UNITED FOOD AND COMMERCIAL WORKERS UNION LOCAL 152 RETAIL MEAT PENSION FUND

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Dear Participants and Beneficiaries:

This package includes the following two notices that the United Food and Commercial Workers Local 152 Retail Meat Pension Fund (the "Pension Fund") is required by law to send to all Pension Fund participants and beneficiaries: the Annual Funding Notice and the Notice of Critical Status.

On April 25, 2024, the Pension Fund received more than $279 million of special financial assistance ("SFA") under the American Rescue Plan Act of 2021. The SFA is intended to maintain the Pension Fund's solvency through 2051.

The Pension Fund's assets as of June 30, 2024 increased 141% with receipt of the SFA, from $195.4 million to $470.4 million. ***Current actuarial projections indicate that the Pension Fund's funded status is substantially improved through 2051 and beyond.***

The Annual Funding Notice provides detailed information about the funding status of the Pension Fund under the Pension Protection Act of 2006 (the "PPA"), for the plan year July 1, 2023 through June 30, 2024. One of the changes implemented by the PPA was the creation of zones to identify the funded status of multiemployer pension plans. For the past eight years, the Pension Fund has been certified in Critical and Declining Status due to a projected insolvency. The Pension Fund's receipt of SFA has improved the zone status of the Pension Fund from "Critical and Declining" to "Critical". As a statutory condition of the Pension Fund's receipt of SFA, the Pension Fund is required to be "deemed" in Critical Status each year through June 30, 2051, regardless of the Pension Fund's actual funding status. The Notice of Critical Status is required under the PPA to be provided to participants annually so long as the Plan is in Critical Status.

Sincerely,

Board of Trustees

ANNUAL FUNDING NOTICE
For
UFCW Local 152 Retail Meat Pension Fund

Introduction

This notice includes important information about the funding status of your multiemployer pension plan (the "Plan"). It also includes general information about the benefit payments guaranteed by the Pension Benefit Guaranty Corporation ("PBGC"), a federal insurance agency. All traditional pension plans (called "defined benefit pension plans") must provide this notice every year regardless of their funding status. This notice does not mean that the Plan is terminating. It is provided for informational purposes, and you are not required to respond in any way. This notice is required by federal law. The Plan's plan year begins each year on July 1 and ends the following year on June 30 ("Plan Year"). This notice is for the Plan Year beginning July 1, 2023 and ending June 30, 2024.

How Well Funded Is Your Plan

The law requires the administrator of the Plan to tell you how well the Plan is funded, using a measure called the "funded percentage." The plan divides its assets by its liabilities on the Valuation Date for the plan year to get this percentage. In general, the higher the percentage, the better funded the plan. The Plan's funded percentage for the Plan Year and each of the two preceding plan years is shown in the chart below. The chart also states the value of the Plan's assets and liabilities for the same period.

Funded Percentage			
	2023	2022	2021
Valuation Date	July 1, 2023	July 1, 2022	July 1, 2021
Funded Percentage	47.9%	50.1%	51.2%
Value of Assets *	$229,869,715	$246,540,905	$255,734,378
Value of Liabilities	$479,557,727	$491,828,871	$499,907,694

Year-End Fair Market Value of Assets

The asset values in the chart above are measured as of the Valuation Date. They also are "actuarial values." Actuarial values differ from market values in that they do not fluctuate daily based on changes in the stock or other markets. Actuarial values smooth out those fluctuations and can allow for more predictable levels of future contributions. Despite the fluctuations, market values tend to show a clearer picture of a plan's funded status at a given point in time. The asset values in the chart below are year-end market values for the Plan Year and two preceding Plan Years. The asset values in the following chart as of June 30, 2024 include the amount of the Plan's special financial assistance account.

	June 30, 2024	June 30, 2023	June 30, 2022
Fair Market Value of Assets	*$470,444,328**	$218,704,328	$234,602,556

** This amount is preliminary and unaudited.*

Endangered or Critical, or Critical and Declining Status

Under federal pension law, a plan generally is in "endangered" status if its funded percentage is less than 80 percent. A plan is in "critical" status if the funded percentage is less than 65 percent (other factors may also apply). A plan is in "critical and declining" status if it is in critical status and is projected to become insolvent (run out of money to pay benefits) within 15 years (or within 20 years if a special rule applies). If a pension plan enters endangered status, the trustees of the plan are required to adopt a funding improvement plan. Similarly, if a pension plan enters critical status or critical and declining status, the trustees of the plan are required to adopt a rehabilitation plan. Funding improvement and rehabilitation plans establish steps and benchmarks for pension plans to improve their funding status over a specified period of time. The plan sponsor of a plan in critical and declining status may apply for approval to amend the plan to reduce current and future payment obligations to participants and beneficiaries.

The Plan was in critical status in the Plan Year ending June 30, 2024 because the Plan was both projected to have an accumulated funding deficiency and become insolvent. However, as noted in the "Events Having a Material Effect on Assets or Liabilities" section, the Plan received special financial assistance from PBGC to help pay all promised benefits through June 30, 2051.

In an effort to improve the Plan's funding situation, the Trustees adopted a Rehabilitation Plan ("RP") on May 20, 2009. As required by applicable law, the RP has been annually updated. The RP describes the actions to be taken by the Trustees, and the benefit and contribution changes to be bargained by the bargaining parties, to forestall possible insolvency and meet the requirements of applicable law. The Trustees will continue to update the RP as required by law.

The Rehabilitation Plan in effect on the Plan Year ending June 30, 2024 includes the following schedules:

(1) Revised Alternative Schedule: requires no annual contribution rate increases on or after February 1, 2020, a reduction in future benefit accruals to 1% of contributions, and the elimination of adjustable benefits to the maximum extent permitted by law, including the application of wear-away and the removal of disability benefits not currently in pay status.

(2) Original Alternative Schedule: requires annual contribution rate increases of 3.2% per year, a reduction in future benefit accruals to 1% of contributions, and the elimination of adjustable benefits to the maximum extent permitted by law, including the application of wear-away and the removal of disability benefits not currently in pay status.

(3) Default Schedule: requires annual contribution rate increases of 11.5% per year through 2024, a reduction in future benefit accruals to 1% of contributions, and the elimination of all adjustable benefits.

(4) Benefit Schedule for Employers Demonstrating Severe Ongoing Financial Duress: reduces contributions, and possibly accruals, for a limited period of time for an Employer demonstrating severe ongoing financial duress.

You may obtain a copy of the Plan's funding improvement or rehabilitation plan and the actuarial and financial data that demonstrate any action taken by the plan toward fiscal improvement by contacting the plan administrator.

Due to the special financial assistance received from the PBGC ("SFA Assets"), the plan will be certified in critical status for the plan year ending June 30, 2025 and all future years until at least 2051. Separate notification of that status has or will be provided.

Participant Information

The total number of participants and beneficiaries covered by the Plan on the valuation date was 10,127. Of this number, 1,478 were current employees, 5,004 were retired and receiving benefits, and 3,645 were retired or no longer working for the employer and have a right to future benefits.

Funding & Investment Policies

Every pension plan must have a procedure to establish a funding policy for plan objectives. A funding policy relates to how much money is needed to pay promised benefits. The funding policy of the Plan is to fund the Plan through a combination of contributions received from contributing employers and investment income generated by the Plan's investments. The funding level is designed to comply with the requirements of the Employee Retirement Income Security Act of 1974, as amended, and the Internal Revenue Code of 1986, as amended. These requirements include minimum funding levels and also include maximum limits on the contributions that may be deducted by contributing employers for federal income tax purposes. The Trustees develop and implement the funding policy and monitor the funding level with the assistance of the Plan's enrolled actuary and the Plan's investment advisor.

Once money is contributed to the Plan, the money is invested by plan officials called fiduciaries, who make specific investments 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 investment management decisions. The Plan's custodian holds the Plan's SFA Assets separate from the assets of the Plan prior to receipt of SFA ("Non-SFA Assets"). A separate investment policy for each of the SFA Assets and Non-SFA Assets has been adopted by the Trustees with the advice of the Plan's investment consultant.

The Non-SFA Assets are invested with the intent to generate returns that equal or exceed the Plan's actuarially assumed rate of return of 7.5 percent and to control risk. The Non-SFA Asset investment policy specifies a Target Asset Allocation of 70% Equity investments, 20% Core Real Estate, and 10% Domestic Fixed Income. Based on the advice of the investment consultant, the Trustees have diversified the Plan's investments with allocations to a number of different asset classes.

The Plan's Target Asset Allocation for the SFA Assets is 100% Investment Grade Fixed Income. The SFA Assets must follow the restrictions and limitations imposed by the PBGC, including maintaining separate accounts for SFA Assets and Non-SFA Assets, investing SFA Assets in investment grade fixed income securities and cash, and always maintaining at least one year of projected benefit payments and administrative expenses in investment grade fixed income.

Under the Plan's investment policies, the Plan's total assets were allocated among the following categories of investments, as of the end of the Plan Year. The allocations are percentages of the Plan's total assets, which include both SFA Assets, Non-SFA Assets and earnings thereon.

Asset Allocations	**Percentage**
1. Cash (Interest-bearing and non-interest bearing)	0.46%
2. U.S. Government securities	8.98%
3. Corporate debt instruments (other than employer securities):	
Preferred	0.00%
All other	57.91%
4. Corporate stocks (other than employer securities):	
Common	11.75%
5. Real estate (other than employer real property)	8.21%
6. Value of interest in common/collective trusts	12.69%
Total Investments	100.00%

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 the UFCW Local 152 Retail Meat Pension Fund by letter at 27 Roland Avenue, Suite 100, Mount Laurel, NJ 08054 or by phone at (856) 793-1590.

Events Having a Material Effect on Assets or Liabilities

By law this notice must contain a written explanation of new events that have a material effect on plan liabilities or assets. This is because such events can significantly impact the funding condition of a plan.

On April 25, 2024, the Plan received over $279 million in special financial assistance ("SFA") under the American Rescue Plan Act of 2021. The PBGC financial assistance should maintain the Plan's solvency through 2051.

Because the Plan received special financial assistance from PBGC under the American Rescue Plan Act, the Plan is required to be administered in accordance with conditions described in PBGC regulations. These conditions relate to benefit increases; allocation of plan assets; reductions in employer contribution rates; diversion of contributions to, and allocation of expenses to, other benefit plans; transfers or mergers; and withdrawal liability. Under certain circumstances, a plan may request approval from PBGC for an exception from the conditions relating to benefit increases, reductions in employer contribution rates, transfers or mergers, and withdrawal liability.

Right to Request a Copy of the Annual Report

Pension plans must file annual reports with the US Department of Labor. The report is called the "Form 5500." These reports contain financial and other information. You may obtain an electronic copy of your Plan's annual report by going to www.efast.dol.gov and using the search tool. Annual reports also 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. Annual reports do not contain personal information, such as the amount of your accrued benefit. You may contact your plan administrator if you want information about your accrued benefits. Your plan administrator is identified below under "Where To Get More Information."

Summary of Rules Governing Insolvent Plans

Federal law has a number of special rules that apply to financially troubled multiemployer plans that become insolvent, either as ongoing plans or plans terminated by mass withdrawal. The plan administrator is required by law to include a summary of these rules in the annual funding notice. A plan is insolvent for a plan year if its available financial resources are not sufficient to pay benefits when due for that plan year. An insolvent plan must reduce benefit payments to the highest level that can be paid from the plan's available resources. If such resources are not enough to pay benefits at the level specified by law (see Benefit Payments Guaranteed by the PBGC, below), the plan must apply to the PBGC for financial assistance. The PBGC will loan the plan the amount necessary to pay benefits at the guaranteed level. Reduced benefits may be restored if the plan's financial condition improves.

A plan that becomes insolvent must provide prompt notice of its status to participants and beneficiaries, contributing employers, labor unions representing participants, and PBGC. In addition, participants and beneficiaries also must receive information regarding whether, and how, their benefits will be reduced or affected, including loss of a lump sum option.

Benefit Payments Guaranteed by the PBGC

The maximum benefit that the PBGC guarantees is set by law. Only benefits that you have earned a right to receive and that cannot be forfeited (called vested benefits) are guaranteed. There are separate insurance programs with different benefit guarantees and other provisions for single-employer plans and multiemployer plans. Your plan is covered by the PBGC's multiemployer program. Specifically, the PBGC guarantees a monthly benefit payment equal to 100 percent of the first $11 of the Plan's monthly benefit accrual rate, plus 75 percent of the next $33 of the accrual rate, times each year of credited service. The PBGC's maximum guarantee, therefore, is $35.75 per month times a participant's years of credited service.

Example 1: If a participant with 10 years of credited service has an accrued monthly benefit of $600, the accrual rate for purposes of determining the PBGC guarantee would be determined by dividing the monthly benefit by the participant's years of service ($600/10), which equals $60. The guaranteed amount for a $60 monthly accrual rate is equal to the sum of $11 plus $24.75 (.75 x $33), or $35.75. Thus, the participant's guaranteed monthly benefit is $357.50 ($35.75 x 10).

Example 2: If the participant in Example 1 has an accrued monthly benefit of $200, the accrual rate for purposes of determining the guarantee would be $20 (or $200/10). The guaranteed amount for a $20 monthly accrual rate is equal to the sum of $11 plus $6.75 (.75 x $9), or $17.75. Thus, the participant's guaranteed monthly benefit would be $177.50 ($17.75 x 10).

The PBGC guarantees pension benefits payable at normal retirement age and some early retirement benefits. In addition, the PBGC guarantees qualified preretirement survivor benefits (which are preretirement death benefits payable to the surviving spouse of a participant who dies before starting to receive benefit payments). In calculating a person's monthly payment, the PBGC will disregard any benefit increases that were made under a plan within 60 months before the earlier of the plan's termination or insolvency (or benefits that were in effect for less than 60 months at the time of termination or insolvency). Similarly, the PBGC does not guarantee benefits above the normal retirement benefit, disability benefits not in pay status, or non-pension benefits, such as health insurance, life insurance, death benefits, vacation pay, or severance pay.

For additional information about the PBGC and the pension insurance program guarantees, go to the Multiemployer Page on PBGC's website at www.pbgc.gov/multiemployer. Please contact your employer or plan administrator for specific information about your pension plan or pension benefit. PBGC does not have that information. See "Where to Get More Information About Your Plan," below.

Prohibition Against Future MPRA Suspensions

Because the Plan received special financial assistance from the PBGC, the Plan may not submit an application to the Secretary of the Treasury to suspend or reduce your benefits in the future under the Multiemployer Pension Reform Act, also known as MPRA.

Where to Get More Information

For more information about this notice, you may contact the UFCW Local 152 Retail Meat Pension Fund, 27 Roland Avenue, Suite 100, Mount Laurel, NJ 08054, at (856) 793-1590. For identification purposes, the official Plan number is 001 and the Plan sponsor's employer identification number or "EIN" is 23-6209656. For more information about the PBGC, go to PBGC's website, www.pbgc.gov.

IMPORTANT NOTICE OF FUNDING STATUS – PLEASE READ

Notice of Critical Status

FEDERAL FUNDING RULES. Since January 1, 2008, the Pension Protection Act of 2006 (the "PPA") imposed rules aimed at accelerating the funding of defined benefit plans, such as the United Food and Commercial Workers Union Local 152 Retail Meat Pension Plan (the "Plan"). Under prior law, defined benefit plans were required to address a funding problem only when a plan would not satisfy minimum funding standards for the current year. Unlike prior law, the PPA requires plans to ***accelerate funding*** and to ***anticipate future funding issues based upon projections***. Federal law also requires the Plan's Board of Trustees (the "Board") to send you this notice.

THE PLAN ACTUARY MUST CERTIFY THE PLAN'S FUNDING CATEGORY. Under the PPA, within the first 90 days of each plan year, the Plan's Actuary must certify whether the Plan is in Endangered, Seriously Endangered, Critical or Critical and Declining status. In general, the most relevant factors used by the Plan's Actuary to categorize the Plan are: (1) its funded percentage, (2) whether the Plan will be unable to satisfy the new minimum funding standards within the next three to seven years without additional contribution income or benefit changes, and (3) whether the Plan is projected to run out of assets.

PLAN'S CURRENT STATUS. On September 30, 2024, the Plan's Actuary certified to the U.S. Department of the Treasury and to the Plan's Board of Trustees that the Plan is in Critical status for the plan year beginning **July 1, 2024,** because the Plan received Special Financial Assistance ("SFA") from the Pension Benefit Guarantee Corporation under the American Rescue Plan Act of 2021. Specifically, on April 25, 2024, the Plan received over $279 million of SFA that is intended to maintain the Plan's solvency until 2051. As a statutory condition of the Plan's receipt of SFA, the Plan is required to be deemed in Critical status each year through June 30, 2051.

REHABILITATION PLAN. When the Plan's Actuary initially certified the Plan in Critical Status in 2008, the PPA required the Board to develop and implement a "Rehabilitation Plan" designed to improve the Plan's funding. The Board first adopted a Rehabilitation Plan on May 20, 2009. As part of the Rehabilitation Plan, the Board established schedules that outlined the increased Employer contributions and included revised benefit structures that were designed to bring the Plan out of Critical Status within the Rehabilitation Period consistent with applicable law. The schedules outline the acceptable alternatives that were presented to the parties for collective bargaining. In collective bargaining, the contributing employers (the "Employers") and the Local Unions were required to agree to a schedule established by the Board. As required by applicable law, the Rehabilitation Plan has been annually updated; most recently on November 1, 2023. The Rehabilitation Plan will continue to be updated annually to reflect the Plan's experience to that date and, if necessary, to update prospective contributions or benefits.

NEW EMPLOYER CONTRIBUTIONS. Under the PPA, each Employer was required to pay a surcharge of 5% of the contributions otherwise required under the applicable collective bargaining agreement or other agreements pursuant to which the Employer contributed beginning December 1, 2008 through the remainder of the 2008/2009 plan year. In addition, the surcharge was increased to 10% for the 2009/2010 plan year (beginning July 1, 2009) and remained in effect until the Local Unions and the Employers adopted an acceptable schedule under the Rehabilitation Plan.

WHAT DOES THIS MEAN FOR ME? At the present time, Participants who were retired and receiving benefits on or before October 24, 2008 will not experience a change in the benefits they receive. To date, the Rehabilitation Plans affect only participants whose benefit payments begin after October 24, 2008. While the Plan is in Critical status, the PPA ***prohibits*** the Plan from paying any benefits in the form of a lump sum, or any other payment in excess of the monthly amount payable in the form of a single life annuity (other than certain Social Security level-income options, and certain retroactive payments). This means that after the date of the initial Notice of Critical Status (October 24, 2008), the Fund could no longer pay the $1,000 post-retirement death benefit (for Retail Meat participants) or the $2,000 post-retirement death benefit (for IPH participants) in the form of a lump sum benefit. In addition, no disability benefits will be provided to any participants if applied for after November 27, 2014, or such earlier date on which their Employer adopted a schedule under the Rehabilitation Plan that eliminated disability benefits.

YOUR NORMAL RETIREMENT BENEFITS WILL NOT CHANGE. If your benefit payments have already started, ***they are not currently scheduled to change***. Also, ***the normal pension benefit you have already accrued is not currently scheduled to change.*** In addition, vested retirement benefits will continue to be partially guaranteed by the Pension Benefit Guaranty Corporation (the "PBGC"). For example, the PBGC guarantees a monthly benefit payment equal to 100 percent of the first $11 of the Plan's monthly benefit accrual rate, plus 75 percent of the next $33 of the accrual rate, times each year of credited service. The PBGC's maximum guarantee is $35.75 per month times a participant's years of credited service.

POSSIBLE FUTURE BENEFIT REDUCTIONS. Depending upon how the stock market performs in the future and the success of Employers, it is possible that additional contributions and/or benefit changes will be required as part of any revised Rehabilitation Plan that is adopted by the Board. The Rehabilitation Plan already reduces certain **"*adjustable benefits*"** for participants and beneficiaries whose pensions had not started prior to October 24, 2008. "Adjustable benefits" are benefits over and above the normal pension paid at normal retirement age, and include benefits such as post-retirement death benefits, disability (for certain participants, if not previously in pay status as described above), and early retirement benefits or retirement-type subsidies. It also includes any form of payment other than the joint and 50% surviving spouse annuity (or single life annuity for unmarried participants). Due to the conditions imposed by the PBGC due to the receipt of SFA, the Plan is no longer able to apply for a Benefit Suspension under the **Multiemployer Pension Reform Act of 2014.**

WHERE TO GET MORE INFORMATION. For more information regarding this Notice, you may contact Board of Trustees, United Food and Commercial Workers Local 152 Retail Meat Pension Plan, 27 Roland Avenue, Suite 100, Mt. Laurel, NJ 08054, telephone (856) 793-1590. You have a right to receive a copy of the most updated version of the Rehabilitation Plan.

Date: October 31, 2024 **Board of Trustees**