

**UFCW UNIONS AND PARTICIPATING
EMPLOYERS PENSION FUND
FIRST QUARTER 2012**

ADMINISTRATIVE MANAGER'S REPORT

**FIRST QUARTER 2012
CONTRIBUTIONS**

COMPANY	RATE	PARTICIPANTS	HOURS	CONTRIBUTIONS
ALLEGANY COUNTY	\$.11	86	44,697	\$4,917
ASSOCIATED ADMINISTRATORS ¹	1.02	87	37,370	38,117
ASSOCIATED ADMINISTRATORS ¹	.64	52	22,456	14,372
METRO/BASICS 27 ³	.308	422	157,610	48,856
METRO/BASICS 27 ³	.396	76	37,280	14,912
METRO/BASICS 27 ³	.528	223	100,543	63,288
METRO/BASICS 27	.68	137	64,297	56,581
BESTWAY PINEY BRANCH-400	.605	4	2,007	1,214
CHESSIE 27 ³	.88	62	26,258	23,107
COMMODORE HOMES ²	.79	74	28,485	22,321
DELMARVA 27 ⁴	1.10	2	1,280	1,344
EDDIES ST. PAUL 27	.73	3	1,312	958
EDDIES ST. PAUL 27	.53	3	1,287	682
FIRST PEOPLES F.C.U. 27 ⁵	.88	14	6,496	5,717
GIANT 27 ³	.176	376	119,991	22,198
GIANT 27	.33	18	6,809	2,247
GIANT 400 ³	.33	29	12,393	4,090
KELCO F.C.U. 27 ⁵	.88	8	3,448	3,034
KROGER TIDEWATER	.13	1,798	691,054	89,837
KROGER 400	.165	69	26,205	4,324
KROGER 400	.26	25	11,748	3,054
LION'S MANOR ³	.25	89	44,767	11,192
MAGRUDERS 400	.35	3	1,534	537
MAGRUDERS 400	.70	90	35,758	25,030
SAFEWAY 400 ⁶	1.71	1	122	208
SHOPPERS 27	.53	45	20,883	11,068
SHOPPERS 400	.26	462	126,713	32,945
SHOPPERS 400	.66	1,892	798,923	527,289
SYMS & R & FC 400 ⁷	.60	21	2,948	1,769
UFCW LOCAL 27	1.21	41	21,432	25,932
UFCW LOCAL 400	1.08	33	17,319	18,704
UFCW LOCAL 400 TEMPS	1.08	4	2,099	2,267
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 ³	.44	6	2,504	1,102
WEPCO F.C.U. 27	.88	32	13,342	11,741
AM BRIGGS	193.55	51	0	30,060
BOAR'S HEAD PROVISIONS ¹	28.00	601	0	50,484
FRESH & GREEN	80.00	11	0	2,640
FRESH & GREEN	40.00	30	0	3,560
METROPOLITAN POULTRY	184.03	31	0	17,115
TOTAL		7,011	2,491,370	\$1,188,813

AVERAGE MONTHLY HOURS 118.45

¹RATE INCREASE AS OF 1/1/12

²RATE INCREASE AS OF 2/1/12

³INCLUDES ADJUSTMENTS FOR PRIOR MONTHS

⁴INCLUDES PAYROLL AUDIT 2009-2010 - \$200.00

⁵EFFECTIVE 1/31/12 FIRST PEOPLES WENT TO NATIONAL PENSION PLAN
EFFECTIVE 3/1/12 KELCO WENT TO NATIONAL PENSION PLAN

⁶EMPLOYEE RETIRED 3/1/12

⁷STORE CLOSED AS OF 2/1/12

**FIRST QUARTER 2012
EXPENSES**

BENEFIT EXPENSES

CATEGORY	AMOUNT	AVG. HOURLY COST	PERCENTAGE
PENSION BENEFITS	\$2,228,349	\$0.894	80.92%
SUBTOTAL	\$2,228,349	\$0.894	80.92%

OPERATING EXPENSES

CATEGORY	AMOUNT	AVG. HOURLY COST	PERCENTAGE
ADMINISTRATION	\$154,011	\$0.062	5.59%
MISCELLANEOUS	371,519	0.151	13.49%
SUBTOTAL	\$525,530	\$0.213	19.08%
TOTAL EXPENSES	\$2,753,879	\$1.107	100.00%

MISCELLANEOUS

CATEGORY	AMOUNT	AVG. HOURLY COST	PERCENTAGE
ACCOUNTING	\$7,571	\$0.003	0.275%
ACCURINT	145	0.000	0.005%
ACTUARIAL & CONSULTING	23,375	0.009	0.849%
BNY CONVERGEX	(706)	0.000	-0.026%
CONFERENCE	90	0.000	0.003%
ENTRUST CAP	46,259	0.019	1.680%
IPS	36,125	0.015	1.312%
JOHNSTON INTERNATIONAL	12,976	0.005	0.471%
LEGAL	41,226	0.017	1.497%
LOOMIS SAYLES	22,880	0.009	0.831%
MEETING	1,903	0.001	0.069%
P.B.G.C.	135,000	0.054	4.902%
PNC	221	0.000	0.008%
POSTAGE	1,260	0.001	0.046%
PRINTING	24	0.000	0.001%
SEGALL BRYANT & HAMILL	3,743	0.002	0.136%
TELEPHONE	57	0.000	0.002%
WEDGE CAPITAL	12,590	0.005	0.457%
WELLINGTON TRUST	19,107	0.008	0.694%
WESTFIELD CAPITAL	7,673	0.003	0.279%
SUBTOTAL	\$371,519	\$0.151	13.491%

RETIREES	2,374
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AVG. MTH. PAYOUT	\$312.88
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FIRST QUARTER 2012
QUARTERLY RECAP

	FIRST 2012	SECOND 2012	THIRD 2012	FOURTH 2012	TOTAL
CONTRIBUTIONS	\$1,188,813	\$0	\$0	\$0	\$1,188,813
MISCELLANEOUS ¹	4,375	0	0	0	4,375
INTEREST ON DEBENTURES	77,989	0	0	0	77,989

TOTAL INCOME	\$1,364,821	\$0	\$0	\$0	\$1,364,821
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BENEFIT EXPENSES					
PENSION BENEFITS	\$2,228,349	\$0	\$0	\$0	\$2,228,349

OPERATING EXPENSES					
ADMINISTRATION	\$154,011	\$0	\$0	\$0	\$154,011
MISCELLANEOUS	371,519	0	0	0	371,519
SUBTOTAL	\$525,530	\$0	\$0	\$0	\$525,530

TOTAL EXPENSES	\$2,753,879	\$0	\$0	\$0	\$2,753,879
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TOTAL INCOME	\$1,364,821	\$0	\$0	\$0	\$1,364,821
TOTAL EXPENSE	\$2,753,879	\$0	\$0	\$0	\$2,753,879
SURPLUS (DEFICIT)	(\$1,389,058)	\$0	\$0	\$0	(\$1,389,058)

TOTAL PARTICIPANTS	7,011	0	0	0	7,011
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¹LITIGATION SETTLEMENTS

2011
QUARTERLY RECAP

	FIRST 2011	SECOND 2011	THIRD 2011	FOURTH 2011	TOTAL
CONTRIBUTIONS	\$1,332,243	\$1,268,506	\$1,247,589	\$1,314,858	\$5,163,196
MISCELLANEOUS ¹	1,634	5,266	4,040	11,386	22,326
INTEREST ON INVESTMENTS	248,746	281,738	248,771	248,852	1,028,046

TOTAL INCOME	\$1,583,626	\$1,558,565	\$1,498,070	\$1,574,306	\$6,214,567
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BENEFIT EXPENSES					
PENSION BENEFITS	\$1,778,672	\$1,817,247	\$2,035,830	\$2,227,373	\$7,859,122

OPERATING EXPENSES					
ADMINISTRATION	\$152,781	\$154,376	\$156,523	\$152,709	\$616,389
MISCELLANEOUS	420,829	271,952	235,060	224,256	1,152,097
SUBTOTAL	\$573,610	\$426,328	\$391,583	\$376,965	\$1,768,486

TOTAL EXPENSES	\$2,352,282	\$2,243,575	\$2,427,413	\$2,604,338	\$9,627,608
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TOTAL INCOME	\$1,583,626	\$1,558,565	\$1,498,070	\$1,574,306	\$6,214,567
TOTAL EXPENSE	\$2,352,282	\$2,243,575	\$2,427,413	\$2,604,338	\$9,627,608
SURPLUS (DEFICIT)	(\$768,656)	(\$685,010)	(\$929,343)	(\$1,030,032)	(\$3,413,041)

TOTAL PARTICIPANTS	7,429	7,052	7,052	7,087	7,155
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¹LITIGATION SETTLEMENTS

FIRST QUARTER 2012
DELINQUENCIES

None

UFCW UNIONS AND PARTICIPATING EMPLOYERS PENSION FUND
APPLICATIONS SUBMITTED FOR APPROVAL
FIRST QUARTER 2012

STATUS	NAME	AGE	EMPLOYER	LOCAL	EFEC DATE	TYPE	RECIP	FULL TIME YEARS	PART TIME YEARS	MONTHS	PENSION AMOUNT
FT	BLOOM, CHERYL	62	METRO/BASICS	27	06/01/11	EN		10.00	-		167.50
FT	CAREY, PHYLLIS	55	WHITE PACKING	400	03/01/11	X		22.00	-		209.90
FT	COSTELLO, CYNTHIA	58	SHOPPERS	400	06/01/11	E		21.50	2.00		540.88
FT	CRENSHAW, BENJAMIN - BENEFICIARY	70	METRO/BASICS	27	06/01/11	J		-	-		227.02
PT	CURRY, ROBERT	60	SHOPPERS	400	05/01/11	EN		-	26.25	50	302.79
PT	GRAY, TARA	56	SHOPPERS	400	06/01/11	E		4.00	17.25		265.50
FT	GRIFFITH, DONNA	62	GIANT	400	09/01/11	EN		29.25	1.00		598.86
PT	LAWRENCE, NELDA	65	KROGER	400	11/01/11	N		-	6.50		54.41
PT	LYBURN, ROGER	56	SHOPPERS	400	06/01/11	E		-	20.75		205.96
PT	NGUYEN, HOA	67	SHOPPERS	400	06/01/11	NA		-	9.25	63	115.02
PT	PETRALIA, CAROLYN	62	GIANT	27	10/01/11	EN		-	12.25		68.85
FT	ROHLFING, PHILIP	59	METRO/BASICS	27	12/01/11	E		30.75	-	100	1121.09
PT	ROSS, SHELDON	62	METRO/BASICS	27	09/01/11	EN		-	11.75		66.04
FT	STINSON, RONALD	65	METRO/BASICS	400	09/01/11	VNR		5.00	1.75		67.19
FT	THOMAS, LINDA - BENEFICIARY	62	ROLAND FOODS	400	08/01/11	PV		5.00	-		53.38
PT	WATSON, CHARLIE	66	METRO/BASICS & SHOPPERS	400	07/01/11	NR		-	14.25		186.11
FT	WATTS, MARIAN - BENEFICIARY	66	ALBERT BRIGGS	400	07/01/11	PV		35.40	-		659.15
PT	WISE, MARY	55	SHOPPERS	400	09/01/11	X		3.50	13.00		182.86
PT	BELL, DEBRA	55	SHOPPERS	400	06/01/11	E		-	28.50	50	246.26
PT	BERRY, DEBORAH	60	FRESH VALUE	400	08/01/08	V	Y	-	7.25		72.94
FT	BULLOCK, DEBORAH	55	METRO/BASICS	27	12/01/11	X		16.50	13.50		760.20
FT	CLEM, CURTIS	65	GREENBELT SCAN	400	02/01/12	V		8.50	-		222.11
FT	DRAPER, KENNETH	65	KORVETTES	27	01/01/12	V		14.00	-	100	83.19
FT	FLOREY, TIMOTHY	49	METRO/BASICS	27	06/01/10	D		16.00	3.00	100	700.89
FT	FRENCH, DAVID	60	METRO/BASICS	27	07/01/11	EN		32.50	-	50	1318.23
PT	GREENE, REGINALD	65	SHOPPERS	400	11/01/08	VNR		4.00	6.75		168.68
FT	HALL, PATRICIA	55	SHOPPERS	400	06/01/11	E		20.25	-		386.26
PT	JOHNSON, EVA	60	GRAND UNION, METRO/BASICS	400	07/01/08	V		-	13.50		176.31
FT	MAYKRANTZ, MELINDA	60	METRO/BASICS	27	05/01/10	V		12.50	3.50		397.34
PT	MILLER, STEVEN	55	FARLEY FOOD	27	01/01/12	X		-	16.00		60.42
FT	MIRACLE, TERRY	57	METRO/BASICS	27	11/01/11	D		11.75	-		261.44
PT	PARKER, CALVIN	65	METRO/BASICS	400	10/01/11	VNR		-	5.25		58.38
PT	REED, JESSE	66	SHOPPERS	400	05/01/11	NR		-	24.50		319.97
FT	RICE, PATRICIA	68	LIONS MANOR	27	09/01/11	NR		22.00	9.00		188.90
FT	SALYER, BILLY	65	KROGER	400	11/01/11	VNR		5.00	-	100	66.50
FT	SCOTT, WILLIAM	60	JW TRUETH & SON	27	09/01/09	VNR		12.75	-	100	300.61
FT	SHIFFLETT, JOANNA	68	COOKS, SHOPPERS	400	05/01/11	NR		9.25	0.25		227.98
FT	STONE, SHERRI	57	LOCAL 27 STAFF	27	11/01/11	X	Y	2.75	-		128.45
PT	TERRY, EDWARD	62	SHOPPERS	400	10/01/11	EN		-	20.25	50	240.48

UFCW UNIONS AND PARTICIPATING EMPLOYERS PENSION FUND
APPLICATIONS SUBMITTED FOR APPROVAL
FIRST QUARTER 2012

STATUS	NAME	AGE	EMPLOYER	LOCAL	EFEC DATE	TYPE	RECIP	FULL TIME YEARS	PART TIME YEARS	IS	PENSION AMOUNT
PT	THAMERT, ANNA	81	GIANT	27	10/01/11	NR		-	10.00		56.20
FT	UPATHAMBHAKUL, MARGARET	55	METRO/BASICS,MAGRUDERS	400	02/01/12	X		17.25	-		322.52
FT	WHITING, THOMAS	57	WHITE PACKING	400	06/01/11	X		29.50	-		376.64
PT	ALCABASA, MELIZA	67	SYMS	400	02/01/12	N		-	15.00		150.90
FT	ALSTON, FRANCES	58	METRO/BASICS	27	05/01/11	E		36.50	-		1612.57
PT	BARKER, DEBORAH	58	METRO/BASICS	27	05/01/11	E		-	16.50		163.30
PT	BURRISS, BARBARA	60	SAFEWAY	400	08/01/05	V	Y	-	6.75		51.98
FT	CHAMBERS, BARBARA	58	METRO/BASICS	27	09/01/10	D		16.50	4.50		881.25
PT	DOTSON, ELIZABETH	65	SHOPPERS	400	01/01/12	V		-	11.75		153.46
PT	GAMBLE, JAMES	65	METRO/BASICS	27	05/01/09	VNR		-	9.50		105.64
PT	GARCIA, JOSE	65	MAGRUDERS	400	11/01/11	NR		-	22.00	50	271.24
FT	GRAF SMITH, COLEEN	61	SHOPPERS	400	11/01/11	EN		12.25	7.75		421.31
FT	HENDRICKS, JAMES	65	SHOPPERS	400	05/01/11	NA		14.25	2.00		436.75
PT	JAMES, LAURA	61	SHOPPERS	400	07/01/07	EN		-	19.00	100	248.14
FT	JONES, ALFRED	60	SHOPPERS	400	05/01/11	V		15.75	-		378.00
FT	LOUALLEN, EDWARD	71	ALBERT BRIGGS	400	01/01/12	N		20.10	-		763.80
PT	MARINAS, CANDIDO	71	SHOPPERS	400	02/01/12	N		-	10.00	75	105.76
PT	MORAN, PHYLLIS	65	GIANT,METRO BASICS	27	03/01/08	VNA		-	8.00		75.21
FT	MUNOZ, SONIA - BENEFICIARY	57	SHOPPERS	400	02/01/12	PX		6.00	5.00		72.14
FT	SCOTT, LORRAINE	65	GIANT	27	01/01/12	N		12.00	9.50		188.39
FT	SINGER, ROBERT	67	SYMS	400	02/01/12	N		21.00	3.75		460.46
FT	STIVERS, TERESA	60	SHOPPERS	400	12/01/11	EN		20.25	-		529.13
FT	TREJO, JORGE	65	SHOPPERS	400	05/01/11	NR		11.50	1.00		313.56
FT	WHITING, ROBERT	55	WHITE PACKING	400	12/01/11	X		22.25	0.50		114.58
FT	WILSON, ANNA	65	LOCAL 27 STAFF	27	02/01/12	N	Y	3.75	-		202.50

UFCW UNIONS AND PARTICIPATING EMPLOYERS PENSION FUND
PENSION ADJUSTMENTS
FIRST QUARTER 2012

FT/ PT	NAME	CHANGE	LOCAL	OLD AMOUNT	NEW AMOUNT
FT	HORNE, PAMELA	CHANGE PENSION TYPE FROM EARLY TO DISABILITY	27	(1,059.85)	1,292.50
FT	JACKSON, WAYNE	REINSTATE-RETURNED RIF	400		191.85
PT	JOHNSON, MARJORIE	REINSTATE-RETURNED RIF	400		203.79
FT	JORDON, BETTY	REINSTATE-RETURNED RIF	400		231.37
FT	TOND, JAMES	REINSTATE-RETURNED RIF	400		65.71
FT	ADADEVOH, HOPE	REINSTATE-RETURNED RIF	400		574.69
FT	ADDISON, ELMER	REINSTATE-RETURNED RIF	400		201.30
PT	BURL, DOROTHY	REINSTATE-RETURNED RIF	400		130.06
FT	RECKENBERGER, MARY	REINSTATE-RETURNED RIF	27		391.95
PT	SAMUEL, JAMES	REINSTATE-RETURNED RIF	400		244.80
FT	SUMTER, GLADYS	REINSTATE-RETURNED RIF	400		214.67

UFCW UNIONS AND PARTICIPATING EMPLOYERS PENSION FUND

FIRST QUARTER 2012

PENSION ROLL

		PENSIONERS	MONTHLY PAYROLL
Pension Roll As Of	12/01/11	2333	669,145.55
Deletes/Deceased	03/01/12	(-18)	(5,058.55)
Death Benefit Drops	03/01/12	(-10)	(1,578.00)
Pensions to be Approved on	03/01/12	64	19,933.48
Pension Reinstatements	03/01/12	10	2,450.19
Death Benefit Adds	03/01/12	4	1,635.70
Death Benefit Changes	03/01/12	0	(1,367.13)
Adjustments	03/01/12	0	232.65
Pension Roll as of	03/01/12	2383	685,393.89

TOTAL PENSIONERS

FIRST QUARTER 2012

Deferred Vested	3/1/2012	461	69,656.07
Disability	3/1/2012	108	42,677.50
Early	3/1/2012	223	79,606.57
Early Deferred Vested	3/1/2012	204	43,142.46
Early Non-Reduced	3/1/2012	567	233,591.45
Guaranteed Pay	3/1/2012	8	2,299.34
Normal	3/1/2012	585	179,768.52
Post Retirement J & S	3/1/2012	135	20,681.78
Pre Retirement J & S	3/1/2012	49	6,876.60
QDRO	3/1/2012	5	776.56
Seventy 1/2	3/1/2012	3	794.05
Death Benefit Annuity	3/1/2012	35	5,522.99
TOTAL		2383	685,393.89

UFCW UNIONS AND PARTICIPATING EMPLOYERS PENSION FUND

DELETES

FIRST QUARTER 2012

NAME	REASON	BENEFIT AMOUNT	TYPE OF PENSION
BUSCEMI, CARMELO	DECEASED 11/09/2011	(162.45)	J
DEBONE, ANTHONY	DECEASED 11/15/2011	(66.07)	V
LESTER, CHRISTY	GUARANTEED PAY EXPIRED 12/01/11	(387.50)	G
PAXSON, ROBERT	DECEASED 11/10/2011	(481.70)	EN
BROOKS, EDYTHE	DECEASED 12/15/2011	(478.08)	N
CROSSLEY, THOMAS	DECEASED 12/19/2011	(239.18)	EN
HOWARD, LONNIE	DECEASED 12/01/2011	(169.66)	N
PHILLIPS, JOHN	GUARANTEED PAY EXPIRED 01/01/12	(351.75)	G
ROHLFING, PHILIP	DECEASED 12/12/2011	(1,121.09)	E
SCHUSTER, SIEGFRIED	DECEASED 12/18/2011	(33.49)	V
SOUSTEK, LORETTA	DECEASED 01/02/2012	(81.56)	V
UMSTEAD, RICHARD	DECEASED 01/11/2012	(127.70)	EN
WHEELER, MARY	GUARANTEED PAY EXPIRED 01/01/12	(100.08)	G
COLLIER, CHARLES	DECEASED 01/19/12	(226.17)	X
DACRE, PAULINE	DECEASED 01/22/12	(238.50)	E
PARHAM, ANNA	DECEASED 02/01/12	(478.21)	N
SPRUCEBANK, SHIRLEY	DECEASED 01/25/12	(45.36)	V
SYMONDS, THOMAS	PAYMENT ISSUED UNDER WRONG FUND	(270.00)	V

DEATH BENEFITS - TEMPORARY ANNUITY

FIRST QUARTER 2012

RETIREE STATUS	BENEFICIARY NAME	BENEFICIARY AGE	EMPLOYER OF RETIREE	LOCAL	EFFECT DATE	PENSION AMOUNT
FT	CRENSHAW, BENJAMIN	69	METROBASICS	27	01/01/12	340.53
FT	GILLIS, DEBORAH	55	SHOPPERS	400	01/01/12	489.31
FT	JAFFRAY, RICHARD	60	METROBASICS	27	01/01/12	323.50
FT	PAXSON, LOTTIE	70	SHOPPERS	400	03/01/12	481.10

DEATH BENEFIT CHANGES
FIRST QUARTER 2012

RETIREE STATUS	BENEFICIARY NAME	LOCAL	OLD AMOUNT	NEW AMOUNT	EFFECTIVE DATE
PT	CLARK, JOANN	400	(120.97)	48.36	01/01/12
FT	MATHERS, LINDA	27	(289.25)	186.00	01/01/12
FT	RECKENBERGER, THERESA	27	(334.04)	161.72	01/01/12
PT	BREWER, RAQUEL	400	(156.00)	96.00	02/01/12
FT	BRUSZEWSKI, CAROL	400	(251.63)	235.33	02/01/12
FT	BURDITT, JOAN	400	(130.84)	14.04	02/01/12
FT	DICK, BERNICE	400	(1,057.35)	385.30	02/01/12
PT	MCFADDEN, TIFFANY	27	(154.63)	108.33	02/01/12
FT	QUEEN, FERDINA	27	(186.25)	78.75	3/1/2012

DEATH BENEFIT DROPS FIRST QUARTER 2012			
RETIREE STATUS	BENEFICIARY NAME	BENEFIT AMOUNT	EFFECTIVE DATE
FT	GOOD, JUDITH	(249.60)	01/01/12
PT	OSTROWSKI, DEBORA	(93.32)	01/01/12
PT	CLARK, JOANN	(48.36)	02/01/12
FT	MATHERS, LINDA	(186.00)	02/01/12
FT	RECKENBERGER, THERESA	(161.72)	02/01/12
PT	BREWER, RAQUEL	(96.00)	03/01/12
FT	BRUSZEWSKI, CAROL	(235.33)	03/01/12
FT	BURDITT, JOAN	(14.04)	03/01/12
FT	DICK, BERNICE	(385.30)	03/01/12
PT	MCFADDEN, TIFFANY	(108.33)	03/01/12

UFCW UNIONS AND PARTICIPATING EMPLOYERS PENSION FUND		
LUMP SUM CASH OUT		
FIRST QUARTER 2012		
NAME		GROSS
BATSON, ANDREA		1,804.55
LINK, DIANE		2,411.20
NELSON, YVONNE		1,925.98
WALBERER, SUE		1,674.07
WIMBERLY, KATHLEEN		3,143.20
LASCOLA, SAMUEL		3,460.57
THOMAS, KEVIN		2,215.32