

## **Information Regarding Your Retirement Account**

### **SHEARER CHEVROLET CO INC PSP AND TRUST**

**April 14, 2014**

The information in this document is designed to provide you important information about your company's retirement plan and help you make decisions regarding the features and investments that are available. This information will be updated at least annually and more frequently if certain information changes. You are encouraged to review this information – along with any additional materials provided – in order to make the best possible decisions regarding the management of your retirement account.

#### **General Plan Information**

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This section describes any limitations or restrictions on how you can manage your account along with information on the plan's investment options and any voting rights that may apply to them. If your plan offers a brokerage account option, information regarding this account can also be found in this section.

#### **Administrative Expenses**

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The information in this section provides detail on expenses associated with the administration and recordkeeping of the plan and, if deducted from your account, how these expenses will be calculated. Please note that administrative expenses may not be deducted from your account and instead be paid by your employer. Whether or not these expenses are deducted from your account may also vary from year to year.

#### **Individual Expenses**

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In this section you will find a listing of services available to help you manage your retirement account and the cost for each service. These services are optional and you will only be charged if they are used.

#### **Investment Options**

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The charts in this section are designed to provide detailed information on the investments available through your company's plan. This section is broken out by investment type and includes such information as investment returns, performance of comparative benchmarks and where to obtain additional information on each investment.

## General Plan Information

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### Investment Instructions

You are responsible for choosing how to invest the assets in your account according to the procedures provided by your plan administrator. Information on your plan's investments and how to provide investment instructions can be found in the Investment Options section of this document. Your investment decisions are subject to any limitations or restrictions described in the table below.

Investment Limitations or Restrictions	
The portion(s) of your account that you can invest	Your Entire Account
How often you can change your investment elections	Daily
How often you can transfer assets between investment options	Daily
Additional rules that apply to selecting investments	

### Exercise of Voting and Other Rights

Certain voting and other rights may apply to an investment option that you have chosen for your account. Those rights may be exercised by the plan sponsor or other named fiduciary for the plan who retains the right to exercise on behalf of the plan voting, tender and similar rights with respect to the designated investment alternatives in the plan.

### Designated Investments

For a list of investment options offered through the plan, please review the Investment Options comparative chart in this document.

### Investment Managers

For the investment managers of the plan's investment options, please see each investment's website, prospectus or fact sheet. [Insert response]

### Administrative Expenses

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Expenses for administrative services provided to the plan may be charged to your account. These services include Recordkeeping (e.g. valuing participant accounts, processing contributions and investment transactions and providing account statements), legal (e.g. designing and interpreting the plan document) and accounting (e.g. auditing the plan's financial records). If administrative expenses are charged to plan participants, they will be shown on the quarterly account statement and charged per capita (based on the number of participants in the plan; each participant will pay the same amount).

### Individual Expenses

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The expenses listed below for services provided to you may be charged to your account. If any of these expenses are charged to you, they will be deducted from check proceeds or from account assets. The fees listed below only apply for the services you use. Please see the "Information About the Document" section at the end of this document for further details.

Expense	Amount
Taking a loan	\$150 per Loan
Taking a distribution	\$60 per Distribution
Check stop payment/re-issue	\$35 per Check

Investments available in your plan may charge additional fees to your account such as fund redemption fees, sales charges, deferred sales charges or other trading restrictions. Please review the complete investment fee and performance chart contained in this notice to determine whether these fees may be assessed for an investment option, and review your account statement for a detailed disclosure of the dollar amount actually charged to your account related to these fees.

Notes:

- For certain distributions, e.g., permissible withdrawals, the standard distribution fee will be waived and only a \$15.00 check fee will apply.

### **Investment Options**

Whether you will have adequate savings at retirement will depend in large part on how much you choose to save and how you invest your savings. While the information below is important to making informed investment decisions, you should carefully review all available information about an investment option prior to making an investment decision.

This document includes important information to help you compare the investment options under your retirement plan. If you want additional information about your investment options, you can go to the specific website address shown below or you can contact TIM HULETT/TERRY MCLOUGHLIN at 8028613471. A free paper copy of the information available on the website(s) can be obtained by contacting TIM HULETT/TERRY MCLOUGHLIN at 8028613471.

### **Document Summary**

This document has three parts. Part I consists of performance information for plan investment options. This part shows you how well the investments have performed in the past. Part II shows you the fees and expenses you will pay if you invest in an option. Part III contains information about the annuity options (if applicable) under your retirement plan.

### **Part I – Performance Information**

**Table 1** focuses on the performance of investment options that do not have a fixed or stated rate of return. Table 1 shows how these options 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 investment option will perform in the future. Your investment in these options could lose money. Information about an option's

principal risks is available on the website(s) listed in Table 1. Additional information is also available at <https://myaccount.ascensus.com/rplink>.

Table 1—Variable Return Investments								
Name / Type of Option / Website	Average Annual Total Return As of 2/28/2014				Benchmark			
	1yr.	5yr.	10yr.	Since Inception	1yr.	5yr.	10yr.	Since Inception
<b>Equity Funds</b>								
American Century Heritage A/ Mid Cap U.S. Stock <a href="http://ipro.americancentury.com/ipro/">ipro.americancentury.com/ipro/</a>	29.53%	24.57%	11.96%	9.07%	31.61%	27.49%	9.66%	8.06%
BlackRock Basic Value Inv A/ Large Cap U.S. Stock <a href="http://www.blackrock.com">www.blackrock.com</a>	28.96%	22.12%	6.76%	9.21%	23.44%	23.18%	7.24%	10.11%
BlackRock Capital Appreciation Inv A/ Large Cap U.S. Stock <a href="http://www.blackrock.com">www.blackrock.com</a>	32.32%	20.83%	7.50%	6.08%	29.14%	24.02%	7.77%	5.33%
BlackRock Euro A/ Specialty Intl Stock <a href="http://www.blackrock.com">www.blackrock.com</a>	29.19%	19.59%	7.02%	8.97%	25.52%	19.30%	7.18%	8.37%
BlackRock Long-Horizon Equity Inv A/ International Stock <a href="http://www.blackrock.com">www.blackrock.com</a>	19.92%	17.24%	N/A	7.82%	18.16%	19.58%	6.87%	6.21%
BlackRock Mid-Cap Growth Equity Inv A/ Mid Cap U.S. Stock <a href="http://www.blackrock.com">www.blackrock.com</a>	46.24%	26.58%	8.64%	8.91%	31.61%	27.49%	9.66%	8.74%
BlackRock S&P 500 Stock Investor A/ Large Cap U.S. Stock <a href="http://www.blackrock.com">www.blackrock.com</a>	24.80%	22.54%	6.76%	18.85%	26.34%	23.63%	7.58%	20.35%
Davis New York Venture Fund A/ Large Cap U.S. Stock <a href="http://www.davisfunds.com">www.davisfunds.com</a>	26.46%	22.16%	6.30%	11.95%	26.34%	23.63%	7.58%	N/A
Hartford Capital Appreciation R4/ Large Cap U.S. Stock <a href="http://www.hartfordfunds.com">www.hartfordfunds.com</a>	33.76%	22.77%	8.25%	5.69%	26.34%	23.63%	7.58%	6.48%
MFS International Value R3/ International Stock <a href="http://www.mfs.com">http://www.mfs.com</a>	23.39%	20.46%	9.90%	10.88%	12.88%	17.68%	7.33%	6.45%
Prudential Jennison Small Company A/ Small Cap U.S. Stock <a href="http://www.prudentialfunds.com">www.prudentialfunds.com</a>	27.94%	25.03%	10.15%	10.87%	37.06%	28.05%	9.19%	8.11%
Virtus Quality Small-Cap A/ Small Cap U.S. Stock	24.99%	24.18%	N/A	8.20%	37.06%	28.05%	9.19%	10.28%

www.virtusinvestmentpartners.com					Russell 2000 Growth TR USD			
<b>Bond Funds</b>								
BlackRock Low Duration Bd Inv A/ Diversified Bond www.blackrock.com	1.07%	5.14%	2.69%	3.85%	0.75%	3.03%	3.35%	4.70%
Barclays Govt/Credit 1-5 Yr TR USD								
Prudential Short-Term Corporate Bd A/ Diversified Bond www.prudentialfunds.com	1.52%	5.12%	3.99%	5.65%	0.75%	3.03%	3.35%	5.60%
Barclays Govt/Credit 1-5 Yr TR USD								
<b>Other</b>								
BlackRock Balanced Capital Inv A/ Balanced www.blackrock.com	17.53%	15.96%	5.76%	7.09%	16.75%	18.51%	7.70%	N/A
Morningstar Moderately Aggr Target Risk								
BlackRock Global Allocation Inv A/ Balanced www.blackrock.com	12.54%	12.64%	7.93%	9.78%	12.09%	14.19%	7.22%	N/A
Morningstar Global Allocation TR								
JPMorgan Prime Money Market Reserve/ Capital Preservation www.jpmorganfunds.com	0.01%	0.02%	1.50%	1.69%	0.06%	0.10%	1.63%	2.38%
USTREAS T-Bill Auction Ave 3 Mon								
Oppenheimer Flexible Strategies A/ Balanced www oppenheimerfunds.com	9.70%	6.85%	3.87%	8.99%	16.75%	18.51%	7.70%	N/A
Morningstar Moderately Aggr Target Risk								

**Table 2** focuses on the performance of investment options that have a fixed or stated rate of return. Table 2 shows the annual rate of return of each option, the term or length of time that you will earn this rate of return and other information relevant to performance.

**Table 2—Fixed Return Investments**

Name/Type of Option	Return	Term	Other

Note: To help achieve long-term retirement security, you should give careful consideration to the benefits of a well-balanced and diversified investment portfolio. Spreading your assets among different types of investments can help you achieve a favorable rate of return, while minimizing your overall risk of losing money. This is because market or other economic conditions that cause one category of assets, or one particular security, to perform very well often cause another asset category, or another particular security to perform poorly. If you invest more than 20% of your retirement savings in any one company or industry, your savings may not be properly diversified. Although diversification is not a guarantee against loss, it is an effective strategy to help you manage investment risk.

## Part II – Fee and Expense Information

**Table 3** shows fee and expense information for the investment options listed in Table 1 and Table 2. Table 3 shows the total annual operating expenses of the options in Table 1. Total annual operating expenses are expenses that reduce the rate of return of the investment option. Table 3 also shows shareholder-type fees. These fees are in

addition to total annual operating expenses. Please see the "Information About This Document" section at the end of this document for further details.

Table 3—Fees and Expenses					
Name	Type of Option	Total Annual Operating Expenses As a %	Total Annual Operating Expenses Per \$1000	Maximum Sales Charge	Deferred Sales Charge*
<i>Redemption fees or trading restrictions (if applicable)</i>					
<b>Equity Funds</b>					
American Century Heritage A	Mid Cap U.S. Stock	1.25%	\$12.50	N/A	N/A
BlackRock Basic Value Inv A	Large Cap U.S. Stock	0.83%	\$8.30	N/A	N/A
BlackRock Capital Appreciation Inv A	Large Cap U.S. Stock	1.09%	\$10.90	N/A	N/A
BlackRock Euro A	Specialty Intl Stock	1.29%	\$12.90	N/A	N/A
BlackRock Long-Horizon Equity Inv A	International Stock	1.27%	\$12.70	N/A	N/A
BlackRock Mid-Cap Growth Equity Inv A	Mid Cap U.S. Stock	1.55%	\$15.50	N/A	N/A
BlackRock S&P 500 Stock Investor A	Large Cap U.S. Stock	0.49%	\$4.90	N/A	N/A
Davis New York Venture Fund A	Large Cap U.S. Stock	0.88%	\$8.80	N/A	N/A
<i>Trading Restrictions: Holding period of 30 day(s) enforced on transfer IN transactions after 1 Transfer Out of \$0.01 or more within a period of 1 day(s).</i>					
Hartford Capital Appreciation R4	Large Cap U.S. Stock	1.10%	\$11	N/A	N/A
MFS International Value R3	International Stock	1.14%	\$11.40	N/A	N/A
<i>Trading Restrictions: Holding period of 90 day(s) enforced on transfer IN transactions after 2 Transfer Out of \$15,000.00 or more within a period of 90 day(s).</i>					
Prudential Jennison Small Company A	Small Cap U.S. Stock	1.15%	\$11.50	N/A	N/A
<i>Trading Restrictions: Holding period of 90 day(s) enforced on transfer IN transactions after 2 Transfer Out of \$25,000.00 or more within a period of 90 day(s).</i>					
Virtus Quality Small-Cap A	Small Cap U.S. Stock	1.43%	\$14.30	N/A	N/A
<b>Bond Funds</b>					
BlackRock Low Duration Bd Inv A	Diversified Bond	0.97%	\$9.70	N/A	N/A
Prudential Short-Term Corporate Bd A	Diversified Bond	0.81%	\$8.10	N/A	N/A
<i>Trading Restrictions: Holding period of 90 day(s) enforced on transfer IN transactions after 2 Transfer Out of \$25,000.00 or more within a period of 90 day(s).</i>					
<b>Other</b>					
BlackRock Balanced Capital Inv A	Balanced	1.29%	\$12.90	N/A	N/A
BlackRock Global Allocation Inv A	Balanced	1.14%	\$11.40	N/A	N/A
JPMorgan Prime Money Market Reserve	Capital Preservation	0.71%	\$7.10	N/A	N/A
Oppenheimer Flexible Strategies A	Balanced	2.12%	\$21.20	N/A	N/A
<b>Fixed Return Investments</b>					

Notes:

- Contingent Deferred Sales Charges (CDSC) on A and C share classes of certain mutual funds may not apply to transactions related to participant activity. The transactions include transfers between funds, loans distributions and other benefit withdrawals. A CDSC may apply for actions related to employer transactions that result in closing the account. For employer transactions, a redemption fee may apply (typically 1% or less of the amount for shares held for less than 12 months). Details related to the CDSC can be found in each fund's prospectus and statement of additional information.

The cumulative effect of fees and expenses can substantially reduce the growth of your retirement savings. Visit the Department of Labor's website for an example showing the long-term effect of fees and expenses at [http://www.dol.gov/ebsa/publications/401k\\_employee.html](http://www.dol.gov/ebsa/publications/401k_employee.html). Fees and expenses are only one of many factors to consider when you decide to invest in an option. You may also want to think about whether an investment in a particular option, along with your other investments, will help you achieve your financial goals.

### **Part III – Annuity Information**

**Table 4** focuses on the annuity options under the plan. Annuities are insurance contracts that allow you to receive a guaranteed stream of payments at regular intervals, usually beginning when you retire and lasting for your entire life. Annuities are issued by insurance companies. Guarantees of an insurance company are subject to its long-term financial strength and claims-paying ability.

<b>Table 4—Annuity Options</b>			
<b>Name</b>	<b>Objectives / Goals</b>	<b>Pricing Factors</b>	<b>Restrictions / Fees</b>

**Please visit <https://myaccount.ascensus.com/rplink> for a glossary of investment terms relevant to the investment options under this plan. This glossary is intended to help you better understand your options.**

**More current information about your plan's investment options, including fees and expenses and performance updates, may be available at the listed website addresses.**

### **Compliance with Section 404(c) of the Employee Retirement Income Security Act**

Your employer intends to satisfy the requirements of Section 404(c) of the Employee Retirement Income Security Act (ERISA) and corresponding Department of Labor regulations. This means that your employer is providing you with the opportunity to decide how to invest the assets in your account, enabling you to choose investments that fit your personal needs. Your employer and certain individuals in charge of the plan (known as fiduciaries) will not be responsible for the investment performance of your account that results from your investment instructions.

One of your investment options includes securities of SHEARER CHEVROLET CO INC PSP AND TRUST. The following procedures have been put in place to insure the confidentiality of a purchase of those securities and the voting, tender and similar rights you are entitled to if you invest in them. [Insert procedures]

For additional information, please contact TIM HULETT/TERRY MCLOUGHLIN at 8028613471 or 1301 SHELBYNE ROAD, SOUTH BURLINGTON, VT 05676 who monitors compliance with these procedures.

#### **Information About This Document**

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**ETF trading costs** – For plans offering exchange traded funds ("ETFs"), trading commissions (estimated at \$0.02 per share) and securities transaction fees on the sales of ETF shares are factored into the average share price, if applicable. For more information on the securities transaction fees, please visit <http://www.sec.gov/divisions/marketreg/sec31info.htm>.

**Company stock trading costs** – For plans offering company stock as an investment, the following transaction costs are factored into the average share price: trading commissions (estimated at \$0.06 per share with a minimum transaction charge of \$15). For more information on the securities transaction fees, please visit <http://www.sec.gov/divisions/marketreg/sec31info.htm>.

**Investment Management Services** – For plans offering Investment Management Services that are provided by Morningstar, LLC. The fee shown in the Individual Expenses section is an annual fee that is charged quarterly based on asset balance in your account for the prior quarter.

**Annual operating expenses** – The expense information in Table 3 of this document reflects the gross annual operating expenses of the investment options listed in Table 1. Some investments may waive a portion of this fee for a certain period of time to cap expenses at a certain level (net operating expenses). Please see the prospectus or similar document for details on each investment's gross and net annual operating expenses.

N/A = information is either not applicable or not available.