

**Notice of Seriously Endangered Status
for
UFCW Local 23 and Giant Eagle Pension Fund**

April 29, 2010

This is to inform you that on March 30, 2010, the Plan actuary certified to the U.S. Department of the Treasury, and also to the Plan sponsor, that the Plan is in seriously endangered status for the plan year beginning January 1, 2010. Federal law requires that you receive this Notice.

Endangered Status

Under federal law, a pension plan is considered to be in seriously endangered status if the plan's funded percentage is less than 80% and the plan has or is projected to have an accumulated funding deficiency for the current or next six plan years. The Plan is in seriously endangered status because the Plan actuary projected that the Plan will have a funded percentage of less than 80% and will have an accumulated funding deficiency in 2016 and subsequent plan years.

Funding Improvement Plan and Possibility of Reduction in Benefits

Federal law requires pension plans in seriously endangered status to adopt a funding improvement plan aimed at restoring the financial health of the plan. The funding improvement plan requires that the plan's funded percentage improve at least 20% of the way to 100% over a 15-year period and that the plan avoid any accumulated funded deficiency. The target for this Plan is a funded percentage of 76.66% by 2026. This can be achieved with prospective benefit reductions, contribution rate increases, or a combination of the two.

Future Experience and Possible Adjustments

A funding improvement plan is based on a number of assumptions about future experience and may need to be adjusted in the future if such assumptions are not met. Additional benefit reductions and/or contribution rate increases may be needed if the Plan were to suffer asset returns below the expected returns, hours of contributions below the expected hours, or other bad experience. If further adjustments are necessary, you will be notified.

Commitment to Continued Improvement

The Trustees maintain their commitment to providing a lifetime retirement benefit that will play a significant role in your retirement planning.

Where to Get More Information

For more information about this Notice, you may contact Sandy Richard at (412) 432-1140 or at Central Data Services, Inc., 5 Hot Metal Street, Suite 200, Pittsburgh, PA 15203. You have a right to receive a copy of the funding improvement plan, after it has been completed.

