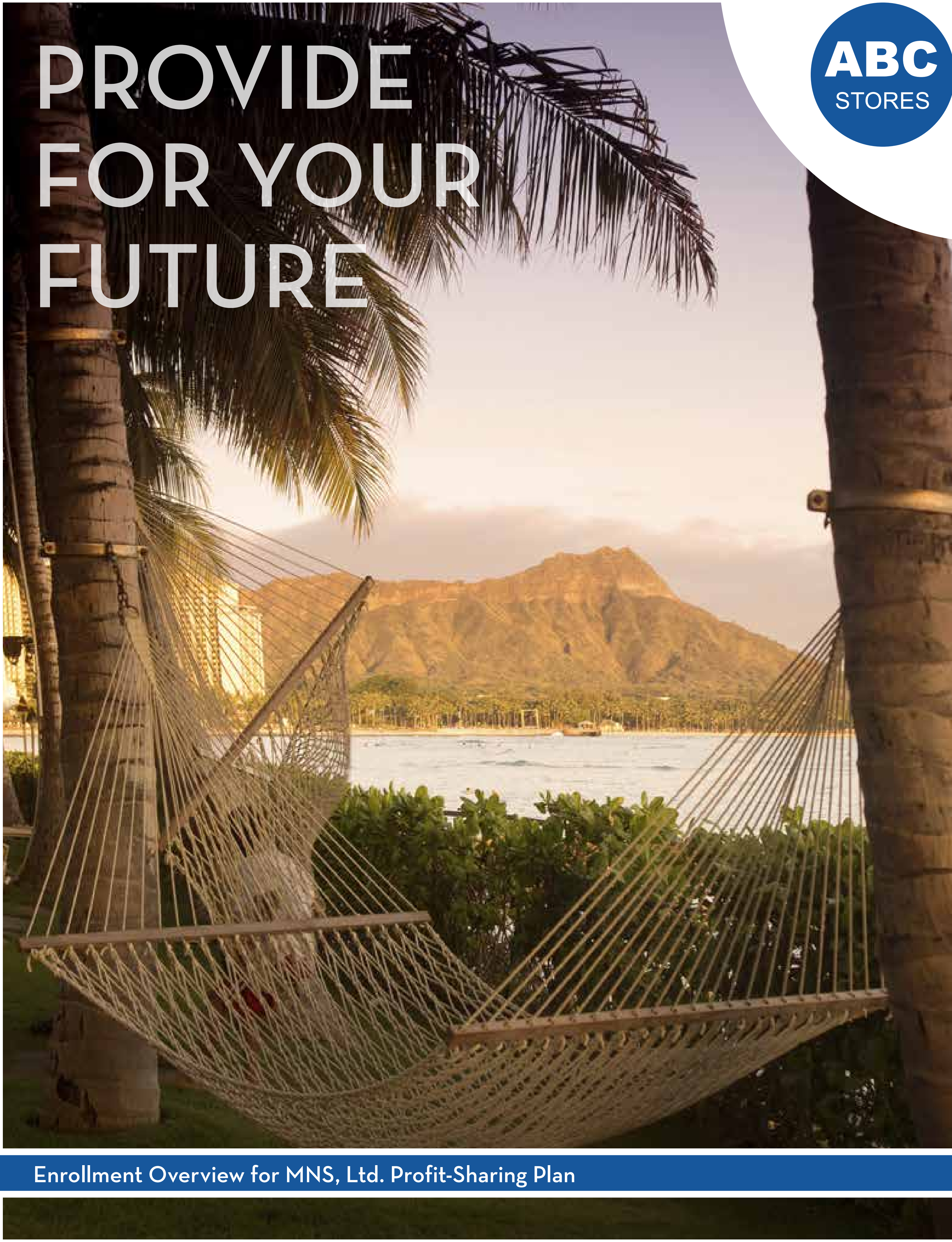
PROVIDE FOR YOUR FUTURE



ABC STORES

Enrollment Overview for MNS, Ltd. Profit-Sharing Plan

RETIREMENT PLAN ADMINISTRATIVE AND RECORDKEEPING SERVICES PROVIDED BY MCCREADY AND KEENE, INC., A ONEAMERICA® COMPANY

Reaching your retirement goals can take a lot of preparation. Some investment professionals estimate that you'll need at least 75–80 percent of your final working salary to maintain your lifestyle during retirement. The MNS, Ltd. Profit-Sharing Plan is a way to start preparing for your retirement. The plan offers you tools, education and investment options that can help you take steps today to prepare for what life has in store tomorrow.

What do you see yourself doing when you retire?

Maybe you're looking forward to spending more time with your family and friends, and sharing your hobbies with others. Or maybe you hope to travel the world! No matter how big or small your retirement goals may be, it takes preparation to achieve them. Fortunately, ABC Stores offers a retirement plan to help you reach your objectives and goals.

Contribute to your retirement plan

For many people it is a good idea to participate in your retirement plan as soon as possible. If you start contributing right away, your account may have more time to grow or weather ups and downs in the stock market.

Your retirement plan contributions

The money you contribute to your retirement account is automatically deducted from your paycheck — before taxes are taken out. It goes directly into your retirement account, so your paycheck is actually less than it would have been before the deduction when taxes are taken out. This means you are paying less in current income taxes for the year. This can help reduce the impact of contributing to your retirement plan on your take-home pay.

Put tax deferral to work for you

Tax deferral simply means the contributions to your retirement plan are not currently taxed. You are putting off paying taxes on that money until you withdraw it from your retirement account. How can putting off paying taxes be a benefit? Not only are your contributions invested, but the deferred taxes allow your money to stay invested.

The benefits of compounding

Compounding occurs when your principal investment generates a gain that is reinvested and experiences an additional earning. When the new balance (the original investment plus the gain) generates further earnings, the initial gain increases the total return of your initial principal. When the following gains are reinvested, future positive earnings are further compounded.

Though starting early is important; your plan offers assistance if you are contributing later in life. Check with your plan administrator to learn how “catch up contributions” can assist with your preparation.

compounding example

Michael
Age 25

$100
Monthly contribution over 40 years

$199,149
at retirement

Note: This hypothetical investment return and fictitious name is designed to demonstrate the impact of compounding returns and is not indicative of any particular investment or performance. Hypothetical returns assume reinvestment of earnings and a 6 percent average return on investment. Actual returns or principal value will vary. Balance shown is before reduction of taxes. An investor should consider his or her current and anticipated investment horizon and income tax bracket when making an investment decision, as the example may not reflect those factors. Any investment involves risk and there is no assurance that the investment objective of any investment option will be achieved. Before investing, understand that variable annuities are subject to market risk, including possible loss of principal.

ABC Stores offers a match that contributes 25% of the first $1,500 of your elective deferrals.

Plan highlights

Eligibility requirements

Employee contributions

Participation in the plan is open to employees who complete their one year anniversary and 1,000 hours of service.

Employer contributions

Participation in the plan is open to employees who meet the following requirements:

- Completion of one year anniversary and 1,000 hours of service.
- Are active on the last day of the plan year.

Plan entry dates

Employee and employer contributions

Participants may enter the plan in March, June, September or December, coinciding with or following the date on which the eligibility requirements are met.

Contributions

Employee contributions

Through payroll deduction, you can make pre-tax contributions from 1% up to 100% of your eligible compensation. An Internal Revenue Service (IRS) dollar limit applies. Please visit the IRS website at *www.irs.gov* for further information regarding annual limits.

Catch-Up contributions

If you are age 50 or older and make maximum allowable deferrals to your plan, you are entitled to contribute an additional “catch-up contribution.” The catch-up contribution is intended to help eligible employees make up for smaller contributions made earlier in their career. There is an annual catch-up contribution limit. Please visit the IRS website at *www.irs.gov* for further information. See your Plan Administrator for more details.

Employer matching contributions

The company matches 25% of the first $1,500 of elective deferrals; up to $375 each year.

Employer profit sharing contributions

Your plan allows for an employer profit sharing contribution as defined by the plan.

Vesting

Employee contributions

You are always 100% vested in your deferral contributions to the plan, plus any earnings they generate.

Employer match and profit sharing contributions

Contributions made to the plan on your behalf, plus any earnings they generate, are vested as follows:

Years of Service	Less than 2 years	2 years	3 years	4 years	5 years	6 years or more
Vesting	0%	20%	40%	60%	80%	100%

Rollovers and transfers

Your plan allows for the rollover or transfer of an existing qualified retirement plan account from a prior employer. You are always 100% vested in any rollovers or transfers to the plan, plus any earnings they generate.

Withdrawals/Distributions

Generally, money may be withdrawn from your account for:

- Death
- Total and Permanent Disability
- Financial hardship. In this case, hardship withdrawals may be made from vested contributions only.
- Loans
- Termination of employment

Taxes will be due upon distribution and, if taken before age 59½, may be subject to an additional 10% federal tax penalty. Consult with your tax advisor before withdrawing any money from your account.

Loans

Although the MNS, Ltd. Profit-Sharing Plan is intended to help you put aside money for the future, you can borrow from your account. When doing so, the following rules apply:

- The maximum loan amount under ERISA is the lesser of $50,000 reduced by the excess (if any) of the highest outstanding loan balance in the last 12 months or 50% of vested balance reduced by the outstanding balance of all loans.
- The minimum loan amount is $1,000
- All loans must be repaid within 5 years, except loans used to purchase a primary residence (10 years).

You are always 100% vested in your deferral contributions to the plan.

Choose your investments

An important, and sometimes confusing, step in retirement preparation is choosing which options to invest in. Because each investor has different goals and different circumstances, there is no set strategy that works for everyone.

The mix of investments that is appropriate for you depends on your retirement goals, your risk tolerance and how long you have until retirement.

Asset classes

There are different types of investments, known as “asset classes,” in which you may choose to invest your retirement plan contributions. The three main asset classes are:

- **Stocks** — Stocks have historically had the greatest risk and highest returns among the three major asset categories.
- **Bonds** — Bonds are generally less volatile than stocks but offer more modest returns.
- **Cash equivalents** — Cash equivalents — such as certificates of deposit, treasury bills and money market funds — are generally the most conservative investments, but offer the lowest return of the three major asset categories.

Another type of investment, called an Asset Allocation fund, provides investors with a portfolio of a fixed or variable mix of the three main asset classes. These funds are a good option for investors that would prefer not to worry about making adjustments to their portfolio as the market fluctuates.

Understanding risk and return

Risk is the potential for an investment to lose value. Return is the change in value on an investment. Understanding the relationship between risk and return is very important as you develop your investment strategy.

The amount of investment risk you are willing to take, also known as your “risk tolerance,” is a personal decision, which can be shaped by the amount of time you have until retirement, or your “time horizon.”

- Risk tolerance
  - — Some people are comfortable taking on the risk of frequent ups and downs of the market in return for potentially greater long-term returns. Others prefer the slow, steady return of lower risk investments. Understanding your personal attitude toward risk will help you find the right mix of investments for your portfolio.
- Time horizon
  - — The longer you have until retirement, the more risk you can potentially afford to take.

Mixing it up with diversification

Because different asset classes have varying levels of risk and return, it is important to make sure you have a good mix of investments in your portfolio. This strategy, called diversification, aims to balance risk and reward by allocating assets according to your goals, risk tolerance and investment horizon.

Note: Each group of investments carry their own unique risks. Before investing, please read each fund prospectus for a detailed explanation of the risks, fees, and costs associated with each underlying investment option. Although you might reduce volatility and risk with diversification, you can’t eliminate investment risk all together. Diversification does not ensure a profit or protect against loss.

Bond funds have the same interest rate, inflation and credit risks that are associated with the underlying bonds owned by the fund.

Money Market funds are not insured or guaranteed by the Federal Deposit Insurance Corporation or any other federal government agency. Although they seek to preserve the value of your investment at $1.00 per share, it’s possible to lose money by investing in money market funds.

What type of investor are you?

Choosing investments largely depends on your comfort level with investing and your risk tolerance.

Where do you fit in? As a participant in the MNS, Ltd. Profit-Sharing Plan you have four options with regards to investing in your retirement.

1. You can direct your future employee and matching contribution investments into a variety of pre-selected, widely-recognized investment options. Selecting individual investment options through this method requires a more “hands on” approach and close monitoring over time. Investment guidance is available online by completing the risk tolerance questionnaire at *www.oneamerica.com/AssetAllocation*. This questionnaire will help you determine your investor profile and will make recommendations as to how you may consider structuring your portfolio.

2. You may select one of three asset allocation models which have been created for you by the plan’s investment advisor. These models provide a guideline for allocations among the various investment options offered in your plan. Each of these models offers varying levels of risk and investment philosophy. You can choose a model according to your risk tolerance and when you want to retire. This is a more “hands off” approach to investing as the models make automatic adjustments in asset allocation over time to remain consistent with the objectives and underlying goals of each model. Take the investor profile quiz on the following page to help guide you in selecting an appropriate model.

3. Your plan also offers an individual Self-Directed Brokerage Account (SDBA) for an annual fee of $100.00 plus transaction charges. This service is offered through a brokerage company and allows you to invest in options outside of the plan’s normal fund line up. This option is typically for those who have more experience with investments and can thoroughly evaluate the risks versus the potential return of each option. For more information about the SDBA option, call Customer Service toll free at 1-800-442-4015.

4. If you do not select any investment choices, your contributions will be invested in the AUL Stable Value Fund, the default investment option designated by the company.

If you choose one of these options you should evaluate the risk of each portfolio and the amount of time until you plan to start taking distributions from your MNS, Ltd. Profit-Sharing Plan. Investing always involves risk including the potential loss of principal.

Select a model to suit your risk level and when you plan to retire.

Investor profile quiz

Take the model profile quiz to help determine an appropriate asset allocation model. These models have been created to take the guesswork out of determining which investment options may be most suitable for you. After taking the quiz, total your score and use it to determine which model best aligns with your risk tolerance and years to retirement.

	5 points	10 points	15 points	20 points	Score
When do you plan to retire?	Within 5 years	6-10 years	11-15 years	15+ years	
How much money do you have in savings for major expenses and emergencies?	I have no savings.	I have some savings.	I have adequate savings.	I have substantial savings.	
What would you do if one of your investments dropped – for example, from $1,000 to $850 (15%) in one month?	Immediately sell my investment!	Wait cautiously. Sell if it continues to drop.	Hold. I'm invested for the long term.	It's an opportunity! I'd deposit more money into this investment.	

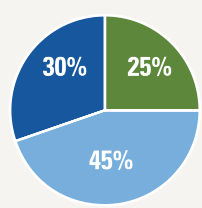
Total score:

Asset allocation models

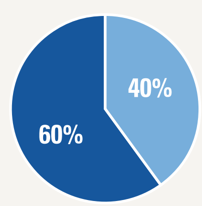
Investment categories

- Stable value investments
- Bond-based investments
- Stock-based investments

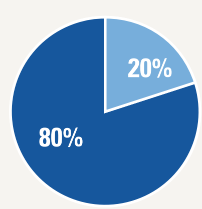
Use your score from the quiz to help identify the corresponding model portfolio that may be suited for you based on your risk level and years to retirement.



Conservative Portfolio
(Score under 29)
Seeks to provide:
- High current income
- Moderate long-term capital appreciation



Moderate Portfolio
(Score 29-45)
Seeks to provide:
- High long-term capital appreciation
- Low current income



Growth Portfolio
(Score over 45)
Seeks to provide:
- High long-term capital appreciation

Note: While diversification through an asset allocation strategy is a useful technique that can help to manage overall portfolio risk and volatility, there is no certainty or assurance that a diversified portfolio will enhance overall return or outperform one that is not diversified. An investment made according to asset allocation models neither guarantees a profit nor eliminates the possibility of loss.

Online tools

In today's busy world, many investors enjoy learning about retirement related topics online. Through our Investment Education Toolbox you can educate yourself and develop your retirement preparation strategy wherever (and whenever) it works best for you.

Investment Education Toolbox
By visiting *www.ABCprofitsharing.com*, you have access to retirement preparation resources such as:
- Our Asset Allocation Builder questionnaire to assist you with determining what type of investor you are
- Financial education resources from McGraw-Hill Financial Communications presented through articles, interactive charts and tutorials on a variety of topics
- Calculators and other tools to help you determine your retirement preparation strategy
- Video snippets on the reasons to participate in the retirement plan, contributions to a retirement account and diversification of investments

Review your plan regularly

The last step in investing in your retirement plan is to review your account regularly. Like other important things in life, your retirement account requires periodic monitoring and review. Be sure to carefully read your quarterly statements, call **1-800-442-4015** with any questions you may have and review all materials given to you from your employer about retirement preparation or the plan.

As your life and priorities change, the amount you can contribute to your retirement account or your investment allocation strategy may also change. Any of these events might signal a need to re-evaluate your retirement plan choices.
- Marriage
- Birth or adoption of a child
- Change of employment for you or your spouse
- Divorce
- Financial emergency
- Death of a spouse
- Approaching retirement

Register today at *www.ABCprofitsharing.com* to access your account information and utilize valuable retirement planning tools.

In addition to reviewing your account when major life events happen, it is also a good idea to do a review annually (perhaps with a financial professional) to determine whether or not you are still on track to reach your goals. This is a good habit because there will be tweaks you may want to make along the way such as rebalancing your investment mix or increasing your contribution level.

Log in to your account at *www.ABCprofitsharing.com* 24 hours/ day, 7 days/week to:

- Access account balances
- View investment option performance
- Review or change investment options

In order to make deferral amount changes, please contact your plan administrator to fill out a deferral change form.

Get started!

Please work with your plan administrator to enroll in the plan. Initial enrollment into the plan will be done via employee benefit meetings where there will be a series of enrollment forms available for you to fill out.

Once you are enrolled into the plan, whether you prefer the internet or telephone, there's an easy-to-use tool available to you 24 hours a day, seven days a week to access your account and answer any questions that you may have.

Registration — *www.ABCprofitsharing.com*

1. Visit *www.ABCprofitsharing.com*
2. Enter log in information.
3. If you are a first time user, enter your full Social Security Number (SSN) as your user name
4. The last four digits of your SSN are your initial PIN

Assistance over the phone — 1-800-442-4015

English and Spanish speaking representatives are available Monday through Friday between 8 a.m. and 8 p.m. Eastern Time to help you complete your enrollment.

Note: McCready and Keene provides administrative and recordkeeping services and is not a broker/dealer or an investment advisor. Neither McCready and Keene nor its employees provide tax, legal or investment advice.

Mutual Funds are sold by prospectus. The prospectus contains important information about the fund. Before investing any money, plan participants should read the prospectus and carefully consider the fund's investment objectives, risks, charges and expenses. Investing involves risk, including the potential loss of principal. To obtain a copy of the prospectus, the participant should contact the plan's investment advisor or the mutual fund company directly.

Notes

About McCready and Keene, Inc.
McCready and Keene, Inc., a OneAmerica company, is an actuarial and retirement benefits consulting firm that focuses on designing, installing and administering customized retirement plans. Based in Indianapolis, Ind., McCready and Keene provides actuarial services to defined benefit plans and provides record keeping services to employee stock ownership plans and other defined contribution plans, including a trust program that uses an open architecture investment platform available to 401(k), 403(b), 457, money purchase pension, and profit sharing plans.

About OneAmerica
OneAmerica Financial Partners, Inc., headquartered in Indianapolis, Ind., has companies that can trace their solid foundations back more than 135 years in the financial services marketplace.

OneAmerica's nationwide network of companies offers a variety of products to serve the financial needs of their policyholders and other customers. These products include retirement plan products and services; individual life insurance, annuities, long-term care solutions and employee benefit plan products. The goal of OneAmerica is to blend the strengths of each company to achieve greater collective results.

The products of the OneAmerica companies are distributed through a nationwide network of employees, agents, brokers and other distribution sources that are committed to increasing value to policyholders by helping them prepare to meet their financial goals.

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