THE SoonerSaver

FALL 2012 *for SoonerSave Participants*

Important Information About SoonerSave

Fund Change

Reminder: On Wednesday, November 14, 2012, the American Century Vista A Fund (TWVAX) will be discontinued from SoonerSave. On that date, all existing balances will be transferred into the existing Columbia Acorn Z Fund (ACRNX) investment option. Additionally, future contribution allocations to the American Century Vista A Fund will be redirected to the Columbia Acorn Z Fund.

Please consider the investment objectives, risks, fees and expenses carefully before investing. For this and other important information, you may obtain mutual fund prospectuses for registered investment options and/or disclosure documents from your registered representative or Plan website. Read them carefully before investing.

Investing at Every Life Stage

How might three hypothetical investors prepare for future inflation at various life stages?[1] Each of the following examples is based on historical returns of the three basic asset classes (see chart below). Please note that past performance does not guarantee future results.

NICOLE, age 25, has just starting contributing to her SoonerSave retirement plan. At a financial literacy workshop, she learned that certain investment choices can potentially help her savings stay ahead of future inflation. Nicole chooses an asset allocation of 100% stock investments. Historically, stocks have outpaced inflation over time more than other asset classes. Stocks could lose money in some years, but Nicole is confident that she has enough time before she retires to potentially make up those losses along the way.

CHARLES, age 44, intends to retire within 25 years. He wants to reduce the impact of stock market volatility on his investments. As a result, he invests 20% of his nest egg in bond investments. The other 80% is invested in stock investments. Like Nicole, he believes he has enough time until retirement to ride out stock market volatility.

KATHRYN, age 62, plans to retire in five years. With only a short time until this happens, Kathryn chooses a more conservative allocation than her younger colleagues: 40% of her assets are in bond investments and 10% in cash equivalents. She's concerned that inflation will erode her nest egg—not only now but during her retirement, which could last 25 years or longer. As a hedge against inflation, she keeps 50% in stock investments. Indeed, if inflation were to heat up, Kathryn would have to rethink her retirement timing and budget entirely.

The Long View

The stock market loses money in some years—and now and then it loses a lot. Investors should weigh the risk of loss against the potential for higher returns. Over the years of building your nest egg and while you're tapping it, inflation will likely be eroding your real returns. An effective investment strategy should give you the opportunity for meaningful long-term growth.

All investments have occasionally been swamped by inflation. But here is how the major asset classes have performed against inflation over the long term.

AVERAGE FOR THE PERIOD 1926-2011

Asset Class	Annual Return	Inflation	Annual After-Inflation Return
Stocks	9.8%	3%	6.8%
Bonds	5.4%	3%	2.4%
Cash	3.6%	3%	0.6%

Source: Ibbotson® SBBI® Classic Yearbook 2012: Market Results for Stocks, Bonds, Bills, and Inflation, 1926–2011. Long-term, annualized total returns are for the period 1926 through 2011. Stock market returns are based on the S&P 500® Index, an unmanaged index that is widely regarded as the standard for measuring Large Cap U.S. stock market performance. It is not possible to invest directly in an index. Bond returns are based on U.S. long-term government bonds; cash returns are based on U.S. 30-day Treasury bills. Inflation is based on the annual average for the Consumer Price Index for the same period. S&P 500® Index is a registered trademark of Standard & Poor's Financial Services LLC.

Enrollment

Do you know a fellow employee who isn't participating in SoonerSave? Have them visit **www.soonersave.com** and click on the "Enroll Now" tab to get started. They can also find valuable educational information about participation, asset allocation, and making the most of the SoonerSave Plan.

Target: $0 Debt

Getting rid of debt can help you meet other financial goals

Money used to pay off your loans means less money for retirement savings, college savings or other goals, such as a down payment on a house. So make a pledge now to trim your debt, with the goal of eliminating it altogether.

Plan Your Strategy

When reducing debt, start with the most expensive debt first—typically from credit cards. Consider transferring your credit balance to a card with a lower interest rate than the one you use now if applicable and appropriate for your unique situation. The average variable credit card rate recently offered online was 14.46%.*

The Big Payoff

John and Janet each owe $5,000 in credit card debt at an annual interest rate of 16%. John decides to make the minimum monthly payment only—based on the interest owed plus 1% of the outstanding balance. Janet wants to get out of debt quickly, so she cuts back on other expenses and decides to make a fixed payment of $190 a month. By accelerating her payoff, Janet saves almost $5,000 in interest.

	John	Janet
Months to pay off debt	269	33
Total interest paid	$6,126	$1,199

Source: Bankrate.com calculator, "How much will the minimum credit card payment cost me?"

* Bankrate.com as of June 2012.

Get Started on Building a World of Bright Tomorrows During National Save for Retirement Week

When people think about their retirement, they tend to emphasize the positive—and that's a good thing. Ask someone about their retirement plans and you're likely to hear about how they want to travel, spend more time with family, pursue new interests, or just enjoy a well-earned break from the workplace.

But creating those bright tomorrows requires action in the here-and-now. That's the idea behind National Save for Retirement Week, October 21-27—seven days dedicated to encouraging you to start saving today for the retirement income you'll need to create your own bright tomorrows.

Experts tell us that we'll need to replace 80% or more of our working income for a comfortable retirement lifestyle. For most of us, a significant portion of that 80% will come from personal sources, like the savings we've accumulated in our employer-sponsored retirement accounts. The fact is that Social Security benefits—and any income you may receive from pension benefits—may not be enough on their own to get you to the 80% income replacement level.[2]

THE GOOD NEWS: Your SoonerSave Retirement Plans have features designed to supercharge your savings.

- **Tax-deferred savings** – You don't pay taxes on the money you contribute—or on any earnings your contributions generate—until you make a withdrawal.
- **Compounded growth potential** – Any earnings from your investment selections are reinvested and can generate additional earnings of their own.
- **Automatic paycheck deductions** – Your contributions to your retirement come out of your paycheck before any deductions for taxes, so you always pay yourself first.

During National Save for Retirement Week, take the opportunity to learn more about preparing for retirement. The SoonerSave Plan website, **www.soonersave.com**, is a great place to start. A variety of educational materials and calculators are available to demonstrate the potential benefits of saving for your future. Additionally, you can attend one of the local seminars provided by your dedicated SoonerSave representative. See the "2012 Seminars" section for times and dates.

2012 Seminars

November 2012

November 5 (Concourse Theater-OKC)
10:00 a.m. Approaching Retirement
11:00 a.m. Using the Web to Manage Your Account
1:30 p.m. Approaching Retirement

November 15 (Kerr Auditorium-Tulsa)
10:00 a.m. Ready to Retire
11:00 a.m. Investing in a Volatile Market
1:30 p.m. Ready to Retire

November 19 (Concourse Theater-OKC)
10:00 a.m. Asset Allocation
11:00 a.m. Prepare for Retirement Wisely
1:30 p.m. Asset Allocation

December 2012

December 3 (Concourse Theater-OKC)
10:00 a.m. Ready to Retire
11:00 a.m. Steps to Help Manage Risk
1:30 p.m. Ready to Retire

December 17 (Concourse Theater-OKC)
10:00 a.m. Prepare for Retirement Wisely
11:00 a.m. Increasing Your Deferral
1:30 p.m. Prepare for Retirement Wisely

All seminars last for one hour. See website for a complete seminar schedule and summary of topics.

SOONER SAVE

KeyTalk®[3]: (877) 538-3457
Web[3]: www.soonersave.com

1 FOR ILLUSTRATIVE PURPOSES ONLY. The hypothetical allocations are based on an investment strategy based on risk and return. This is not intended as financial planning or investment advice.
2 Source: Center for Retirement Research at Boston College, "How Much to Save for a Secure Retirement," 2011.
3 Access to KeyTalk® and the website may be limited or unavailable during periods of peak demand, market volatility, systems upgrades/maintenance or other reasons. The account owner is responsible for keeping the assigned PIN confidential. Please contact Great-West Retirement Services immediately if you suspect any unauthorized use.
Please Note: This newsletter does not constitute investment or financial planning advice.

Core securities, when offered, are offered through GWFS Equities, Inc. and/or other broker dealers. GWFS Equities, Inc., Member FINRA/SIPC, is a wholly owned subsidiary of Great-West Life & Annuity Insurance Company.