | | | | S&P 500 Index | | |
| | | | | | 3.54% | -4.33% | 12.40% |
| | | | | | Lipper Natural Resources Funds Index | | |
| T. Rowe Price New Horizons <i>Small Growth</i> | 16.20% | 8.00% | 12.69% | 06/03/1960 | 14.59% | 3.49% | 9.80% |
| | | | | | Russell 2000 Growth Index | | |
| | | | | | 14.95% | 2.09% | 8.56% |
| | | | | | Lipper Small-Cap Growth Funds Index | | |
| T. Rowe Price Overseas Stock Fund <i>Foreign Large Blend</i> | 18.59% | -2.41% | -0.53% | 12/29/2006 | 17.90% | -3.21% | -0.88% |
| | | | | | MSCI EAFE Index | | |
| | | | | | 18.03% | -3.45% | - |
| | | | | | Lipper Int'l Large-Cap Core Av | | |
| T. Rowe Price Real Estate <i>Real Estate</i> | 17.03% | 5.53% | 11.87% | 10/31/1997 | 17.55% | 5.08% | 11.66% |
| | | | | | Wilshire Real Estate Index | | |
| | | | | | 13.45% | 2.71% | 10.22% |
| | | | | | Lipper Real Estate Funds Index | | |
| T. Rowe Price Science & Technology <i>Technology</i> | 6.25% | 3.02% | 8.15% | 09/30/1987 | 16.00% | 1.66% | 7.10% |
| | | | | | S&P 500 Index | | |
| | | | | | 14.52% | 2.33% | 8.79% |
| | | | | | Lipper Science & Technology Funds Index | | |

| Investment Name <i>Type of Investment</i> | Average Annual Total Return as of 12/31/2012 | | | | Benchmark | | |
|--|---|--------|----------------------|-------------------|--|--------|----------------------|
| | 1 yr. | 5 yr. | 10 yr./ Inception | Inception Date | 1 yr. | 5 yr. | 10 yr./ Inception |
| Stocks (continued) | | | | | | | |
| T. Rowe Price Small-Cap Value <i>Small Blend</i> | 17.76% | 5.84% | 11.14% | 06/30/1988 | 16.35% Russell 2000 Index 15.94% Lipper Small-Cap Core Funds Index | 3.56% | 9.72% |
| T. Rowe Price Spectrum Growth <i>Large Growth</i> | 18.13% | 1.87% | 8.90% | 06/29/1990 | 16.42% Russell 3000 Index 16.15% Lipper Multi-Cap Core Funds Index | 2.04% | 7.68% |
| T. Rowe Price Spectrum Intl <i>Foreign Large Blend</i> | 19.29% | -1.43% | 9.70% | 12/31/1996 | 17.39% MSCI All Country World Ex US Index 17.37% Lipper Int'l Multi-Cap Core Av | -2.44% | 10.22% |
| T. Rowe Price Value <i>Large Value</i> | 19.46% | 2.32% | 7.99% | 09/30/1994 | 16.00% S&P 500 Index 16.15% Lipper Multi-Cap Core Funds Index | 1.66% | 7.10% |
| TRP Emerg Europe & Mediterranean <i>Miscellaneous Region</i> | 25.24% | -9.48% | 13.86% | 08/31/2000 | 25.12% MSCI Em Europe Index 18.23% Lipper Emerging Market Funds Average | -7.71% | 15.38% |
| Bonds | | | | | | | |
| T. Rowe Price Emerging Mkts Bond <i>Emerging Markets Bond</i> | 19.62% | 9.26% | 12.03% | 12/30/1994 | 18.54% Jpm Emerg Mkts Bond Global IX 18.56% Lipper Emerging Market Debt Av | 10.47% | 11.56% |
| T. Rowe Price GNMA <i>Intermediate Government</i> | 2.82% | 5.54% | 4.69% | 11/26/1985 | 2.42% Bar Cap US GNMA | 6.03% | 5.21% |
| T. Rowe Price High Yield <i>High Yield Bond</i> | 15.21% | 8.91% | 9.26% | 12/31/1984 | 14.71% Credit Suisse High Yield Index 14.67% Lipper High Current Yield Funds Average | 9.53% | 10.24% |
| T. Rowe Price International Bond <i>World Bond</i> | 6.10% | 4.78% | 6.15% | 09/10/1986 | 4.09% Bar Cap Glb Agg Ex-Usd 7.38% Lipper International Income Av | 5.06% | 6.55% |
| T. Rowe Price New Income <i>Intermediate-Term Bond</i> | 5.86% | 6.55% | 5.62% | 08/31/1973 | 4.22% Barclays U.S. Aggregate Bond Index 7.11% Lipper Corp Debt A-Rated Av | 5.95% | 5.18% |

| Investment Name <i>Type of Investment</i> | Average Annual Total Return as of 12/31/2012 | | | | Benchmark | | |
|--|---|-------|----------------------|-------------------|---------------------------------------|-------|----------------------|
| | 1 yr. | 5 yr. | 10 yr./ Inception | Inception Date | 1 yr. | 5 yr. | 10 yr./ Inception |
| Bonds (continued) | | | | | | | |
| T. Rowe Price Short Term Bond <i>Short-Term Bond</i> | 2.86% | 3.50% | 3.42% | 03/02/1984 | 1.26% | 2.88% | 3.13% |
| | | | | | Bar Cap 1-3 Yr Gov/Credit | | |
| | | | | | 3.57% | 2.84% | 2.98% |
| | | | | | Lipper Short Inv Grade Bond Av | | |
| T. Rowe Price Spectrum Income <i>Multisector Bond</i> | 10.16% | 6.52% | 7.18% | 06/29/1990 | 4.22% | 5.95% | 5.18% |
| | | | | | Barclays U.S. Aggregate Bond Index | | |
| | | | | | 8.20% | 6.91% | 6.91% |
| | | | | | Lipper General Bond Funds Average | | |
| T. Rowe Price U.S. Treas Long Term <i>Long Government</i> | 3.18% | 9.64% | 7.23% | 09/29/1989 | 3.56% | 9.71% | 7.65% |
| | | | | | Bar Cap Treas Long | | |
| | | | | | 2.24% | 7.54% | 5.64% |
| | | | | | Lipper General US Treasury Av | | |
| Money Market/Stable Value | | | | | | | |
| T. Rowe Price Summit Cash <i>Money Market - Taxable</i> | 0.01% | 0.60% | 1.72% | 10/29/1993 | 0.07% | 0.45% | 1.69% |
| | | | | | Citigroup 3 Month Treasury Bill Index | | |
| | | | | | 0.02% | 0.47% | 1.45% |
| | | | | | Lipper Money Market Funds Average | | |
| Valic Stable Interest Account | - | - | - | | | | |

All returns for periods greater than one year are annualized; all returns for periods less than one year are cumulative.

Part II. Fee and Expense Information

Table 2 shows fee and expense information for the investments listed in Table 1. Table 2 shows the Total Annual Operating Expenses of the investments in Table 1. Total Annual Operating Expenses are expenses that reduce the rate of return of the investment. Table 2 also shows Shareholder-Type Fees. These fees are in addition to Total Annual Operating Expenses.

| Table 2 - Fees and Expenses | | | | |
|---|---------------------------------|----------------|------------|--|
| Investment Name <i>Type of Investment</i> | Total Annual Operating Expenses | | | Shareholder-Type Fees and Restrictions |
| | As a % | Per \$1,000 | As of Date | |
| Retirement Funds | | | | |
| T. Rowe Price Retirement 2005 <i>Target Date 2000-2010</i> | 0.59% | \$5.90 | 05/31/2012 | Subject to a 30-Day Purchase Block* |
| T. Rowe Price Retirement 2010 <i>Target Date 2000-2010</i> | 0.61% | \$6.10 | 05/31/2012 | Subject to a 30-Day Purchase Block* |
| T. Rowe Price Retirement 2015 <i>Target Date 2011-2015</i> | 0.66% | \$6.60 | 05/31/2012 | Subject to a 30-Day Purchase Block* |
| T. Rowe Price Retirement 2020 <i>Target Date 2016-2020</i> | 0.70% | \$7.00 | 05/31/2012 | Subject to a 30-Day Purchase Block* |
| T. Rowe Price Retirement 2025 <i>Target Date 2021-2025</i> | 0.73% | \$7.30 | 05/31/2012 | Subject to a 30-Day Purchase Block* |

| Investment Name <i>Type of Investment</i> | Total Annual Operating Expenses | | | Shareholder-Type Fees and Restrictions |
|---|------------------------------------|----------------|------------|--|
| | As a % | Per \$1,000 | As of Date | |
| Retirement Funds (continued) | | | | |
| T. Rowe Price Retirement 2030 <i>Target Date 2026-2030</i> | 0.75% | \$7.50 | 05/31/2012 | Subject to a 30-Day Purchase Block* |
| T. Rowe Price Retirement 2035 <i>Target Date 2031-2035</i> | 0.77% | \$7.70 | 05/31/2012 | Subject to a 30-Day Purchase Block* |
| T. Rowe Price Retirement 2040 <i>Target Date 2036-2040</i> | 0.78% | \$7.80 | 05/31/2012 | Subject to a 30-Day Purchase Block* |
| T. Rowe Price Retirement 2045 <i>Target Date 2041-2045</i> | 0.78% | \$7.80 | 05/31/2012 | Subject to a 30-Day Purchase Block* |
| T. Rowe Price Retirement 2050 <i>Target Date 2046-2050</i> | 0.78% | \$7.80 | 05/31/2012 | Subject to a 30-Day Purchase Block* |
| T. Rowe Price Retirement 2055 <i>Target Date 2051+</i> | 0.78% | \$7.80 | 05/31/2012 | Subject to a 30-Day Purchase Block* |
| T. Rowe Price Retirement Income <i>Retirement Income</i> | 0.57% | \$5.70 | 05/31/2012 | Subject to a 30-Day Purchase Block* |
| Stocks | | | | |
| T. Rowe Price Africa & Middle East <i>Miscellaneous Region</i> | 1.52% | \$15.20 | 10/31/2012 | Redemption fee - 2% on shares held for 90 days or less. Subject to a 30-Day Purchase Block* |
| T. Rowe Price Balanced <i>Moderate Allocation</i> | 0.69% | \$6.90 | 12/31/2012 | Subject to a 30-Day Purchase Block* |
| T. Rowe Price Blue Chip Growth <i>Large Growth</i> | 0.76% | \$7.60 | 12/31/2012 | Subject to a 30-Day Purchase Block* |
| T. Rowe Price Capital Appreciation <i>Moderate Allocation</i> | 0.73% | \$7.30 | 12/31/2012 | Subject to a 30-Day Purchase Block* |
| T. Rowe Price Dividend Growth <i>Large Blend</i> | 0.67% | \$6.70 | 12/31/2012 | Subject to a 30-Day Purchase Block* |
| T. Rowe Price Emerging Mkts Stock <i>Diversified Emerging Mkts</i> | 1.27% | \$12.70 | 10/31/2012 | Redemption fee - 2% on shares held for 90 days or less. Subject to a 30-Day Purchase Block* |
| T. Rowe Price Equity Income <i>Large Value</i> | 0.68% | \$6.80 | 12/31/2012 | Subject to a 30-Day Purchase Block* |
| T. Rowe Price Equity Index 500 <i>Large Blend</i> | 0.28% | \$2.80 | 12/31/2012 | Redemption fee - 0.5% on shares held for 90 days or less. Subject to a 30-Day Purchase Block* |
| T. Rowe Price European Stock <i>Europe Stock</i> | 1.00% | \$10.00 | 10/31/2012 | Redemption fee - 2% on shares held for 90 days or less. Subject to a 30-Day Purchase Block* |
| T. Rowe Price Financial Services <i>Financial</i> | 0.94% | \$9.40 | 12/31/2012 | Subject to a 30-Day Purchase Block* |
| T. Rowe Price Global Technology <i>Technology</i> | 0.97% | \$9.70 | 12/31/2012 | Subject to a 30-Day Purchase Block* |
| T. Rowe Price Health Sciences <i>Health</i> | 0.79% | \$7.90 | 12/31/2012 | Subject to a 30-Day Purchase Block* |
| T. Rowe Price International Discov <i>Foreign Small/Mid Growth</i> | 1.23% | \$12.30 | 10/31/2012 | Redemption fee - 2% on shares held for 90 days or less. Subject to a 30-Day Purchase Block* |
| T. Rowe Price International Stock <i>Foreign Large Growth</i> | 0.85% | \$8.50 | 10/31/2012 | Redemption fee - 2% on shares held for 90 days or less. Subject to a 30-Day Purchase Block* |

| Investment Name <i>Type of Investment</i> | Total Annual Operating Expenses | | | Shareholder-Type Fees and Restrictions |
|--|------------------------------------|----------------|------------|--|
| | As a % | Per \$1,000 | As of Date | |
| Stocks (continued) | | | | |
| T. Rowe Price Japan <i>Japan Stock</i> | 1.14% | \$11.40 | 10/31/2012 | Redemption fee - 2% on shares held for 90 days or less. Subject to a 30-Day Purchase Block* |
| T. Rowe Price Latin America <i>Latin America Stock</i> | 1.24% | \$12.40 | 10/31/2012 | Redemption fee - 2% on shares held for 90 days or less. Subject to a 30-Day Purchase Block* |
| T. Rowe Price Media & Telecomm <i>Communications</i> | 0.81% | \$8.10 | 12/31/2012 | Subject to a 30-Day Purchase Block* |
| T. Rowe Price Mid Cap Growth <i>Mid-Cap Growth</i> | 0.80% | \$8.00 | 12/31/2012 | Subject to a 30-Day Purchase Block* |
| T. Rowe Price New America Growth <i>Large Growth</i> | 0.81% | \$8.10 | 12/31/2012 | Subject to a 30-Day Purchase Block* |
| T. Rowe Price New Asia <i>Pacific/Asia ex-Japan Stk</i> | 0.95% | \$9.50 | 10/31/2012 | Redemption fee - 2% on shares held for 90 days or less. Subject to a 30-Day Purchase Block* |
| T. Rowe Price New Era <i>Natural Resources</i> | 0.67% | \$6.70 | 12/31/2012 | Subject to a 30-Day Purchase Block* |
| T. Rowe Price New Horizons <i>Small Growth</i> | 0.80% | \$8.00 | 12/31/2012 | Subject to a 30-Day Purchase Block* |
| T. Rowe Price Overseas Stock Fund <i>Foreign Large Blend</i> | 0.87% | \$8.70 | 10/31/2012 | Redemption fee - 2% on shares held for 90 days or less. Subject to a 30-Day Purchase Block* |
| T. Rowe Price Real Estate <i>Real Estate</i> | 0.78% | \$7.80 | 12/31/2012 | Redemption fee - 1% on shares held for 90 days or less. Subject to a 30-Day Purchase Block* |
| T. Rowe Price Science & Technology <i>Technology</i> | 0.88% | \$8.80 | 12/31/2012 | Subject to a 30-Day Purchase Block* |
| T. Rowe Price Small-Cap Value <i>Small Blend</i> | 0.98% | \$9.80 | 12/31/2012 | Redemption fee - 1% on shares held for 90 days or less. Subject to a 30-Day Purchase Block* |
| T. Rowe Price Spectrum Growth <i>Large Growth</i> | 0.80% | \$8.00 | 12/31/2012 | Subject to a 30-Day Purchase Block* |
| T. Rowe Price Spectrum Intl <i>Foreign Large Blend</i> | 0.96% | \$9.60 | 12/31/2012 | Redemption fee - 2% on shares held for 90 days or less. Subject to a 30-Day Purchase Block* |
| T. Rowe Price Value <i>Large Value</i> | 0.85% | \$8.50 | 12/31/2012 | Subject to a 30-Day Purchase Block* |
| TRP Emerg Europe & Mediterranean <i>Miscellaneous Region</i> | 1.55% | \$15.50 | 10/31/2012 | Redemption fee - 2% on shares held for 90 days or less. Subject to a 30-Day Purchase Block* |
| Bonds | | | | |
| T. Rowe Price Emerging Mkts Bond <i>Emerging Markets Bond</i> | 0.94% | \$9.40 | 12/31/2012 | Redemption fee - 2% on shares held for 90 days or less. Subject to a 30-Day Purchase Block* |
| T. Rowe Price GNMA <i>Intermediate Government</i> | 0.62% | \$6.20 | 05/31/2012 | Subject to a 30-Day Purchase Block* |
| T. Rowe Price High Yield <i>High Yield Bond</i> | 0.75% | \$7.50 | 05/31/2012 | Redemption fee - 2% on shares held for 90 days or less. Subject to a 30-Day Purchase Block* |
| T. Rowe Price International Bond <i>World Bond</i> | 0.84% | \$8.40 | 12/31/2012 | Redemption fee - 2% on shares held for 90 days or less. Subject to a 30-Day Purchase Block* |

| Investment Name <i>Type of Investment</i> | Total Annual Operating Expenses | | | Shareholder-Type Fees and Restrictions |
|--|------------------------------------|----------------|------------|--|
| | As a % | Per \$1,000 | As of Date | |
| Bonds (continued) | | | | |
| T. Rowe Price New Income <i>Intermediate-Term Bond</i> | 0.63% | \$6.30 | 05/31/2012 | Subject to a 30-Day Purchase Block* |
| T. Rowe Price Short Term Bond <i>Short-Term Bond</i> | 0.53% | \$5.30 | 05/31/2012 | Subject to a 30-Day Purchase Block* |
| T. Rowe Price Spectrum Income <i>Multisector Bond</i> | 0.69% | \$6.90 | 12/31/2012 | Subject to a 30-Day Purchase Block* |
| T. Rowe Price U.S. Treas Long Term <i>Long Government</i> | 0.55% | \$5.50 | 05/31/2012 | Subject to a 30-Day Purchase Block* |
| Money Market/Stable Value | | | | |
| T. Rowe Price Summit Cash <i>Money Market - Taxable</i> | 0.45% | \$4.50 | 10/31/2012 | |
| Valic Stable Interest Account | N/A | | | Dollars withdrawn may not be transferred to a competing fund for 90 days after withdrawal. |

* This investment restricts a participant's exchange into a fund for a period of 30 calendar days after the participant has exchanged out of the same fund (the "30-Day Purchase Block"). Pre-authorized, systematic purchases and redemptions are exempt from the 30-Day Purchase Block. In addition, the investment sponsor reserves the right to cancel or reject, without further notice, any exchange that is deemed to result in excessive or short-term trading.

Helpful References:

Visit the Department of Labor's website at dol.gov/ebsa/publications/401k_employee.html for an example showing the long-term effect of fees and expenses. You may also want to consider whether an investment in a particular investment type, along with your other investments, will help you achieve your financial goals.

Log in to the participant website at rps.troweprice.com to learn more about the Plan and investment alternatives. For a glossary of investment terms relevant to the investments in the Plan, visit rps.troweprice.com/glossary.