



ABC COMPANY Retirement Plan Plan Specifics.

ELIGIBILITY

To be eligible, participants must meet the following criteria.

You must be 21 years old.

You must have completed 1 year of service, defined as a 12 consecutive month period during which you work 1,000 hours.

SIGNING UP

You may sign up at the beginning of the following months:

January 1
April 1
July 1
October 1

MATCHING CONTRIBUTIONS

For every \$1.00 you contribute, your company will match with a \$0.35 contribution *up to 5% of your pay.*

CONTRIBUTION CHANGES

Through payroll deductions you may make before-tax contributions of 1% to 15% of your eligible pay, up to \$10,000 annually.

You may stop your contributions as of the first day of any month. Once you discontinue contributions, you may only start again as of any Plan Entry date: January 1, April 1, July 1, or October 1. You may increase or decrease the amount of your contributions on any Plan Entry Date.

VESTING

Vesting refers to your "ownership" of a benefit from the Plan. The money that you contribute and the money it earns is always 100% vested. Any rollover/transfer contributions you make are also 100% vested.

ABC COMPANY Retirement Plan
Plan Specifics (continued).

WITHDRAWALS *Funds may be withdrawn from your Plan account in these events:*

Normal Retirement as defined by the Plan

Buying a primary residence

Payment of medical expenses

**HARDSHIP
WITHDRAWALS**

If it is determined that you have an immediate financial need created by severe hardship and you lack other reasonable available resources to meet that need, you may be eligible to receive a hardship withdrawal from your account. A hardship, as defined by the IRS includes:

Eviction or foreclosure

Buying a primary residence

Payment of medical expenses

Payment of college tuition

QUESTIONS *If you have any questions about:*

Investment election changes

Account balance

Realign account

please call toll-free:

1-800-222-9999

*...or to learn more about your plan,
contact your enrollment wizard at:*

www.abc enrollment wizard.com

(reference instructions in back pocket of this brochure)

ABC COMPANY Retirement Plan
Investment Options.

You may choose from any or all of these investments.

AGGRESSIVE AIM Aggressive Growth Fund
Fidelity High Income Fund
Oppenheimer High Yield Fund A

MODERATE Chase Vista Small Cap Equity Fund
Janus Enterprise Fund
Prudential Government Income Fund

CONSERVATIVE Legg Mason Total Return Trust
American National Growth
Vanguard Index 500 Portfolio
Dreyfus Premier Balanced R

ABC COMPANY Retirement Plan

Fund facts.

AIM Aggressive Growth Fund

OBJECTIVE:

Using a highly disciplined bottom-up approach, management seeks aggressive long-term growth at capital through investment in small-to-mid-capitalization companies expecting to achieve at least a 15% earnings growth per year.

INVESTMENT STRATEGY:

The Fund's portfolio is mainly vested in consumer cyclicals, mainly retail, commercial/industrial services, healthcare and technology.

ASSET MANAGER:

AIM

TOTAL NET ASSETS:

\$3.6 billion

PERFORMANCE:	1year	3year	5year	10year
AIM Aggressive Growth Fund	-24.62	1.80	13.22	17.94
S&P 500	-33.77	-20.93	-6.78	0.62

PORTFOLIO COMPOSITION:

Stocks	92.7%
Cash	5.0%
Other	4.3%

TOP TEN STOCK HOLDINGS:

Heftel Broadcasting Corp.	Samina Corp.
National Oilwell Inc.	Helen of Troy Corp.
Billing Concepts Corp.	Universal Health System
Saville System PCC	EVI Inc.
Citrix System Inc.	Flextronics International

Total % of portfolio: **6.44**

As of 4/30/98

SOURCE: ValueLine, April, 1998, AIM.

Fidelity High Income Fund

OBJECTIVE:

The Fund seeks to attain a high level of current income in high-yielding fixed-income securities and growth of capital.

INVESTMENT STRATEGY:

The Fund strategy is bottom-up-driven with industry selection secondary to a company specific analysis. Companies selected have established franchises with good prospects, strong cash flows, high returns on capital, and a commitment to reduce debt.

ASSET MANAGER:

Thomas Soviero, Fidelity Spar Fund Family

TOTAL NET ASSETS:

\$3.2 billion

PERFORMANCE:	1year	3year	5year	10year
Fidelity High Income Fund	-0.94	10.07	10.83	N/A
S&P 500	-12.44	1.41	3.63	N/A

PORTFOLIO COMPOSITION:

Cash	3.7%
Bonds (below BB)	62.8%
Preferred	27.6%
Other	5.7%

TOP TEN STOCK HOLDINGS:

Adelphia	McCaw International Ltd.
Echostar Comm.	Millicom International
Greenpoint Cap	Panamsat Corp.
Innova SdeRL	Pathmark Stores
International Cabletel	SCI TV Inc.

Total % of portfolio: **13.56**

As of 3/31/98

SOURCE: ValueLine, March, 1998, Fidelity High Income Fund.

ABC COMPANY Retirement Plan Enrollment form.

If you choose to participate in the plan or wish to change your current contribution amount, it is important that you fill out the **entire** Enrollment Form. If you choose not to participate in the plan, or wish to stop your payroll contributions, you need only to fill out the **Participation Authorization** section.

I understand that if I do NOT return this form I will be electing to NOT make Salary Deferral Contributions. I also understand that I must return a Beneficiary Form and complete the investment direction section below, whether I elect to make salary deferrals or not.

Type of Enrollment

New Re-Entry Change Effective Date: _____

Participant Authorization

Name of Company		Group#		
First Name	MI	Last		
Address		Social Security No.		
City	State	Zip		
Home Phone	Date of Birth	Date Employed	Sex	M / F

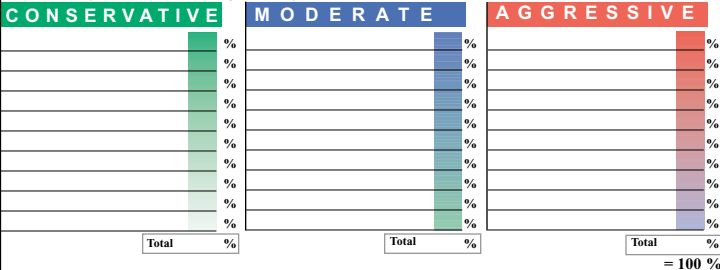
Fund Selection

I wish to contribute _____% of my salary per pay period.

I do not wish to participate at this time.

- My Employer shall pay to the Trustee all such amounts withheld for crediting to my account.
- I have the right to change, amend or otherwise revoke this agreement subject to plan administration provisions.
- If this Agreement is revoked in its entirety, I waive my right to re-participate subject to plan administration provisions.
- Participant may go to a 0% contribution at any time.

Write in the percent of the contribution you want to put into each fund. The total should be 100%. Please use whole numbers.



I, the undersigned, consent to making the preceding salary deferral election and investment elections. I understand that Payroll will begin processing my elections and/or changes as soon as practically possible.

Participant's Signature

Date