INDUSTRY AND LOCAL 338 PENSION FUND

FINANCIAL STATEMENTS

YEARS ENDED JUNE 30, 2016 AND 2015

INDUSTRY AND LOCAL 338 PENSION FUND

YEARS ENDED JUNE 30, 2016 AND 2015

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Independent Auditors' Report

Board of Trustees
Industry and Local 338 Pension Fund

Report on the Financial Statements

We have audited the accompanying financial statements of the Industry and Local 338 Pension Fund (the "Plan") which comprise the statements of net assets available for benefits as of June 30, 2016 and 2015, and the related statements of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.

An audit involves performing procedures to obtain evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the Plan as of June 30, 2016, and its changes therein for the year then ended and its financial status as of June 30, 2015, and its changes therein for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Report on Supplemental information

Our audits were conducted for the purpose of forming an opinion on the financial statements as a whole. The supplementary information on pages 14 through 17 is presented for purposes of additional analysis and is not a required part of the financial statements. The supplementary information on pages 14 through 16 is required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the combined financial statements as a whole.

Schultheis & Panettieri LLP

Hauppauge, New York
December 5, 2016

INDUSTRY AND LOCAL 338 PENSION FUND

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

JUNE 30, 2016 AND 2015

	2016	2015
Assets		
Investments at fair value		
Common/collective trust funds	$ 15,206,721	$ 14,324,399
Registered investment companies	67,975,965	75,163,652
Total investments	83,182,686	89,488,051
Receivables		
Employers' contributions	235,959	213,747
Employers' withdrawal liability	964,855	991,917
Accrued interest/dividends	38,971	44,506
Related organizations	89,324	77,318
Cash	725,157	689,075
Other assets	3,800	36,308
Total assets	85,240,752	91,540,922
Liabilities		
Accounts payable	214,659	213,257
Total liabilities	214,659	213,257
Net assets available for benefits	$ 85,026,093	$ 91,327,665

INDUSTRY AND LOCAL 338 PENSION FUND

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

YEARS ENDED JUNE 30, 2016 AND 2015

	2016	2015
Additions to net assets attributed to:		
Investment income (loss)		
Net appreciation (depreciation) in fair value of investments	$ (2,620,703)	$ 1,722,214
Interest/dividends	1,765,326	1,581,986
Total investment income (loss)	(855,377)	3,304,200
Less investment expenses	(401,000)	(383,098)
Net investment income (loss)	(1,256,377)	2,921,102
Contributions		
Employers'	2,969,275	3,098,753
Employers' withdrawal liability	22,510	20,888
Total additions	1,735,408	6,040,743
Deductions from net assets attributed to:		
Benefits paid directly to participants or beneficiaries	7,674,181	7,475,298
Administrative expenses	362,799	339,867
Total deductions	8,036,980	7,815,165
Net decrease	(6,301,572)	(1,774,422)
Net assets available for benefits		
Beginning of year	91,327,665	93,102,087
End of year	$ 85,026,093	$ 91,327,665

Note 1 - Description of Plan and Significant Accounting Policies

The following description of the Industry and Local 338 Pension Fund (the "Plan") provides only general information. Participants should refer to the plan document for a more complete description of the Plan's provisions.

General

The Plan first became effective June 26, 1950 and is a defined benefit pension plan established under an Agreement and Declaration of Trust pursuant to collective bargaining agreements between the Milk Drivers and Dairy Employees Local Union No.338 and its successors, Teamsters Local 445, Teamsters Local 693 and Teamsters Local 697 (the "Unions") and various employers in the milk industry in the State of New York. It is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Management has evaluated subsequent events through the date of the auditors' report, the date the financial statements were available to be issued.

Purpose

The purpose of the Plan is to provide retirement benefits to eligible participants.

Participation

A participant is a pensioner, beneficiary or individual on whose behalf contributions are currently required to be made to the Plan by an employer subject to collective bargaining agreement with the Union. Participation begins on the earliest January 1 or July 1 after completion of four (4) months work in covered employment in a period of 12 consecutive months.

Benefits

In general, participants with 15 or more pension credits are entitled to monthly pension benefits beginning at normal retirement age. The Plan permits early retirement and other forms of retirement based on age and years of credited service (pension credits).

Pension credits are based on months of service. A participant accumulates 1/4 credit for each 2 months of employment with a maximum of one pension credit after 8 months in a year.

Monthly pension benefits are calculated based on accrual rates and pension credits earned as specified in the plan document.

Vesting

Participants generally become fully vested after five years of vesting service, as defined by the Plan. There is no partial vesting of benefits.

Note 1 - Description of Plan and Significant Accounting Policies (cont'd)

Plan termination

The Trustees expect and intend to continue the Plan indefinitely, but reserve the right to amend or terminate it as provided for by the applicable Trust Agreement and Plan provisions. If the Plan is terminated, Plan assets will be allocated to provide benefits to those eligible under the terms of the Plan in the order of priority specified in the Plan and as otherwise required by law. The priority of benefits depends on a participant's status as retired or active, vested or unvested, and age at the time of Plan termination. Certain benefits are insured by the Pension Benefit Guaranty Corporation (PBGC). Whether all participants receive their benefits on Plan termination would depend on the sufficiency of the Plan's net assets to provide those benefits and may also depend on the level and type of benefits guaranteed by the PBGC.

Basis of accounting

The financial statements are presented on the accrual basis of accounting.

Valuation of investments

The Plan's investments are stated at fair value. See "Fair value measurements" footnote for additional information.

Administrative expense allocation

The administrative office is occupied by the Plan and its related Welfare Fund. Certain expenses not specifically applicable to a particular entity are allocated based on the estimated benefit received by each entity. Amounts reported as receivable from related organizations or payable to related organizations generally include balances for shared expenses.

Reimbursements paid to related organizations for the years ended June 30, 2016 and 2015 were $0 and $1,490, respectively.

Use of estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from these estimates.

Note 2 - Fair value measurements

The framework for measuring fair value provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1 measurements) and the lowest priority to unobservable inputs (level 3 measurements). The three levels of the fair value hierarchy are described as follows:

Level 1 inputs to the valuation methodology are unadjusted quoted prices, in active markets, for identical assets that the Plan has the ability to access.

Level 2 inputs to the valuation methodology include: quoted prices for similar assets in active markets, quoted prices for identical or similar assets in inactive markets, inputs other than quoted prices that are observable for the asset, and inputs that are derived principally from or corroborated by observable market data by correlation or other means. If the asset has a specified (contractual) term, the level 2 input must be observable for substantially the full term of the asset.

Level 3 inputs to the valuation methodology are unobservable and significant to the fair value measurement. Level 3 inputs are generally based on the best information available which may include the reporting entity's own assumptions and data.

The asset's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

Registered investment companies: Valued at the closing price reported in the active market in which the securities are traded.

Investments measured at net asset value: Value estimated by the management of the investment entities.

The preceding methods may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

In accordance with Subtopic 820-10, certain investments that are measured at fair value using the net asset value per share (or its equivalent) practical expedient have not been classified in the fair value hierarchy. The fair value amounts presented in the tables below are intended to permit reconciliation of the fair value hierarchy to the amounts presented in the statement of net assets available for benefits.

Note 2 - Fair value measurements (cont'd)

The following table sets forth, by level within the fair value hierarchy, the investments, as of June 30, 2016, with fair value measurements on a recurring basis:

	2016	Level 1	Level 2	Level 3
Investments at fair value as determined by quoted market price				
Registered investment companies	$ 67,975,965	$ 67,975,965	$ -	$ -
Total assets in the fair value hierarchy	67,975,965	67,975,965	-	-
Investments measured at net asset value	15,206,721	-	-	-
Investments at fair value	$ 83,182,686	$ 67,975,965	$ -	$ -

The following table sets forth, by level within the fair value hierarchy, the investments, as of June 30, 2015, with fair value measurements on a recurring basis:

	2015	Level 1	Level 2	Level 3
Investments at fair value as determined by quoted market price				
Registered investment companies	$ 75,163,652	$ 75,163,652	$ -	$ -
Total assets in the fair value hierarchy	75,163,652	75,163,652	-	-
Investments measured at net asset value	14,324,399	-	-	-
Investments at fair value	$ 89,488,051	$ 75,163,652	$ -	$ -

Note 3 - Cash

At times throughout the year the Plan may have, on deposit in banks, amounts in excess of FDIC insurance limits. The Plan has not experienced any losses in such accounts and the Trustees believe it is not exposed to any significant credit risks.

Note 4 - Common collective trust funds

Significant investments in common collective trust funds held by the Plan are as follows:

The SEI Core Property Collective Fund (the "Core Property Fund") was established by the SEI Trust Company. The Core Property Fund was specifically designed for the collective investment of assets of participating tax qualified pension and profit sharing plans and related Trusts, and governmental plans. The Core Property Fund pursues an investment objective primarily by utilizing a "fund of funds" approach, which includes investments in various investment funds that invest directly in commercial real estate properties, such as real estate investment trusts, hedge funds, private equity funds, hybrid funds and any other "alternative" investment funds. Withdrawals may be made from the Core Property Fund on the last Business day of any calendar quarter, upon sixty-five (65) calendar days prior written notice to the Trustee, unless the Trustee, in its sole discretion, limits the redemption to 25% of the net asset value of the Trust, with each redemption request being on a pro-rata basis. For a partial redemption, proceeds are generally available within 35 business days after the redemption date. For a complete redemption, 10% of the value may be held in escrow until the completion of the Core Property Fund annual audit. As of June 30, 2016 and 2015, the estimated fair value of the Plan's investment was $11,038,064 and $9,737,828 respectively.

Note 5 - Party-in-interest transactions

Certain Plan investments are held by the manager of the investment, therefore, transactions relating to those investments qualify as exempt party-in-interest transactions and are identified as such on the supplemental schedules of investments.

Note 6 - Risks and uncertainties

The Plan invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market, and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect the amounts reported in the financial statements.

Note 6 - Risks and uncertainties (cont'd)

Plan contributions are made and the actuarial present value of accumulated plan benefits are reported based on certain assumptions pertaining to interest rates, inflation rates and employee demographics, all of which are subject to change. Due to uncertainties inherent in the estimations and assumptions process, it is at least reasonably possible that changes in these estimates and assumptions in the near term could be material to the financial statements.

Note 7 - Employer contributions

In accordance with collective bargaining agreements and participation agreements, employers are required to make contributions to the Plan on behalf of employees performing covered work. For the years ended June 30, 2016 and 2015, one employer contributed 47% and 51% of the total contributions, respectively.

Note 8 - Employers' withdrawal liability receivable

The gross withdrawal liability receivable for the years ended June 30, 2016 and 2015 were $1,756,170 and $1,805,742, respectively with corresponding allowance for doubtful accounts of $791,315 and $813,825 respectively.

Note 9 - Reconciliation of financial statements to Form 5500

For financial statement purposes, investment expenses are reported as a reduction of investment income. The reporting requirements of the Department of Labor require these fees be shown as administrative expenses.

The following is a reconciliation of the reclassifications:

	Per Financial Statements	Reclassification	Per Form 5500
Investment income (loss)	$ (1,256,377)	$ 401,000	$ (855,377)
Contributions	2,991,785	-	2,991,785
Total additions	1,735,408	401,000	2,136,408
Benefits paid directly to participants or beneficiaries	7,674,181	-	7,674,181
Administrative expenses	362,799	401,000	763,799
Total deductions	8,036,980	401,000	8,437,980
Net increase (decrease)	$ (6,301,572)	$ -	$ (6,301,572)

Note 10 - Tax status

The Plan has received a determination letter from the IRS dated June 18, 2015, stating that the Plan is qualified under Section 401(a) and is exempt from federal income taxes under Section 501(a) of the Internal Revenue Code. The Trustees believe that the Plan, including amendments subsequent to the IRS determination, is currently designed and operated in compliance with the requirements of the Internal Revenue Code. Therefore, they believe that the Plan was qualified and the related trust was tax exempt as of the financial statement date.

Note 11 - Accumulated Plan Benefits

The latest available calculations of the actuarial present value of accumulated plan benefits were made by consulting actuaries as of July 1, 2015 and 2014. Details of accumulated plan benefit information as of such dates are as follows:

	July 01, 2015	July 01, 2014
Actuarial present value of accumulated plan benefits:		
Vested benefits:		
Participants currently receiving benefit payments	$ 71,204,086	$ 67,554,591
Other vested participants	37,039,432	37,578,525
Total vested benefits	108,243,518	105,133,116
Nonvested benefits	1,276,584	1,876,840
Total actuarial present value of accumulated plan benefits	$ 109,520,102	$ 107,009,956

The changes in the actuarial present value of accumulated plan benefits from the previous benefit information date were as follows:

	July 01, 2015	July 01, 2014
Actuarial present value of accumulated plan benefits - Beginning of year	$ 107,009,956	$ 102,498,837
Increase (decrease) during the year attributable to:		
Benefits accumulated	2,127,111	1,937,260
Interest due to the decrease in the discount period	7,858,333	7,394,093
Benefits paid	(7,475,298)	(7,220,174)
Change of assumptions	-	2,399,940
Net increase (decrease) in actuarial present value of accumulated plan benefits	2,510,146	4,511,119
Actuarial present value of accumulated plan benefits - End of year	$ 109,520,102	$ 107,009,956

Through July 01, 2016, the Plan met minimum funding standard requirements under ERISA.

Note 11 - Accumulated Plan Benefits (cont'd)

The significant methods and assumptions underlying the actuarial computations are as follows:

Healthy Mortality rate:	125% of the RP-2014 Blue Collar Healthy Annuitant Mortality Table.
Disabled Mortality rate:	125% of the RP-2014 Disabled Retiree Mortality Table
Actuarial cost method:	Unit Credit Actuarial Cost Method. Normal Cost and Actuarial Accrued Liability are calculated on an individual basis and are allocated by service
Assumed rate of return on investments:	7.50%
Normal retirement age:	65 years
Administrative expenses:	$375,000
Percent married:	75%

As of July 01, 2016 the actuary has certified that the Plan is in the Green Zone and is not in either the endangered or critical status as identified under the Pension Protection Act of 2006.

INDUSTRY AND LOCAL 338 PENSION FUND

SCHEDULE OF COMMON/COLLECTIVE TRUST FUNDS

JUNE 30, 2016

EIN 51-6126649, PLAN NO. 001

FORM 5500, SCHEDULE H, LINE 4I - ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR

(a)	(b)	(c) - DESCRIPTION COMMON TRUST FUNDS	(d)	(e)
	ISSUER	NO. OF SHARES	COST	CURRENT VALUE
*	SEI CORE PROPERTY COLLECTIVE INVESTMENT TRUST	5,951	$ 8,075,000	$ 11,038,064
*	SEI SPECIAL SITUATIONS COLLECTIVE INVESTMENT TRUST	2,567	2,818,695	3,142,998
*	SEI STRUCTURED CREDIT COLLECTIVE FUND	543	704,674	1,025,659
			$ 11,598,369	$ 15,206,721

* PARTY-IN-INTEREST

INDUSTRY AND LOCAL 338 PENSION FUND

SCHEDULE OF REGISTERED INVESTMENT COMPANIES

JUNE 30, 2016

EIN 51-6126649, PLAN NO. 001
FORM 5500, SCHEDULE H, LINE 4I - ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR

(a)	(b) ISSUER	(c) - DESCRIPTION REGISTERED INVESTMENT COMPANIES NO. OF SHARES	(d) COST	(e) CURRENT VALUE
*	SEI LARGE CAP FUND	1,086,269	$ 20,642,734	$ 20,161,157
*	SEI SMALL CAP FUND	372,946	5,268,994	5,989,509
*	SEI WORLD EQUITY EX-US-FUND	1,349,363	14,868,095	14,370,717
*	SEI DYNAMIC ASSET ALLOCATION FUND	362,110	5,984,570	5,721,337
*	SEI CORE FIXED INCOME FUND	367,602	3,803,857	3,892,901
*	SEI EMERGING MARKETS DEBT FUND	257,042	2,717,585	2,526,723
*	SEI LIMITED DURATION BOND FUND	753,358	7,532,856	7,563,718
*	SEI OPPORTUNISTIC INCOME FUND- A	324,785	2,652,716	2,640,504
*	SEI HIGH YEILD BOND FUND	379,930	3,559,326	3,259,800
*	SIIT ULTRA SHORT DURATION BOND FUND	185,145	1,854,035	1,849,599
			$ 68,884,768	$ 67,975,965

* PARTY-IN-INTEREST

INDUSTRY AND LOCAL 338 PENSION FUND

SCHEDULE OF REPORTABLE TRANSACTIONS

YEAR ENDED JUNE 30, 2016

EIN 51-6126649, PLAN NO. 001

FORM 5500, SCHEDULE H, PAGE 4, PART IV, ITEM 4J - SCHEDULE OF REPORTABLE TRANSACTIONS DURING THE YEAR

(a) IDENTITY OF PARTY INVOLVED	(b) DESCRIPTION OF ASSET	(c) PURCHASE PRICE	(d) SELLING PRICE	(e) LEASE RENTAL	(f) EXPENSE INCURRED WITH TRANSACTION	(g) COST OF ASSET	(h) CURRENT VALUE OF ASSET ON TRANSACTION DATE	(i) NET GAIN OR (LOSS)
*	SEI LARGE CAP FUND	$ 3,501,885	$ -	$ -	$ -	$ 3,501,885	$ 3,501,885	$ -
*	SEI LARGE CAP FUND	977,515	-	-	-	977,515	977,515	-
*	SEI LARGE CAP FUND	-	8,421,588	-	-	8,437,492	-	(15,904)
*		-	-	-	-	-	-	-
*		-	-	-	-	-	-	-
*		-	-	-	-	-	-	-
*		-	-	-	-	-	-	-
*		-	-	-	-	-	-	-
*		-	-	-	-	-	-	-

INDUSTRY AND LOCAL 338 PENSION FUND

SCHEDULES OF ADMINISTRATIVE EXPENSES

YEARS ENDED JUNE 30, 2016 AND 2015

	2016	2015
Third party administration	$ 98,207	$ 96,348
Office	3,289	3,401
Printing and postage	2,543	3,907
Legal	32,012	37,000
Accounting	40,000	40,000
Payroll audits	567	9,929
Consulting	104,721	91,903
Insurance	67,487	48,026
Conferences and meetings	13,973	9,353
Total administrative expenses	$ 362,799	$ 339,867

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Accountants and Consultants

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December 05, 2016

Board of Trustees
c/o Ms. Anne-Marie Sims
Industry and Local 338 Pension Fund
Associated Administrators, LLC
911 Ridgebrook Rd.
Sparks, MD 21152

Re: Communication of Financial Statement Audit Matters - June 30, 2016

We have audited the financial statements of Industry and Local 338 Pension Fund (the "Plan") for the year ended June 30, 2016, and have issued our report thereon. Professional standards require that we provide you with information about our responsibilities under generally accepted auditing standards, as well as certain information related to the planned scope and timing of our audit. We have communicated such information in our engagement letter to you for the current year. Professional standards also require that we communicate to you the following information related to our audit.

Significant Audit Findings

Qualitative Aspects of the Organization's Accounting Practices

Management is responsible for the selection and use of appropriate accounting policies. The significant accounting policies used by the Plan are disclosed in the notes to the financial statements. No new significant accounting policies were adopted and the application of existing policies was not changed during the year. We noted no transactions entered into by the Plan during the year for which there is a lack of authoritative guidance or consensus. All significant transactions have been recognized in the financial statements in the proper period.

Accounting estimates are an integral part of the financial statements prepared by management and are based on management's knowledge and experience about past and current events and assumptions about future events. Certain accounting estimates are particularly sensitive because of their significance to the financial statements and because of the possibility that future events affecting them may differ significantly from those expected. The most significant estimates affecting the financial statements are as follows:

Management’s estimate of the fair value of certain investments is based on quoted market prices of similar assets or inputs other than observable, quoted market prices.

Management’s estimate of the present value of the accumulated plan benefit obligations is based on actuarial assumptions and the probability of payment as calculated by the Plan’s actuary.

Management’s estimate of employers' withdrawal liability is based on amounts calculated by the Plan's actuary and probability of collection.

We evaluated the key factors and assumptions used to develop the estimates identified above and determined that the amounts used are reasonable in relation to the financial statements taken as a whole.

Significant Difficulties Encountered in Performing the Audit

We encountered no significant difficulties in dealing with management in performing and completing our audit.

Corrected and Uncorrected Misstatements

Professional standards require us to accumulate all known and likely misstatements identified during the audit, other than those that are trivial, and communicate them to the appropriate level of management. None of the misstatements detected as a result of audit procedures and corrected by management were material, either individually or in the aggregate, to the financial statements taken as a whole.

Misstatements detected as a result of audit procedures do not include journal entries based on information provided by management, since they were recorded by us merely as a convenience to us or management.

Management has corrected all misstatements identified during the audit.

Disagreements with Management

For purposes of this letter, professional standards define a disagreement with management as a financial accounting, reporting, or auditing matter, whether or not resolved to our satisfaction, that could be significant to the financial statements or the auditor’s report. We are pleased to report that no such disagreements arose during the course of our audit.

Management Representations

We have requested certain representations from management that are included in the management representation letter dated as of the audit opinion letter.

Management Consultations with Other Independent Accountants

In some cases, management may decide to consult with other accountants about auditing and accounting matters, similar to obtaining a "second opinion" on certain situations. If a consultation involves application of an accounting principle to the Plan's financial statements or a determination of the type of auditor's opinion that may be expressed on those statements, our professional standards require the consulting accountant to check with us to determine that the consultant has all the relevant facts. To our knowledge, there were no such consultations with other accountants.

Supplemental Schedules Required Under the DOL's Rules and Regulations for Reporting and Disclosure Under ERISA

With respect to the supplementary information required by the DOL's Rules and Regulations for Reporting and Disclosure under ERISA accompanying the financial statements, we made certain inquiries of management and evaluated the form, content, and methods of preparing the information to determine that the information complies with the DOL's Rules and Regulations for Reporting and Disclosure under ERISA, the method of preparing it has not changed from the prior period, and the information is appropriate and complete in relation to our audit of the financial statements. We compared and reconciled the supplementary information to the underlying accounting records used to prepare the financial statements or to the financial statements themselves.

Other Supplemental Schedules

With respect to other supplementary information accompanying the financial statements, we made certain inquiries of management and evaluated the form, content, and methods of preparing the information to determine that the information complies with accounting principles generally accepted in the United States of America, the method of preparing it has not changed from the prior period, and the information is appropriate and complete in relation to our audit of the financial statements. We compared and reconciled the supplementary information to the underlying accounting records used to prepare the financial statements or to the financial statements themselves.

Other Audit Findings or Issues

We generally discuss a variety of matters, including the application of accounting principles and auditing standards with management each year prior to retention as the Plan's auditors. However, these discussions occurred in the normal course of our professional relationship and our responses were not a condition to our retention.

This communication is intended solely for the information and use of management, the Board of Trustees, and others within the Plan and is not intended to be and should not be used by anyone other than these specified parties.

Very truly yours,

SCHULTHEIS & PANETTIERI, LLP

INDUSTRY AND LOCAL 338
Pension Fund

PENSION APPLICATIONS SUBMITTED FOR APPROVAL
December 7, 2016

NAME	AGE	TYPE OF PENSION	EFFECTIVE DATE	YEARS OF SERVICE	BENEFIT AMOUNT	J&S OPT	LAST EMPLOYER	LAST DAY WORKED
Connie Davis(surviving spouse of William Davis)	45	Surviving Spouse	8-1-2016	10.25	$338.65	N/A	Crowley	9-30-1998
William English	57	Early	9-1-2016	22.75	$2,475.68	N/A	Crowley	12-13-2014
Peggy Chidester(surviving spouse of Ralph Chidester)	71	Surviving Spouse	11-1-2016	33.25	$2,026.82	N/A	Crowley	5-9-2008
Katherine Bell(surviving spouse of James Bell)	77	Surviving Spouse	10-1-2016	13.00	$568.75	N/A	DMV Freisland Campina	2-29-2004
Henry Sookram	75	Statutory Deferred	4-1-2012	9.75	$1,002.73	75%	DMV Freisland Campina	7-16-2016

APPROVED BY THE BOARD OF TRUSTEES

BARRY RUSSELL

JOELLEN VAVASOUR

ROBERTA DUNKER

THERESA BRESTEN

MICKEY SMITH

CHRIS PALMER

ALICIA COCHRAN
ACCOUNT EXECUTIVE

INDUSTRY & LOCAL 338 PENSION FUND
JULY 1, 2016 THROUGH JUNE 30, 2017
CASH OPERATING STATEMENT

	JULY	AUGUST	SEPTEMBER	JULY - SEPTEMBER	YEAR TO DATE
Remittances					
Employer Contributions *	328,696.11	229,839.04	241,263.37	799,798.52	799,798.52
Withdrawal Liability Principal	1,104.57	7,523.86	4,354.70	12,983.13	12,983.13
Withdrawal Liability Interest	2,920.46	19,004.89	10,922.19	32,847.54	32,847.54
Withdrawal Liability Fee	0.00	0.00	0.00	0.00	0.00
Payroll Audit	0.00	0.00	0.00	0.00	0.00
Payroll Audit Interest	0.00	0.00	0.00	0.00	0.00
Interest- Delinquent Employer	495.78	133.11	649.39	1,278.28	1,278.28
Interest Income- BNY Mellon	0.00	0.00	0.00	0.00	0.00
Dividend Income	98,621.82	39,094.77	38,743.64	176,460.23	176,460.23
SEI Fund Rebate	0.00	36,994.14	0.00	36,994.14	36,994.14
Net Adjustment Per Custodian	0.00	0.00	0.00	0.00	0.00
**Total Income ** **	**431,838.74**	**332,589.81**	**295,933.29**	**1,060,361.84**	**1,060,361.84**
Benefit Expenses					
Pension Benefits	671,942.28	640,429.05	645,453.09	1,957,824.42	1,957,824.42
Total Benefit Expenses	**671,942.28**	**640,429.05**	**645,453.09**	**1,957,824.42**	**1,957,824.42**
Administrative Expenses					
AA, LLC- Admin. Fees *	8,472.00	8,472.00	8,472.00	25,416.00	25,416.00
Legal Fees	0.00	15,035.00	0.00	15,035.00	15,035.00
Consulting Fees	0.00	0.00	0.00	0.00	0.00
SEI Invest./Custody Fees	0.00	136,486.32	0.00	136,486.32	136,486.32
Fiduciary Liability Insurance	0.00	17,684.16	13,878.84	31,563.00	31,563.00
Year End Audit	0.00	0.00	0.00	0.00	0.00
Payroll Audits	0.00	0.00	0.00	0.00	0.00
PBGC Insurance	0.00	0.00	0.00	0.00	0.00
Fidelity Bond Insurance	0.00	0.00	0.00	0.00	0.00
Convention & Seminars	0.00	930.06	0.00	930.06	930.06
Printing & Stationery	0.00	0.00	0.00	0.00	0.00
Postage	0.00	660.00	0.00	660.00	660.00
Office Supplies & Expenses	0.00	0.00	0.00	0.00	0.00
Bank Charges	181.75	211.50	221.25	614.50	614.50
Meeting Expenses	0.00	0.00	0.00	0.00	0.00
Dues & Membership	0.00	0.00	0.00	0.00	0.00
IFEBP Registration Fee	0.00	0.00	0.00	0.00	0.00
Actuarial Fees	7,026.67	11,833.34	11,746.67	30,606.68	30,606.68
TOTAL EXPENSES	**687,622.70**	**831,741.43**	**679,771.85**	**2,199,135.98**	**2,199,135.98**
INCREASE/(DECREASE)	**(255,783.96)**	**(499,151.62)**	**(383,838.56)**	**(1,138,774.14)**	**(1,138,774.14)**

FUND RESERVE AS OF 9/30/16: $85,260,466.70

* Cash to Accrual
** Total income does not include realized & unrealized gains/losses on investments. The realized & unrealized gains/losses on investments for July are (229,761.05) & 2,630,073.71
** Total income does not include realized & unrealized gains/losses on investments. The realized & unrealized gains/losses on investments for August are 18,231.63 & 287,847.90
** Total income does not include realized & unrealized gains/losses on investments. The realized & unrealized gains/losses on investments for September are 14,410.99 & 439,283.88

INDUSTRY AND LOCAL 338 PENSION FUND
AUTHORIZATION FOR DISBURSEMENTS
JULY 31, 2016

PENSION FUND CHECKING

CHECK	DESCRIPTION		AMOUNT
1518	JUAN BACA- REPLACEMENT CHECK 3/15		1,863.92
	FEDERAL WITHHOLDING TAX (AUGUST)		51,500.20
		TOTAL PAYMENTS	**53,364.12**

UNAUDITED STATEMENT

INDUSTRY AND LOCAL 338 PENSION FUND
AUTHORIZATION FOR DISBURSEMENTS
AUGUST 31, 2016

PENSION FUND CHECKING		
CHECK	DESCRIPTION	AMOUNT
1522	ALICE PLIAUPLIS- REPLACEMENT CHECK 3/15-6/16	7,848.00
	FEDERAL WITHHOLDING TAX (SEPTEMBER)	51,631.20
	TOTAL PAYMENTS	**59,479.20**

INDUSTRY AND LOCAL 338 PENSION FUND
AUTHORIZATION FOR DISBURSEMENTS
SEPTEMBER 30, 2016

PENSION FUND CHECKING

CHECK	DESCRIPTION	AMOUNT
1530	DOUGLAS OSSENTJUK- REIMBURSEMENT FOR IRS PAYMENT 9/16	1,383.33
	FEDERAL WITHHOLDING TAX (OCTOBER)	51,621.20
	TOTAL PAYMENTS	**53,004.53**

Local 338 Delinquency Log

Delinquencies as of 9/30/16

Employer	Month(s) Delinquent
Culinart, Inc.	8/16 *
College of New Rochelle	8/16 **

Late Fees

Employer	Pension	Total Balance Owed	Month(s) Owed
Culinart, Inc.	$120.67	$120.67	7/15, 8/16-9/16
College of New Rochelle	$2,021.66	$2,021.66	3/16-9/16
Suburban Propane	$17.42	$17.42	2/13-3/13
Friesland Campina USA LP	$201.71	$201.71	3/13
Paraco Gas Corp.	$67.80	$67.80	3/13, 6/13, 9/16

Status of Withdrawal Liability Payments as of 9/30/16

Employer	Start Date	Amount of W/L Pymt Mthly	Total # of Pymts Required	Pymts Made to Date	Past Due?	Employer ID#	Date of withdrawal
Sodexo	6/1/2013	$11,251.86	240	41	No	56	8/31/2012
Suburban Propane	8/1/2013	$2,545.45	240	39	No	7	5/22/2013
Local 338 Welfare Fund	3/1/2014	$1,479.58	240	31	No	36	6/30/2013

* Culinart Paid August Contributions on 10/11/16
** College of New Rochelle Paid August Contributions on 10/13/16

Local 338 Pension Fund Employer Contribution Rates

Employer	Employer #	Pen Count	Contract Effective Date	Contract Expiration Date	Total Weekly Pension Rate	Current CBA on file	Which Union?
College of New Rochelle	**9**	**22**	9/1/2009	*8/31/2013*		No	445
			9/1/2009		130.40		
Currently in negotiations			9/1/2010		143.60		
			9/1/2011		158.00		
			9/1/2012		174.00		
Crowley Foods-LaFargeville	**13**	**104**	11/1/2014	10/31/2017	248.00	Yes	687
			11/1/2015		272.79		
			11/1/2016		286.43		
Culinart, Inc.	**60**	**18**	1/1/2014	12/31/2016		Yes	445
			1/1/2014		187.53		
			1/1/2015		206.28		
			1/1/2016		226.91		
Freisland Campina/ DMV mV Nutritionals	**25**	**55**	1/1/2016	12/31/2018		Yes	317
			1/1/2016		205.09		
			1/1/2017		215.09		
			1/1/2018		225.09		
L.P. Transportation	**43**	**25**	8/16/2016	8/15/2019		Yes	445
			8/16/2016		290.80		
			8/16/2017		305.20		
			8/16/2018		320.40		
Montefiore New Rochelle	**50**	**17**	2/26/2013	2/25/2017		Yes	445
			2/26/2013		193.44		
			2/26/2014		212.78		
			2/26/2015		234.06		
			2/26/2016		TBD		

Local 338 Pension Fund Employer Contribution Rates

Employer	Employer #	Pen	Contract Effective	Contract	Total	Current	Which
Paraco Gas Corp.	**54**	**8**	2/1/2015	12/31/2018		Yes	445
			2/1/2015		206.80		
			2/1/2016		227.60		
			2/1/2017		227.60		
Westchester Local 860	**21**	**1**	10/1/2009	*9/30/2013*		Yes	445
			10/1/2009		154.17		
Currently in negotiations			10/1/2010		169.59		
			10/1/2011		186.55		
			10/1/2012		205.21		

Employer	Termination Date
Crowley Foods - Binghamton	12/1/2014
Sodexo, Inc.	8/31/2012
Suburban Propane/Inergy Products/Burnwell	6/30/2013
Town of Harpersfield	12/31/2012

INDUSTRY AND LOCAL 338 PENSION & WELFARE FUNDS
NUMBER OF ACTIVE MEMBERS & RETIREES
RECEIVING BENEFITS
JANUARY 2016 - DECEMBER 2016

MONTH	ACTIVES PENSION	PENSION PAID
January-16	255	721
February-16	252	711
March-16	232	712
April-16	230	711
May-16	231	707
June-16	221	705
July-16	245	715
August-16	235	706
September-16	245	705
October-16		
November-16		
December-16		

INDUSTRY AND LOCAL 338

PENSION FUND

FIRST QUARTER 2016-17

ADMINISTRATIVE MANAGER'S REPORT

INDUSTRY & LOCAL 338 PENSION FUND
JULY 2016
CONTRIBUTIONS

EMPLOYER CONTRIBUTIONS *

	RATE	PARTICIPANTS	CONTRIBUTIONS
COLLEGE OF NEW ROCHELLE **	$ 174.00	22	$ 80,562
WESTCHESTER LOCAL 860	$ 205.21	1	$ 1,231
LP TRANSPORTATION	$ 276.80	26	$ 30,725
CROWLEY FOODS- LA FARGEVILLE	$ 272.79	97	$ 129,303
CULINART	$ 226.91	12	$ 4,538
MONTEFIORE NEW ROCHELLE	$ 234.06	18	$ 16,852
PARACO GAS	$ 227.60	7	$ 6,373
FRIESLAND CAMPINA USA	$ 195.09	62	$ 59,112
SUB TOTAL		**245**	**$ 328,696**

TOTAL CONTRIBUTIONS	**$ 328,696**

* Cash to Accrual
** March thru July 2016 Contributions

INDUSTRY & LOCAL 338 PENSION FUND
AUGUST 2016
CONTRIBUTIONS

EMPLOYER CONTRIBUTIONS *

	RATE	PARTICIPANTS	CONTRIBUTIONS
COLLEGE OF NEW ROCHELLE	$ 174.00	21	$ 14,616
WESTCHESTER LOCAL 860	$ 205.21	1	$ 821
LP TRANSPORTATION	$ 276.80	25	$ 24,635
CROWLEY FOODS- LA FARGEVILLE	$ 272.79	96	$ 102,569
CULINART	$ 226.91	7	$ 5,446
MONTEFIORE NEW ROCHELLE	$ 234.06	18	$ 16,852
PARACO GAS	$ 227.60	7	$ 6,373
FRIESLAND CAMPINA USA	$ 195.09	60	$ 58,527
SUB TOTAL		**235**	**$ 229,839**

TOTAL CONTRIBUTIONS	**$ 229,839**

* Cash to Accrual

INDUSTRY & LOCAL 338 PENSION FUND
SEPTEMBER 2016
CONTRIBUTIONS

EMPLOYER CONTRIBUTIONS *

	RATE	PARTICIPANTS	CONTRIBUTIONS
COLLEGE OF NEW ROCHELLE	$ 174.00	21	$ 18,270
WESTCHESTER LOCAL 860	$ 205.21	1	$ 821
LP TRANSPORTATION	$ 276.80	25	$ 25,189
CROWLEY FOODS- LA FARGEVILLE	$ 272.79	94	$ 101,751
CULINART	$ 226.91	20	$ 16,337
MONTEFIORE NEW ROCHELLE	$ 234.06	18	$ 25,278
PARACO GAS	$ 227.60	7	$ 7,966
FRIESLAND CAMPINA USA	$ 195.09	59	$ 45,651
SUB TOTAL		**245**	**$ 241,263**

TOTAL CONTRIBUTIONS	**$ 241,263**

* Cash to Accrual

INDUSTRY & LOCAL 338 PENSION FUND
JULY 2016
EXPENSES

BENEFIT EXPENSES

BENEFIT	RATE	EXPENSE	COMMENT
PENSION BENEFITS		$ 671,942	
SUB TOTAL		**$ 671,942**	

ADMINISTRATIVE EXPENSES

AA, LLC ADMIN FEES *		$ 8,472	
LEGAL FEES		$ -	
CONSULTING FEES		$ -	
SEI INVESTMENT FEES		$ -	
FIDUCIARY LIAB. INSURANCE		$ -	
YEAR-END AUDIT		$ -	
PAYROLL AUDITS		$ -	
PBGC INSURANCE		$ -	
FIDELITY BOND INSURANCE		$ -	
CONVENTION & SEMINARS		$ -	
PRINTING & STATIONERY		$ -	
POSTAGE		$ -	
OFFICE EXPENSES		$ -	
BANK CHARGES		$ 182	
TRAVEL EXPENSES		$ -	
MEETING EXPENSES		$ -	
DUES & MEMBERSHIP		$ -	
IFEBP REGISTRATION FEES		$ -	
ACTUARIAL FEES		$ 7,027	
SUB TOTAL		**$ 15,681**	

TOTAL EXPENSES	**$ 687,623**

* Cash to Accrual

INDUSTRY & LOCAL 338 PENSION FUND
AUGUST 2016
EXPENSES

BENEFIT EXPENSES

BENEFIT	RATE	EXPENSE	COMMENT
PENSION BENEFITS		$ 640,429	
SUB TOTAL		**$ 640,429**	

ADMINISTRATIVE EXPENSES

AA, LLC ADMIN FEES *		$ 8,472	
LEGAL FEES		$ 15,035	
CONSULTING FEES		$ -	
SEI INVESTMENT FEES		$ 136,486	
FIDUCIARY LIAB. INSURANCE		$ 17,684	
YEAR-END AUDIT		$ -	
PAYROLL AUDITS		$ -	
PBGC INSURANCE		$ -	
FIDELITY BOND INSURANCE		$ -	
CONVENTION & SEMINARS		$ 930	
PRINTING & STATIONERY		$ -	
POSTAGE		$ 660	
OFFICE EXPENSES		$ -	
BANK CHARGES		$ 212	
TRAVEL EXPENSES		$ -	
MEETING EXPENSES		$ -	
DUES & MEMBERSHIP		$ -	
IFEBP REGISTRATION FEES		$ -	
ACTUARIAL FEES		$ 11,833	
SUB TOTAL		**$ 191,312**	

TOTAL EXPENSES	**$ 831,741**

* Cash to Accrual

INDUSTRY & LOCAL 338 PENSION FUND
SEPTEMBER 2016
EXPENSES

BENEFIT EXPENSES

BENEFIT	RATE	EXPENSE	COMMENT
PENSION BENEFITS		$ 645,453	
SUB TOTAL		**$ 645,453**	

ADMINISTRATIVE EXPENSES

AA, LLC ADMIN FEES *		$ 8,472	
LEGAL FEES		$ -	
CONSULTING FEES		$ -	
SEI INVESTMENT FEES		$ -	
FIDUCIARY LIAB. INSURANCE		$ 13,879	
YEAR-END AUDIT		$ -	
PAYROLL AUDITS		$ -	
PBGC INSURANCE		$ -	
FIDELITY BOND INSURANCE		$ -	
CONVENTION & SEMINARS		$ -	
PRINTING & STATIONERY		$ -	
POSTAGE		$ -	
OFFICE EXPENSES		$ -	
BANK CHARGES		$ 221	
TRAVEL EXPENSES		$ -	
MEETING EXPENSES		$ -	
DUES & MEMBERSHIP		$ -	
IFEBP REGISTRATION FEES		$ -	
ACTUARIAL FEES		$ 11,747	
SUB TOTAL		**$ 34,319**	

TOTAL EXPENSES	**$ 679,772**

* Cash to Accrual

INDUSTRY & LOCAL 338 PENSION FUND
2016-17
QUARTERLY RECAP

INCOME	FIRST 2016	SECOND 2016	THIRD 2017	FOURTH 2017	TOTAL
EMPLOYER CONTRIBUTIONS *	$ 799,798	$ -	$ -	$ -	$ 799,798
SUPPLEMENTAL CONTRIBUTIONS *	$ -	$ -	$ -	$ -	$ -
W/L PRINCIPAL & INTEREST	$ 45,831	$ -	$ -	$ -	$ 45,831
W/L FEE	$ -	$ -	$ -	$ -	$ -
INTEREST INCOME- BNY	$ -	$ -	$ -	$ -	$ -
PAYROLL AUDIT & INTEREST	$ -	$ -	$ -	$ -	$ -
INTEREST & DIVIDENDS	$ 177,739	$ -	$ -	$ -	$ 177,739
SEI FUND REBATE	$ 36,994	$ -	$ -	$ -	$ 36,994
NET ADJUSTMENT PER CUSTODIAN	$ -	$ -	$ -	$ -	$ -
TOTAL INCOME **	**$ 1,060,362**	**$ -**	**$ -**	**$ -**	**$ 1,060,362**

EXPENSES	FIRST 2016	SECOND 2016	THIRD 2017	FOURTH 2017	TOTAL
PENSION BENEFITS	$ 1,957,824	$ -	$ -	$ -	$ 1,957,824
AA, LLC ADMIN FEES *	$ 25,416	$ -	$ -	$ -	$ 25,416
LEGAL FEES	$ 15,035	$ -	$ -	$ -	$ 15,035
CONSULTING FEES	$ -	$ -	$ -	$ -	$ -
SEI INVESTMENT FEES	$ 136,486	$ -	$ -	$ -	$ 136,486
FIDUCIARY LIABILITY INSURANCE	$ 31,563	$ -	$ -	$ -	$ 31,563
YEAR-END AUDIT	$ -	$ -	$ -	$ -	$ -
PAYROLL AUDITS	$ -	$ -	$ -	$ -	$ -
PBGC INSURANCE	$ -	$ -	$ -	$ -	$ -
FIDELITY BOND INSURANCE	$ -	$ -	$ -	$ -	$ -
CONVENTION & SEMINARS	$ 930	$ -	$ -	$ -	$ 930
PRINTING & STATIONERY	$ -	$ -	$ -	$ -	$ -
POSTAGE	$ 660	$ -	$ -	$ -	$ 660
OFFICE EXPENSES	$ -	$ -	$ -	$ -	$ -
BANK CHARGES	$ 615	$ -	$ -	$ -	$ 615
TRAVEL EXPENSES	$ -	$ -	$ -	$ -	$ -
MEETING EXPENSES	$ -	$ -	$ -	$ -	$ -
DUES & MEMBERSHIP	$ -	$ -	$ -	$ -	$ -
IFEBP REGISTRATION FEES	$ -	$ -	$ -	$ -	$ -
ACTUARIAL FEES	$ 30,607	$ -	$ -	$ -	$ 30,607
TOTAL EXPENSE	**$ 2,199,136**	**$ -**	**$ -**	**$ -**	**$ 2,199,136**
SURPLUS (DEFICIT)	**$ (1,138,774)**	**$ -**	**$ -**	**$ -**	**$ (1,138,774)**

	FIRST 2016	SECOND 2016	THIRD 2017	FOURTH 2017	AVG. TOTAL
TOTAL ACTIVE PARTICIPANTS	725	0	0	0	725

FUND RESERVE AS OF 9/30/16: $85,260,466.70

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