

UFCW UNIONS AND PARTICIPATING

EMPLOYERS PENSION FUND

FIRST QUARTER 2013

ADMINISTRATIVE MANAGER'S REPORT

**FIRST QUARTER 2013
CONTRIBUTIONS**

COMPANY	RATE	PARTICIPANTS	HOURS	CONTRIBUTIONS
ALLEGANY COUNTY ^{1,2}	0.16	87	42,523	\$13,526
ASSOCIATED ADMINISTRATORS ³	1.07	81	33,962	36,339
ASSOCIATED ADMINISTRATORS ³	.69	64	27,107	18,704
BESTWAY PINEY BRANCH-400 ⁵	.605	3	1,558	945
COMMODORE HOMES	.79	73	31,973	25,262
DELMARVA 27	1.20	2	1,040	1,248
EDDIES ST. PAUL 27	.73	3	1,334	974
EDDIES ST. PAUL 27	.53	3	1,281	679
GIANT 27 ⁶	.176	376	128,373	22,594
GIANT 27 ⁶	.33	16	5,893	1,945
GIANT 400	.33	29	12,498	4,124
KROGER TIDEWATER	.13	1,758	701,211	91,157
KROGER 400	.165	0	0	0
KROGER 400 ^{3,4}	.35	100	41,368	33,667
LION'S MANOR ²	.25	81	34,971	8,743
MAGRUDERS 400 ⁷	.40	2	186	75
MAGRUDERS 400 ⁷	.74	80	7,837	5,799
METRO/BASICS 27	.49	457	174,244	85,380
METRO/BASICS 27	.57	74	36,771	20,960
METRO/BASICS 27	.71	209	95,380	67,720
METRO/BASICS 27	1.11	133	62,592	69,477
SHOPPERS 27	.71	38	18,057	12,821
SHOPPERS 400	.44	434	137,368	60,442
SHOPPERS 400	.69	1,786	768,333	530,150
UFCW LOCAL 27	1.21	45	22,822	27,614
UFCW LOCAL 400	1.08	53	27,641	29,852
UFCW LOCAL 400 TEMPS	1.08	0	0	0
UFCW LOCAL 400 TEMPS	1.12	0	0	0
UFCW LOCAL 400 TEMPS	1.13	0	0	0
UNION LEADER 400	.99	0	0	0
WEPCO F.C.U. 27 ²	.44	5	1,964	864
WEPCO F.C.U. 27	.88	29	13,091	11,520
AM BRIGGS	247.50	47	0	34,898
BOAR'S HEAD PROVISIONS JARRAT	28.00	387	0	32,480
BOAR'S HEAD PROVISIONS PETERSBURG	30.01	228	0	20,497
FRESH & GREEN	80.00	10	0	2,400
FRESH & GREEN	40.00	29	0	3,440
METROPOLITAN POULTRY	184.60	33	0	18,275
TOTAL		6,755	2,431,378	\$1,294,571

AVERAGE MONTHLY HOURS 119.98

¹RATE INCREASE AS OF 10/1/12

²INCLUDES ADJUSTMENT FOR PRIOR RATE CHANGES

³RATE INCREASE AS OF 1/1/13

⁴INCLUDES ADJUSTMENT OF \$19,187.75 FOR 1/12-2/12 RATE CHANGES

⁵ESTIMATED

⁶GIANT HAS REQUESTED A CONTRIBUTION CREDIT

⁷CLOSED 1/17/13

**FIRST QUARTER 2013
EXPENSES**

BENEFIT EXPENSES

CATEGORY	AMOUNT	AVG. HOURLY COST	PERCENTAGE
PENSION BENEFITS	\$2,332,199	\$0.959	79.83%

SUBTOTAL	\$2,332,199	\$0.959	79.83%
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OPERATING EXPENSES

CATEGORY	AMOUNT	AVG. HOURLY COST	PERCENTAGE
ADMINISTRATION	\$161,337	\$0.066	5.52%
MISCELLANEOUS	427,971	0.177	14.65%

SUBTOTAL	\$589,308	\$0.243	20.17%
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TOTAL EXPENSES	\$2,921,507	\$1.202	100.00%
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MISCELLANEOUS

CATEGORY	AMOUNT	AVG. HOURLY COST	PERCENTAGE
ACCOUNTING	\$3,281	\$0.001	0.112%
ACCURINT	113	0.000	0.004%
ACTUARIAL & CONSULTING	14,687	0.006	0.503%
AM. STABLE VALUE	16,768	0.007	0.574%
CONFERENCE	1,974	0.001	0.068%
ENTRUST CAP	47,583	0.020	1.629%
IPS	18,750	0.008	0.642%
JOHNSTON INTERNATIONAL	14,492	0.006	0.496%
LEGAL	55,940	0.023	1.915%
LOOMIS SAYLES	26,927	0.011	0.922%
MEETING	3,935	0.002	0.135%
PBGC	176,820	0.073	6.052%
PNC	132	0.000	0.005%
POSTAGE	1,360	0.001	0.047%
PRINTING	49	0.000	0.002%
SEGALL BRYANT & HAMILL	3,279	0.001	0.112%
TELEPHONE	171	0.000	0.006%
WEDGE CAPITAL	12,382	0.005	0.424%
WELLINGTON TRUST	21,131	0.009	0.723%
WESTFIELD CAPITAL	8,197	0.003	0.281%

SUBTOTAL	\$427,971	\$0.177	14.65%
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RETIRES	2,500
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AVG. MTH. PAYOUT	\$310.96
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FIRST QUARTER 2013
QUARTERLY RECAP

	FIRST 2013	SECOND 2013	THIRD 2013	FOURTH 2013	TOTAL
CONTRIBUTIONS	\$1,294,571	\$0	\$0	\$0	\$1,294,571
MISCELLANEOUS ¹	184	0	0	0	184
INTEREST & DIVIDENDS	240,285	0	0	0	240,285

TOTAL INCOME	\$1,535,040	\$0	\$0	\$0	\$1,535,040
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BENEFIT EXPENSES					
PENSION BENEFITS	\$2,332,199	\$0	\$0	\$0	\$2,332,199

OPERATING EXPENSES					
ADMINISTRATION	\$161,337	\$0	\$0	\$0	\$161,337
MISCELLANEOUS	427,971	0	0	0	427,971
SUBTOTAL	\$589,308	\$0	\$0	\$0	\$589,308

TOTAL EXPENSES	\$2,921,507	\$0	\$0	\$0	\$2,921,507
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TOTAL INCOME	\$1,535,040	\$0	\$0	\$0	\$1,535,040
TOTAL EXPENSE	\$2,921,507	\$0	\$0	\$0	\$2,921,507
SURPLUS (DEFICIT)	(\$1,386,467)	\$0	\$0	\$0	(\$1,386,467)

TOTAL PARTICIPANTS	6,755				6,755
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¹LITIGATION SETTLEMENTS

2012
QUARTERLY RECAP

	FIRST 2012	SECOND 2012	THIRD 2012	FOURTH 2012	TOTAL
CONTRIBUTIONS	\$1,188,813	\$1,172,890	\$1,275,703	\$1,250,799	\$4,888,205
MISCELLANEOUS ¹	4,375	258	3,860	8,818	17,311
INTEREST & DIVIDENDS	171,633	199,275	414,971	279,652	1,065,531

TOTAL INCOME	\$1,364,821	\$1,372,423	\$1,694,534	\$1,539,269	\$5,971,047
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BENEFIT EXPENSES					
PENSION BENEFITS	\$2,228,349	\$2,243,203	\$2,260,950	\$2,256,267	\$8,988,769

OPERATING EXPENSES					
ADMINISTRATION	\$154,011	\$157,734	\$163,004	\$161,604	\$636,353
MISCELLANEOUS	371,519	345,270	374,130	206,244	1,297,163
SUBTOTAL	\$525,530	\$503,004	\$537,134	\$367,848	\$1,933,516

TOTAL EXPENSES	\$2,753,879	\$2,746,207	\$2,798,084	\$2,624,115	\$10,922,285
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TOTAL INCOME	\$1,364,821	\$1,372,423	\$1,694,534	\$1,539,269	\$5,971,047
TOTAL EXPENSE	\$2,753,879	\$2,746,207	\$2,798,084	\$2,624,115	\$10,922,285
SURPLUS (DEFICIT)	(\$1,389,058)	(\$1,373,784)	(\$1,103,550)	(\$1,084,846)	(\$4,951,238)

TOTAL PARTICIPANTS	7,011	6,790	6,746	6,339	6,722
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¹ LITIGATION SETTLEMENTS - \$7,818.00
WITHDRAWAL LIABILITY CALCULATION PAYMENT - \$1,000.00

FIRST QUARTER 2013
DELINQUENCIES

BESTWAY SUPERMARKETS

IS DELINQUENT FOR THE MONTHS OF JANUARY 2013 THROUGH MARCH 2013. FIRST LETTER OF THE DELINQUENCY PROCEDURE WAS SENT MAY 6, 2013. SECOND LETTER WAS SENT MAY 20, 2013. LETTER WAS SENT TO LEGAL ON JUNE 5, 2013

UFCW UNIONS AND PARTICIPATING EMPLOYERS PENSION FUND
APPLICATIONS SUBMITTED FOR APPROVAL
FIRST QUARTER 2013

STATUS	NAME	AGE	EMPLOYER	LOCAL	EFEC DATE	TYPE	RECP	FULL TIME YEARS	PART TIME YEARS	J&S	PENSION AMOUNT
FT	BRACEY, SANDRA - BENEFICIARY	62	SCAN INTERNATIONAL	400	11/01/12	G					697.28
PT	BUNCOMBE, MILDRED - BENEFICIARY	88	MAGRUDERS	400	10/01/12	J					61.90
FT	COADY, NANCY	65	KORVETTES	400	09/01/10	VNR		14.75			123.90
FT	DACANAY, PORTIA	65	SHOPPERS	400	12/01/12	V		13.00			261.69
PT	DAVIS, PATRICIA	73	METRO/BASICS	27	01/01/13	VNA			9.00		67.27
FT	DODSON, LARRY	65	SCAN INTERNATIONAL	400	08/01/12	VNR		10.25			165.03
PT	GROSS, BARRY	68	SHOPPERS	400	11/01/12	N		25.00			328.50
PT	HALLER, ELIZABETH	65	SHOPPERS	27	02/01/04	VNR		10.00			100.60
FT	HARBAUGH, LINDA - BENEFICIARY	57	TREE PRESERVATION	27	01/01/13	PX					166.15
PT	HEIDEN, MERLE	74	GIANT	400	10/01/12	NR		18.00			181.08
FT	HENRICH, ROBERT	55	DOVER WAREHOUSE	27	12/01/12	X		17.75			250.12
FT	HILL, BELVA - BENEFICIARY	60	WASHINGTON BEEF	400	10/01/12	G					330.53
FT	JACKSON, WILLIAM	60	ALLIANT FOOD	400	08/01/12	V		18.50		50	611.61
FT	JUSSE, ANTOINE	69	SYMS	400	02/01/12	NR		19.00		75	313.97
FT	KRAMER, JOSIE	64	MAGRUDERS	400	09/01/12	NR		20.00			562.60
FT	LAWRENCE, ARTHUR	66	METRO/BASICS	400	01/01/13	VNA		9.50		100	185.83
FT	MCCONNELL, MARVIN - BENEFICIARY	77	MAGRUDERS	400	10/01/12	J					242.24
PT	MILLER, KATHRYN	68	GIANT	27	10/01/12	NR		15.00			84.30
PT	PECK, ROBERT	65	ASPLUNDH TREE PRES, THE GILBERT CO	27	12/01/12	V		2.75	8.50	66 2/3	197.83
FT	SAVAGE, WARREN	69	PERDUE FARM	27	01/01/13	VNA		4.25			112.23
PT	SNODGRASS, CHARLIE	72	KROGER	400	01/01/13	NA			5.00		59.94
PT	SOLTOFF, ROY - BENEFICIARY	68	SHOPPERS	400	02/01/12	PX					90.22
FT	SPATES, MABLE	62	BOARS HEAD	400	09/01/12	N		5.10			28.53
PT	STEVENS, JAMES	67	SHOPPERS	400	08/01/12	NR			8.00	100	82.19
FT	ZAVODNY, JEROME	65	SHOPPERS	400	09/01/12	VNR		5.00			111.25
FT	BARCLAY, DAVID	71	GIANT	27	09/01/12	NR		6.00	3.50	65 2/3	72.46
PT	CONNOR, NANCY	65	SAFEMAY FOOD BARN	400	11/01/11	VNR	Y		3.50		36.30
FT	DOMINGO, ROMEO	76	SHOPPERS	400	10/01/11	NR		10.25	4.00	100	250.94
PT	ELLIS, BRENDA	63	SHOPPERS	400	02/01/11	EN		1.75	17.25		480.06
FT	GIPSON, WILLIE	65	SHOPPERS	400	09/01/12	VNR		13.50			352.75
PT	HOLLAND, WINFIELD	64	MAGRUDERS, SHOPPERS	400	01/01/13	N		7.50	9.50		306.55
FT	HOLLAND, WINFIELD	64	BAY STATE, ALBERT BRIGGS, AUTH SAUSAGE	400	07/01/12	V		20.60			782.80
PT	LATKA, FRANK	68	SHOPPERS	400	02/01/13	N			13.50		176.31
FT	MYERS, LINDA	61	METRO/BASICS	27	05/01/11	EN		28.25			1327.75
FT	NICKELSON, FRED	65	ASPLUNDH TREE PRES, DAVY TREE EXPERT	27	02/01/13	VNR		14.50		100	313.46
PT	POWELL, MARY	65	METRO/BASICS	400	11/01/12	VNR			7.50		83.40
FT	ROSA, JENNIE	57	METRO/BASICS	27	12/01/12	E		16.25	11.75	50	814.40
PT	TAYLOR, CATHERINE	65	METRO/BASICS	27	01/01/13	V			8.00		68.48
FT	COPES, KATHIE	60	METRO/BASICS	27	02/01/12	V		19.00			534.47

UFCW UNIONS AND PARTICIPATING EMPLOYERS PENSION FUND
APPLICATIONS SUBMITTED FOR APPROVAL
FIRST QUARTER 2013

STATUS	NAME	AGE	EMPLOYER	LOCAL	EFEC DATE	TYPE	RECIP	FULL TIME YEARS	PART TIME YEARS	MS	PENSION AMOUNT
FT	DOANE, DANIEL	60	SHOPPERS	400	10/01/10	V	Y	9.50		100	166.93
PT	GARNER, ALBERT	61	SHOPPERS	400	05/01/11	EN			11.25		146.93
PT	GETTYS, GORDON - BENEFICIARY	48	SHOPPERS	400	01/01/08	PV					87.62
FT	GRAY, JOYCE	65	CHESSIE FEDERAL CREDIT UNION	27	02/01/13	V		19.00		50	813.52
PT	GUEVERA, FELICIANO - BENEFICIARY	39	METRO/BASICS	27	04/01/09	G					147.34
PT	HANUMANATHA, VIJAYA	64	SHOPPERS	400	07/01/12	EN			26.75		298.42
FT	HEINAUER, RALPH	65	SYMS	400	09/01/12	VNR		10.25			92.25
FT	HERTING, SHARON	69	KROGER	400	06/01/12	NR		7.00	0.25		119.34
PT	JACKSON, GERALDINE	67	CASABLANCA FOODS	400	03/01/13	VNA	Y		3.25		48.91
FT	LAPINSKI, RITA	64	CHESSIE FEDERAL CREDIT UNION	27	03/01/13	V		12.00			584.00
PT	MALLON, CHARLES - BENEFICIARY	65	METRO/BASICS	27	09/01/11	PV					56.37
FT	MCGUIRE, JAMES	57	SHOPPERS	400	02/01/13	X	Y	10.00		50	151.47
PT	MORRIS, CARLA	69	MAGRUDERS	400	01/01/13	N			10.75		151.15
FT	MUNOZ, EDGAR	60	MAGRUDERS	400	02/01/13	EN		35.50		50	923.62
FT	NEAL, HENRY	55	METRO/BASICS	27	08/01/09	X		25.50		100	725.69
FT	NEWTON, SHERMAN	60	METRO/BASICS, SHOPPERS	400	04/01/11	V		12.50			280.65
PT	SMITH, JEAN	65	METRO/BASICS	27	03/01/13	NA			18.00		185.91
FT	STATES, JOYCE	65	AALLC	400	01/01/13	V		10.25			228.06
PT	TATE, MARY	68	SHOPPERS	400	01/01/13	N			22.00		287.32
FT	THOMPSON, REBECCA	55	FRESH FOODS, METRO/BASICS, SHOPPERS	400	05/01/12	X		13.75	4.50	100	178.57
FT	WASSERMAN, VICKI	60	METRO/BASICS, FARM FRESH	27	02/01/13	V	Y	4.25	2.50		86.66
	REINSTATED - RETURNED RIF										
PT	GLASPIE, VANESSA										150.71
FT	LOCKHART, RUBY										81.58
FT	CASEY, LEE										101.46
FT	ZIMMERMAN, BERNARD										208.59

UFCW UNIONS AND PARTICIPATING EMPLOYERS PENSION FUND						
PENSION ADJUSTMENTS						
FIRST QUARTER 2013						
FT/ PT	NAME	CHANGE	LOCAL	OLD AMOUNT	NEW AMOUNT	
FT	WARNER, BONNIE	GUARANTEED PAY EXPIRED	400	(418.08)	-	
PT	IRELAND, CATHERINE	GUARANTEED PAY EXPIRED	27	(172.52)	-	

UFCW UNIONS AND PARTICIPATING EMPLOYERS PENSION FUND			
FIRST QUARTER 2013			
PENSION ROLL			
		PENSIONERS	MONTHLY PAYROLL
Pension Roll As Of	12/01/12	2465	\$710,581.99
Deletes/Deceased	03/01/13	(21)	(\$4,022.30)
Death Benefit Drops	03/01/13	(7)	(\$2,300.96)
Pensions to be Approved On	03/01/13	60	\$16,745.66
Pension Reinstatements	03/01/13	4	\$542.34
Death Benefit Adds	03/01/13	6	\$1,958.61
Death Benefit Changes	03/01/13	0	(\$1,702.51)
Adjustments	03/01/13	(2)	(\$590.60)
Pension Roll As Of	03/01/13	2505	\$721,212.23
TOTAL PENSIONERS			
FIRST QUARTER 2013			
Deferred Vested	03/01/13	504	\$78,986.72
Disability	03/01/13	105	\$43,987.47
Early	03/01/13	231	\$81,919.34
Early Deferred Vested	03/01/13	213	\$45,933.38
Early Non-Reduced	03/01/13	577	\$241,835.34
Guaranteed Pay	03/01/13	12	\$4,189.13
Normal	03/01/13	621	\$186,156.90
Post Retirement J & S	03/01/13	146	\$24,092.87
Pre Retirement J & S	03/01/13	59	\$8,367.75
QDRO	03/01/13	7	\$1,116.72
Seventy 1/2	03/01/13	1	\$107.14
Death Benefit Annuity	03/01/13	29	\$4,519.47
TOTAL		2505	\$721,212.23

PROPRIETARY INFORMATION: THIS REPORT BELONGS TO UFCW UNIONS AND PARTICIPATING EMPLOYERS PENSION FUND.

UFCW UNIONS AND PARTICIPATING EMPLOYERS PENSION FUND DELETES FIRST QUARTER 2013				
NAME	REASON	BENEFIT AMOUNT	TYPE OF PENSION	
FLOWERS, LARRY	DECEASED 11-15-12	(56.65)	X	
HOOPES, THERESA	DECEASED 09-25-12	(79.84)	V	
LOOPER, LARRY	DECEASED 10-31-12	(55.26)	V	
SHOEMAKER, CONCETTA	DECEASED 12-15-12	(96.11)	J	
STOKER, RUTH	DECEASED 11-22-12	(110.31)	V	
ZANK, BUCKY	DECEASED 09-25-12	(117.77)	V	
BENSON, JAMES	DECEASED 12-29-12	(468.00)	N	
FULGHAN, VIVIAN	DECEASED 10-28-12	(97.88)	V	
HOLLAND, JACKSON	DECEASED 11-11-12	(361.67)	EN	
PHILLIPS, MARGARET	DECEASED 11-19-12	(84.00)	V	
RECKENBERGER, MARY	DECEASED 12-28-12	(391.95)	N	
RICHARDSON, STACEY	DECEASED 12-03-12	(454.86)	NR	
ROLLINS, DOROTHY	DECEASED 12-01-12	(207.51)	X	
WILSON, WAYMOND	DECEASED 01-09-13	(302.63)	V	
BUSSARD, HARLEY	DECEASED 01-11-13	(220.21)	EN	
COHEN, DONALD	DECEASED 01-08-13	(239.08)	N	
ELSTS, JESUPS	DECEASED 12-13-12	(169.58)	EN	
HAINES, DAVID	DECEASED 01-27-13	(113.06)	N	
HOWARD, ROBERT	DECEASED 01-03-13	(58.90)	X	
JOHNSON, MARJORIE	DECEASED 01-26-13	(203.79)	EN	
RICH, FRED	DECEASED 01-20-13	(133.24)	EN	

UFCW UNIONS AND PARTICIPATING EMPLOYERS PENSION FUND DEATH BENEFITS - TEMPORARY ANNUITY FIRST QUARTER 2013						
RETIREE STATUS	BENEFICIARY NAME	BENEFICIARY AGE	EMPLOYER OF RETIREE	LOCAL	EFEC DATE	PENSION AMOUNT
PT	BUNCOMBE, MILDRED	88	MAGRUDERS	400	01/01/13	92.87
FT	KNOWLES, DEBORAH	57	METRO/BASICS	27	01/01/13	975.25
FT	MCCONNELL, MARVIN	77	MAGRUDERS	400	01/01/13	270.73
FT	MAZER, RUTH ANNE	55	JW TREUTH	27	02/01/13	354.65
FT	ZANK, DANA	62	SHOPPERS	400	02/01/13	117.77
PT	GUEVERA, FELICIANO	39	METRO/BASICS	27	3/1/2013	147.34

UFCW UNIONS AND PARTICIPATING EMPLOYERS PENSION FUND DEATH BENEFIT CHANGES FIRST QUARTER 2013						
RETIREE STATUS	BENEFICIARY NAME	LOCAL	OLD AMOUNT	NEW AMOUNT	EFFECTIVE DATE	
PT	KELLNER, DONALD	27	(235.50)	87.00	01/01/13	
FT	WARNER, BONNIE	400	(418.08)	409.50	01/01/13	
FT	WHITTINGHAM, ROBERT	27	(787.25)	138.25	01/01/13	
FT	SEBRELL, MATTIE	400	(95.00)	30.00	02/01/13	
FT	SLAWSKI, MARION	27	(344.86)	85.98	02/01/13	
FT	TURNER-LODGE, KALI	27	(361.52)	330.88	02/01/13	
FT	DACRE, EDWARD	27	(119.25)	57.50	03/01/13	
FT	KNOWLES, DEBORAH	27	(975.25)	549.50	03/01/13	
FT	SABO, ANGELA	27	(119.25)	57.50	03/01/13	
FT	WILLARD, DELOIS	400	(415.46)	422.70	03/01/13	

UFCW UNIONS AND PARTICIPATING EMPLOYERS PENSION FUND DEATH BENEFIT DROPS FIRST QUARTER 2013			
RETIREE STATUS	BENEFICIARY NAME	BENEFIT AMOUNT	EFFECTIVE DATE
FT	HOFFMAN, DINAH	(1,219.25)	01/01/13
PT	KELLNER, DONALD	(87.00)	02/01/13
FT	WARNER, BONNIE	(409.60)	02/01/13
FT	WHITTINGHAM, ROBERT	(138.25)	02/01/13
FT	SEBRELL, MATTIE	(30.00)	03/01/13
FT	SLAWSKI, MARION	(85.98)	03/01/13
FT	TURNER-LODGE, KALI	(330.88)	03/01/13

UFCW UNIONS AND PARTICIPATING EMPLOYERS PENSION FUND LUMP SUM CASH OUT FIRST QUARTER 2013		
NAME		GROSS
POMEROY, JOHN		3,418.57
SHIFFLETT, JUDY		2,010.46
SNYDER, CHARLES		1,123.76
STANLEY, LOIS		787.86
THOMPSON, WAYNE		3,385.09
WOODRUFF, VASSAR		339.08
IVANOVA, LUBA		4,020.91
STITH, JEANETTE		135.95
DEBOSH, JEANNE		4,365.05
LYNN, THOMAS		4,510.44
THIEL, JAMES		927.91