

**Woods Hole Oceanographic Institution**

**Woods Hole Oceanographic Institution Defined Contribution Retirement Plan  
("The Plan")**

**NOTICE OF QUALIFIED CHANGE IN  
THE PLAN'S INVESTMENT OPTIONS**

January 8, 2013

Woods Hole Oceanographic Institution is replacing one of the investment options available in your Plan. If you have any money invested in this fund, and/or if you have directed that your future contributions be allocated to this fund, those amounts/percentages will be automatically transferred/directed to the replacement fund(s). This Notice explains your rights and obligations with respect to the automatic transfer. This transaction is intended to comply with section 404(c) of ERISA.

**Description of the Investment Option(s):** The investment option(s) that is involved in this change is shown in the Replacement Investment Option(s) Chart below. The chart lists each existing fund as well as the replacement fund to which the assets will be transferred and future allocations directed. The chart also specifies whether the replacement fund is reasonably similar in investment characteristics as the existing fund. For additional information about the new funds, including the attendant risk and return characteristics as well as fees and expenses, please review the enclosed Fund Profile for such fund (and the accompanying Glossary of Risk Terms).

**When the Transfer Will Take Place:** The automatic transfer will take place on February 7, 2013 (the "automatic transfer date"). In order to assure a smooth transition, you will not be able to access your account on the automatic transfer date. After the transfer, your next quarterly statement will reflect any transactions in your account from the automatic transfer.

*You should evaluate the appropriateness of your current investment allocations in light of your inability to direct or diversify assets during the automatic transfer period. Please review this communication for information regarding restrictions on your ability to access your account during this period. For your long-term retirement security, you should give careful consideration to the importance of a well-balanced and diversified investment portfolio, taking into account all of your assets, income and investments.*

**Your Right To Direct Investments:** Although the investment options in the Plan are determined by your employer, you have the right to direct the investment of your individual account balance and your contributions under the Plan into one or more of the investment options. If you do not wish to have your assets or your allocation in an existing fund transferred to a replacement fund, you have the right to transfer your money and/or change the allocation of your future contributions prior to the automatic transfer by making an affirmative investment transfer election prior to the automatic transfer date. After the automatic transfer, you will have the right to transfer any of your assets held in the replacement funds and/or redirect your contributions allocated to such funds to one or more of the Plan's other investment options.

**How to Make an Investment Election and/or Obtain Additional Investment Information:**

- visit Diversified at [divinvest.com](http://divinvest.com)
- call Diversified at 800-755-5801

*Fund profiles containing fund information, including investment objectives, risk and return characteristics, as well as fees and other expenses, for each existing investment option under the Plan has been made available to you with your Plan materials.*

**Replacement Investment Options Chart:**

<b>Investment Options</b>		
<b>Current Options</b>	<b>Replacement Option(s)</b>	<b>Similar Characteristics</b>
Domini Social Bond Inv	Vanguard Total Bond Market Index Signal	Yes

**Prospectus Availability**

*For more information on any registered fund, please call Diversified at 800-755-5801 for a free summary prospectus (if available) and/or prospectus. You should consider the investment objectives, risks, charges, and expenses of an investment carefully before investing. The summary prospectus and prospectus contain this and other information. Read them carefully before you invest.*

*Certain investment funds may impose trading restrictions and/or redemption fees as a result of frequent trading activity. Please contact Diversified for more information.*

*Diversified Investors Securities Corp. (DISC), 440 Mamaroneck Avenue, Harrison, NY, distributes securities products. Any mutual fund offered under the plan is distributed by that particular fund's associated fund family and its affiliated broker-dealer or other broker-dealers with effective selling agreements such as DISC. Certain investment options made available under the plan may be offered through affiliates of Diversified Retirement Corporation (Diversified) and DISC. These may include: (1) the Transamerica Funds (registered mutual funds distributed by Transamerica Capital, Inc. (TCI) and advised by Transamerica Asset Management, Inc. (TAM)); (2) the Diversified Investment Advisors Collective Trust, a collective trust fund of Massachusetts Fidelity Trust Company (MFTC) (includes the Stable Pooled Fund); (3) group annuity contracts issued by Transamerica Financial Life Insurance Company (TFLIC), 440 Mamaroneck Avenue, Harrison, NY 10528 (includes the Stable Fund, the Fixed Fund, the Guaranteed Pooled Fund, and SecurePath for Life); and (4) group annuity contracts issued by Transamerica Life Insurance Company (TLIC), 4333 Edgewood Road NE, Cedar Rapids, IA 52499 (includes SecurePath for Life). Diversified, DISC, TCI, TAM, MFTC, TFLIC, and TLIC are affiliated companies.*

# Vanguard Total Bond Market Index Signal

**Investment Style:**

Intermediate-term Bond

**Investment Objective:**

Income

**Investment Strategy:**

The investment seeks to track the performance of a broad, market-weighted bond index. The fund employs an indexing investment approach designed to track the performance of the Barclays Capital U.S. Aggregate Float Adjusted Index. It invests by sampling the index, meaning that it holds a broadly diversified collection of securities that, in the aggregate, approximates the full index in terms of key risk factors and other characteristics. The fund invests at least 80% of assets in bonds held in the index. It maintains a dollar-weighted average maturity consistent with that of the index, ranging between 5 and 10 years.

**Fund Family:**

Vanguard

**Inception Date:**

12/11/1986

**Ticker Symbol:**

VBTSX

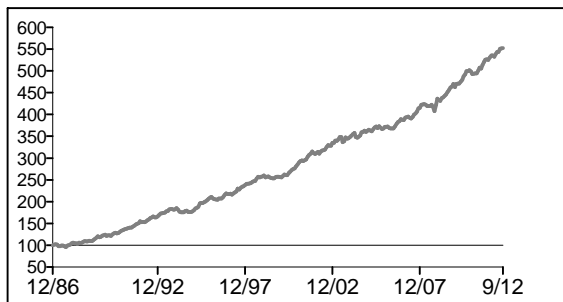
*If you exchange out of this fund, you will not be permitted to exchange back into the same fund within 60 calendar days.*

© 2012 Morningstar, Inc. All Rights Reserved. This information is being provided as a service by Diversified to plans whose participants may invest in the fund, and may differ from information provided by other sources. The information contained herein: (1) is proprietary to Morningstar and/or its content providers; (2) may not be copied or distributed; and (3) is not warranted to be accurate, complete or timely. Neither Morningstar nor its content providers are responsible for any damages or losses arising from any use of this information.

<sup>1</sup>Credit quality ratings on fund securities are from three Nationally Recognized Statistical Rating Organizations ("NRSROs"), Standard & Poor's, Moody's & Fitch. Ratings are converted to the equivalent S&P rating for purposes of the chart. Morningstar compiles the credit quality information based on information provided from fund companies. Fund companies are instructed to use the median rating for securities rated by all three NRSROs. Fund companies are instructed to use the lower rating when only two NRSROs rate a security.

For more information on any registered fund, please call Diversified at 800-755-5801 for a free summary prospectus (if available) and/or prospectus. You should consider the objectives, risks, charges, and expenses of an investment carefully before investing. The summary prospectus and prospectus contain this and other information. Read them carefully before you invest. This fund is offered and distributed by the fund family and its affiliated broker-dealer or other broker-dealers with effective selling agreements, such as Diversified Investors Securities Corp. (DISC), 440 Mamaroneck Avenue, Harrison, NY 10528. Diversified is an affiliate of DISC.

**Growth of \$100 (Since Inception)**



The performance figures represent past performance. Past performance does not guarantee future results. The investment return and principal value of an investment will fluctuate so that an investor's shares, when redeemed, may be worth more or less than their original cost. Current performance may be lower or higher than the performance data quoted. Call toll-free at 800-662-7447 to obtain performance data current to the most recent month-end. Returns less than one year are cumulative. Performance prior to the inception date of the share class (if any) is based on returns of an older share class, which have been adjusted for expenses.

The values of bonds change in response to changes in economic conditions, interest rates, and the creditworthiness of individual issuers. The value of bonds and bond funds generally falls when interest rates rise, causing an investor to lose money upon sale or redemption.

\*The net expense ratio reflects the expense ratio of the fund after applicable expense waivers or reimbursements, if any.

**Annualized Returns (%) as of 09/30/12**

3Q	1.55
YTD	4.02
1 Yr	5.03
3 Yrs	6.11
5 Yrs	6.53
10 Yrs	5.28

**Gross Expense Ratio:** 0.10%

**Net Expense Ratio\*:** 0.10%

**Top Ten Holdings as of 03/31/2012**

CMT Market Liquidity Rate	4.3%
US Treasury Note 0.625%	1.2%
US Treasury Bond 6.25%	0.8%
US Treasury Note 1.875%	0.7%
US Treasury Note 1%	0.7%
US Treasury Note 0.25%	0.6%
US Treasury Note 2.125%	0.6%
GNMA	0.6%
US Treasury Bond 4.25%	0.5%
US Treasury Note 1.875%	0.5%

**Portfolio Profile as of 06/30/2012**

Turnover Ratio (%)	73.00
Duration (years)	5.12

*Duration is a measure of a bond portfolio's sensitivity to changes in interest rates.*

**Credit Quality<sup>1</sup> as of 06/30/2012**

AAA	73.5
AA	4.1
A	11.9
BBB	10.5
BB	0.0
B	0.0
Below B	0.0
NR/NA	0.0