

ANNUAL FUNDING NOTICE For The Co-op Retirement Plan

Introduction

This notice includes important funding information about your pension plan (the "Plan"). This notice also provides a summary of federal rules governing the termination of single-employer defined benefit pension plans and of benefit payments guaranteed by the Pension Benefit Guaranty Corporation (PBGC), a federal agency. This notice is for the plan year beginning April 1, 2008 and ending March 31, 2009 ("Plan Year").

Funding Target Attainment Percentage

The funding target attainment percentage of a plan is a measure of how well the plan is funded on a particular date. This percentage for a plan year is obtained by dividing the Plan's Net Plan Assets by Plan Liabilities on the Valuation Date. In general, the higher the percentage, the better funded the plan. The Plan's funding target attainment percentage for the Plan Year and two preceding plan years is shown in the chart below, along with a statement of the value of the Plan's assets and liabilities for the same period.

	Plan Year Beginning in 2008	Plan Year Beginning in 2007	Plan Year Beginning in 2006
1. Valuation Date	April 1, 2008	April 1, 2007	April 1, 2006
2. Plan Assets			
a. Total Plan Assets	not applicable	not applicable	not applicable
b. Funding Standard Carryover Balance	not applicable	not applicable	not applicable
c. Prefunding Balance	not applicable	not applicable	not applicable
d. Net Plan Assets (a) – (b) – (c) = (d)	not applicable	not applicable	not applicable
3. Plan Liabilities	not applicable	not applicable	not applicable
4. At-Risk Liabilities	not applicable	not applicable	not applicable
5. Funding Target Attainment Percentage (2d)/(3)	not applicable	not applicable	not applicable

Transition Data

During a transition period, the Plan is not required by law to report certain funding related information because such information may not exist for all plan years. The plan has entered "not applicable" in the chart above to identify the information it does not have. In lieu of that information, however, the Plan is providing you with comparable information that reflects the funding status of the Plan under the law then in effect. For 2008, the Plan's "funding target attainment percentage determined under IRS transitional rules" was 96.3%, the Plan's assets were \$1,208,676,151, and Plan liabilities were \$1,254,938,431. For 2007, the Plan's "funding target attainment percentage determined under IRS transitional rules" was 85.5%, the Plan's assets were \$1,101,165,941, and Plan liabilities were \$1,288,355,348. For 2006, the Plan's "funded current liability percentage" was 84.9%, the Plan's assets were \$1,009,484,334, and Plan liabilities were \$1,189,325,152.

Fair Market Value of Assets

Asset values provided above are actuarial values, not market values. Market values tend to show a clearer picture of a plan's funded status as of a given point in time. However, because market values can fluctuate daily based on factors in the marketplace, such as changes in the stock market, pension law allows plans to use actuarial values for funding purposes. While actuarial values fluctuate less than market values, they are estimates. As of March 31, 2009, the fair market value of the Plan's assets was \$877,305,573. On this same date, the Plan's liabilities were \$1,106,334,301.

Participant Information

The total number of participants in the plan as of the Plan's valuation date was 31,829. Of this number, 13,935 were active participants, 8,917 were retired or separated from service and receiving benefits, and 8,977 were retired or separated from service and entitled to future benefits.

Funding & Investment Policies

The law requires that every pension plan have a procedure for establishing a funding policy to carry out the plan objectives. A funding policy relates to the level of contributions needed to pay for promised benefits. The current funding policy of the Plan is for each employer to contribute an amount equal to the percentage of total compensation of its participating employees as the Plan's Retirement Committee may determine from time to time to be necessary to fund Plan benefits on an actuarially sound basis and to satisfy the minimum funding standards of the Internal Revenue Code of 1986. In addition, an employer may elect for its participating employees to pay a portion of that amount in the form of mandatory after-tax employee contributions, also calculated as a percentage of his or her total compensation.

Once money is contributed to the Plan, the money is invested by plan officials called fiduciaries. Specific investments are made in accordance with the Plan's investment policy. Generally speaking, an investment policy is a written statement that provides the fiduciaries who are responsible for plan investments with guidelines or general instructions concerning various types or categories of investment management decisions. The investment policy of the Plan is to earn the highest possible rate of return consistent with the Plan's tolerance for risk as determined periodically by the Plan's Retirement Committee in its role as a fiduciary and within prudent standards for capital preservation and maintenance of liquidity. The Retirement Committee has delegated to JPMorgan Chase Bank the exclusive authority, as the Plan's discretionary trustee, to make all Plan investment decisions, provided that such decisions are within the investment strategies and objectives set forth in the "Co-op Retirement Plan Investment and Asset Allocation Policies." Among those strategies are the diversification of assets, designated ranges of permissible investments within specified asset classes, and rebalancing of investments. The Retirement Committee monitors the trustee's attainment of those objectives by monitoring investment performance and measuring results against absolute and relative return objectives.

In accordance with the Plan's investment policy, the Plan's assets were allocated among the following categories of investments, as of the end of the Plan Year. These allocations are percentages of total assets:

Asset Allocations	Percentage
1. Interest-bearing cash	0.8%
2. U.S. Government securities	1.0%
3. Corporate debt instruments (other than employer securities):	
Preferred	0.0%
All other	0.0%
4. Corporate stocks (other than employer securities):	
Preferred	0.0%
All other	0.0%
5. Partnership/joint venture interests	15.5%
6. Real estate (other than employer real property)	0.0%
7. Loans (other than to participants)	0.0%
8. Participant loans	0.0%
9. Value of interest in common/collective trusts	61.3%

10. Value of interest in pooled separate accounts	0.0%
11. Value of interest in master trust investment accounts	0.0%
12. Value of interest in 103-12 investment entities	0.0%
13. Value of interest in registered investment companies (e.g., mutual funds)	21.2%
14. Value of funds held in insurance co. general account (unallocated contracts)	0.0%
15. Employer-related investments:	
Employer Securities	0.0%
Employer real property	0.0%
16. Buildings and other property used in plan operation	0.0%
17. Other	0.2%

For information about the plan's investment in any of the following types of investments as described in the chart above – common/collective trusts, pooled separate accounts, master trust investment accounts, or 103-12 investment entities – contact Keith Vickers at (800) 816-5535.

Right to Request a Copy of the Annual Report

A pension plan is required to file with the US Department of Labor an annual report (i.e., Form 5500) containing financial and other information about the plan. Copies of the annual report are available from the US Department of Labor, Employee Benefits Security Administration's Public Disclosure Room at 200 Constitution Avenue, NW, Room N-1513, Washington, DC 20210, or by calling 202.693.8673. Or you may obtain a copy of the Plan's annual report by making a written request to the plan administrator.

Summary of Rules Governing Termination of Single-Employer Plans

Employers can end a pension plan through a process called "plan termination." There are two ways an employer can terminate its pension plan. The employer can end the plan in a "standard termination" but only after showing the PBGC that the plan has enough money to pay all benefits owed to participants. The plan must either purchase an annuity from an insurance company (which will provide you with lifetime benefits when you retire) or, if your plan allows, issue one lump-sum payment that covers your entire benefit. Before purchasing your annuity, your plan administrator must give you advance notice that identifies the insurance company (or companies) that your employer may select to provide the annuity. The PBGC's guarantee ends when your employer purchases your annuity or gives you the lump-sum payment.

If the plan is not fully-funded, the employer may apply for a distress termination if the employer is in financial distress. To do so, however, the employer must prove to a bankruptcy court or to the PBGC that the employer cannot remain in business unless the plan is terminated. If the application is granted, the PBGC will take over the plan as trustee and pay plan benefits, up to the legal limits, using plan assets and PBGC guarantee funds.

Under certain circumstances, the PBGC may take action on its own to end a pension plan. Most terminations initiated by the PBGC occur when the PBGC determines that plan termination is needed to protect the interests of plan participants or of the PBGC insurance program. The PBGC can do so if, for example, a plan does not have enough money to pay benefits currently due.

Benefit Payments Guaranteed by the PBGC

If a single-employer pension plan terminates without enough money to pay all benefits, the PBGC will take over the plan and pay pension benefits through its insurance program. Most participants and beneficiaries receive all of the pension benefits they would have received under their plan, but some people may lose certain benefits that are not guaranteed.

The PBGC pays pension benefits up to certain maximum limits. The maximum guaranteed benefit is \$4,500 per month, or \$54,000 per year, payable in the form of a straight life annuity, for a 65-year-old person in a plan that terminates in 2009. The maximum benefit may be reduced for an individual who is younger than age 65. The maximum benefit will also be reduced when a benefit is provided to a survivor of a plan participant.

The PBGC guarantees “basic benefits” earned before a plan is terminated, which includes:

- pension benefits at normal retirement age;
- most early retirement benefits;
- annuity benefits for survivors of plan participants; and
- disability benefits for a disability that occurred before the date the plan terminated.

The PBGC does not guarantee certain types of benefits:

- The PBGC does not guarantee benefits for which you do not have a vested right when a plan terminates, usually because you have not worked enough years for the company.
- The PBGC does not guarantee benefits for which you have not met all age, service, or other requirements at the time the plan terminates.
- Benefit increases and new benefits that have been in place for less than one year are not guaranteed. Those that have been in place for less than five years are only partly guaranteed.
- Early retirement payments that are greater than payments at normal retirement age may not be guaranteed. For example, a supplemental benefit that stops when you become eligible for Social Security may not be guaranteed.
- Benefits other than pension benefits, such as health insurance, life insurance, death benefits, vacation pay, or severance pay, are not guaranteed.
- The PBGC generally does not pay lump sums exceeding \$5,000.

Even if certain benefits are not guaranteed, participants and beneficiaries still may receive some of those benefits from the PBGC depending on how much money the terminated plan has and how much the PBGC collects from the employer.

Where to Get More Information

For more information about this notice, you may contact Keith Vickers, at P.O. Box 169005, Kansas City, MO 64116; (800) 816-5535; or plan.administrator@ubgonline.net. For identification purposes, the official plan number is 001 and the plan sponsor’s employer identification number or “EIN” is 01-0689331. For more information about the PBGC and benefit guarantees, go to PBGC’s Web site, www.pbgc.gov, or call PBGC toll-free at 1.800.400.7242 (TTY/TDD users may call the Federal relay service toll free at 1.800.877.8339 and ask to be connected to 1.800.400.7242).

Disclosure Statement and Disclaimer

This notice is intended to comply with the requirements of Section 101(f) of the Employee Retirement Income Security Act of 1974, as amended. The disclosures provided in this notice are based on information available and believed to be accurate as of the date this notice is provided. All computations reflected in these disclosures have been performed based on a good faith interpretation of the applicable statutory and regulatory guidance in effect on the date this notice is provided. Such information and computations include, but are not limited to, the measurement of plan liabilities, reported values of plan assets, and allocation of assets. However, actual results for the Plan Year may change and will not be considered final until filed with the Department of Labor as part of the Annual Report (i.e., the Form 5500). Subsequently, such results will change only by amendment of the Annual Report for the plan year. See the Right to Request a Copy of the Annual Report section for information about how to obtain a copy of the Annual Report. The plan sponsor does not undertake any obligation to update or publicly release any revisions to this notice, and no such revisions will be issued, to reflect any changes, including but not limited to, changes in the manner in which particular calculations are performed, changes in expectations, the adoption of plan amendments, or any other events or circumstances occurring after this notice is provided.