

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), and 6058(a) of the Internal Revenue Code (the Code). ▶ Complete all entries in accordance with the instructions to the Form 5500.	OMB Nos. 1210-0110 1210-0089 2009 This Form is Open to Public Inspection
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Part I	Annual Report Identification Information
For calendar plan year 2009 or fiscal plan year beginning 01/01/2009 and ending 12/31/2009	
A	This return/report is for: ☐ a multiemployer plan; ☒ a single-employer plan; ☐ a multiple-employer plan; or ☐ a DFE (specify) ____
B	This return/report is: ☐ the first return/report; ☒ an amended return/report; ☐ the final return/report; ☐ a short plan year return/report (less than 12 months).
C	If the plan is a collectively-bargained plan, check here. ▶ ☐
D	Check box if filing under: ☒ Form 5558; ☐ automatic extension; ☐ the DFVC program; ☐ special extension (enter description)

Part II	Basic Plan Information—enter all requested information	
1a	Name of plan DREYERS GRAND ICE CREAM INC SAVINGS PLAN	1b Three-digit plan number (PN) ▶ 002
		1c Effective date of plan 01/01/1983
2a	Plan sponsor's name and address (employer, if for a single-employer plan) (Address should include room or suite no.) DREYERS GRAND ICE CREAM INC. 5929 COLLEGE AVE OAKLAND, CA 94618	2b Employer Identification Number (EIN) 94-2967523 2c Sponsor's telephone number 510-652-8187 2d Business code (see instructions) 311500

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature.	05/05/2011	STEVE ROBISON
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

3a Plan administrator's name and address (if same as plan sponsor, enter "Same") DREYERS GRAND ICE CREAM INC. 5929 COLLEGE AVE OAKLAND, CA 94618	3b Administrator's EIN 94-2967523 3c Administrator's telephone number 510-652-8187
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4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report: a Sponsor's name	4b EIN 4c PN
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5 Total number of participants at the beginning of the plan year	5	7190
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6 Number of participants as of the end of the plan year (welfare plans complete only lines 6a , 6b , 6c , and 6d).		
a Active participants.....	6a	5890
b Retired or separated participants receiving benefits.....	6b	3
c Other retired or separated participants entitled to future benefits.....	6c	1116
d Subtotal. Add lines 6a , 6b , and 6c	6d	7009
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....	6e	8
f Total. Add lines 6d and 6e	6f	7017
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....	6g	5794
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....	6h	256

7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	7	
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8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristic Codes in the instructions:
 2F 2G 2J 2K 2R 2S 2T 3H

b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristic Codes in the instructions:

9a Plan funding arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	9b Plan benefit arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor
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10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

a Pension Schedules

- (1) ☒ **R** (Retirement Plan Information)
 (2) ☐ **MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary
 (3) ☐ **SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary

b General Schedules

- (1) ☒ **H** (Financial Information)
 (2) ☐ **I** (Financial Information – Small Plan)
 (3) ☐ **A** (Insurance Information)
 (4) ☒ **C** (Service Provider Information)
 (5) ☒ **D** (DFE/Participating Plan Information)
 (6) ☐ **G** (Financial Transaction Schedules)

SCHEDULE C (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Service Provider Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110
		2009
		This Form is Open to Public Inspection.
For calendar plan year 2009 or fiscal plan year beginning 01/01/2009 and ending 12/31/2009		
A Name of plan DREYERS GRAND ICE CREAM INC SAVINGS PLAN	B Three-digit plan number (PN) ▶	002
C Plan sponsor's name as shown on line 2a of Form 5500 DREYERS GRAND ICE CREAM INC.	D Employer Identification Number (EIN) 94-2967523	

Part I	Service Provider Information (see instructions)
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You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

1 Information on Persons Receiving Only Eligible Indirect Compensation

a Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions)..... ☒ Yes ☐ No

b If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation
CHARLES SCHWAB & CO. INC. AND AFFIL
94-1737782

(b) Enter name and EIN or address of person who provided you disclosure on eligible indirect compensation
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2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

KPMG LLP

13-5565207

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
10 50	NONE	141508	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

SCHWAB RETIREMENT PLAN SERVICES INC

34-1479833

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
15 50 59 64	NONE	36950	Yes ☒ No ☐	Yes ☐ No ☒	0	Yes ☒ No ☐

(a) Enter name and EIN or address (see instructions)

CHARLES SCHWAB & CO

94-1737782

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
33 50 52 59 62 71	NONE	28172	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☒ No ☐

(a) Enter name and EIN or address (see instructions)

TRUCKER HUSS A PROFESSIONAL CORP

94-3216063

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
29 50	NONE	13386	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

GCA LAW PARTNERS LLP

77-0221508

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
29 50	NONE	10720	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

CHARLES SCHWAB TRUST COMPANY

42-1558009

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
49 50 52 59 62	NONE	16	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☒ No ☐

Part I Service Provider Information (continued)

3 If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
CHARLES SCHWAB & CO AND AFFILIATES	59	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
SEE ATTACHMENT 11-1111111	SEE ATTACHMENT	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

Part II Service Providers Who Fail or Refuse to Provide Information

4 Provide, to the extent possible, the following information for each service provider who failed or refused to provide the information necessary to complete this Schedule.

(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
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(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide

Part III Termination Information on Accountants and Enrolled Actuaries (see instructions)
(complete as many entries as needed)

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN;
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN;
c Position:	
d Address:	e Telephone:

Explanation:

a Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
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103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
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103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)

Part II Information on Participating Plans (to be completed by DFEs)

(Complete as many entries as needed to report all participating plans)

a Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN

SCHEDULE H (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110 2009 This Form is Open to Public Inspection
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For calendar plan year 2009 or fiscal plan year beginning 01/01/2009 and ending 12/31/2009		
A Name of plan DREYERS GRAND ICE CREAM INC SAVINGS PLAN	B Three-digit plan number (PN) ►	002
C Plan sponsor's name as shown on line 2a of Form 5500 DREYERS GRAND ICE CREAM INC.	D Employer Identification Number (EIN) 94-2967523	

Part I	Asset and Liability Statement
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1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. **Round off amounts to the nearest dollar.** MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a	0	
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	5214936	5066223
(2) Participant contributions	1b(2)	0	575858
(3) Other.....	1b(3)	130327	70821
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		
(2) U.S. Government securities.....	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other.....	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)	22743	8306
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)	7424774	8218205
(9) Value of interest in common/collective trusts.....	1c(9)	56252381	60811586
(10) Value of interest in pooled separate accounts.....	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)	135912408	180639162
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
(15) Other	1c(15)	9984725	13097690

1d Employer-related investments:

		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	214942294	268487851

Liabilities

g Benefit claims payable	1g		
h Operating payables	1h		
i Acquisition indebtedness	1i		
j Other liabilities	1j		466640
k Total liabilities (add all amounts in lines 1g through 1j)	1k	0	466640

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	214942294	268021211
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Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

Income

		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)	5066021	
(B) Participants	2a(1)(B)	20764403	
(C) Others (including rollovers)	2a(1)(C)	751602	
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		26582026
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)	548994	
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		548994
(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	2381240	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		2381240
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		0

		(a) Amount	(b) Total
2b (5) Unrealized appreciation (depreciation) of assets: (A) Real estate.....	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		0
(6) Net investment gain (loss) from common/collective trusts	2b(6)		4903605
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		38527826
c Other income.....	2c		3251777
d Total income. Add all income amounts in column (b) and enter total.....	2d		76195468

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	22473678	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3)	2e(4)		22473678
f Corrective distributions (see instructions)	2f		450844
g Certain deemed distributions of participant loans (see instructions).....	2g		
h Interest expense.....	2h		
i Administrative expenses: (1) Professional fees	2i(1)	154879	
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)	37150	
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		192029
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		23116551

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		53078917
l Transfers of assets:			
(1) To this plan.....	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) ☐ Unqualified (2) ☐ Qualified (3) ☒ Disclaimer (4) ☐ Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)? ☒ Yes ☐ No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: KPMG

(2) EIN: 13-5565207

d The opinion of an independent qualified public accountant is **not attached** because:

(1) ☐ This form is filed for a CCT, PSA, or MTIA. (2) ☐ It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

- 4** CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete 4j and 4l. MTIAs also do not complete 4l.

During the plan year:

	Yes	No	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.).....		X	
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.).....		X	
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.).....		X	
e Was this plan covered by a fidelity bond?.....	X		20000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.).....	X		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.).....		X	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?.....		X	
l Has the plan failed to provide any benefit when due under the plan?		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.).....		X	
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.		X	

- 5a** Has a resolution to terminate the plan been adopted during the plan year or any prior plan year?
If yes, enter the amount of any plan assets that reverted to the employer this year ☐ Yes ☒ No Amount:

- 5b** If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)

5b(2) EIN(s)

5b(3) PN(s)

5b(1) Name of plan(s)	5b(2) EIN(s)	5b(3) PN(s)

SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Retirement Plan Information This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110 2009 This Form is Open to Public Inspection.
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For calendar plan year 2009 or fiscal plan year beginning 01/01/2009 and ending 12/31/2009

A Name of plan <u>DREYERS GRAND ICE CREAM INC SAVINGS PLAN</u>	B Three-digit plan number (PN) ▶ <u>002</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>DREYERS GRAND ICE CREAM INC.</u>	D Employer Identification Number (EIN) <u>94-2967523</u>

Part I	Distributions
---------------	----------------------

All references to distributions relate only to payments of benefits during the plan year.

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....	1	<u>0</u>
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): <u>42-1558009</u>		
Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.		
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year.....	3	

Part II	Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part)
----------------	--

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)?.....	☐ Yes	☐ No	☐ N/A
If the plan is a defined benefit plan, go to line 8.			
5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month _____ Day _____ Year _____ If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.			
6 a Enter the minimum required contribution for this plan year	6a		
b Enter the amount contributed by the employer to the plan for this plan year	6b		
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount).....	6c		
If you completed line 6c, skip lines 8 and 9.			
7 Will the minimum funding amount reported on line 6c be met by the funding deadline?	☐ Yes	☐ No	☐ N/A
8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change?.....	☐ Yes	☐ No	☐ N/A

Part III	Amendments
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9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box(es). If no, check the "No" box.....	☐ Increase	☐ Decrease	☐ Both	☐ No
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Part IV	ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.
----------------	---

10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?.....	☐ Yes	☐ No
11 a Does the ESOP hold any preferred stock?	☐ Yes	☐ No
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.)	☐ Yes	☐ No
12 Does the ESOP hold any stock that is not readily tradable on an established securities market?	☐ Yes	☐ No

For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500.

Schedule R (Form 5500) 2009
v.092308.1

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

- 14** Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:

a The current year	14a	
b The plan year immediately preceding the current plan year	14b	
c The second preceding plan year	14c	

- 15** Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a The corresponding number for the plan year immediately preceding the current plan year	15a	
b The corresponding number for the second preceding plan year	15b	

- 16** Information with respect to any employers who withdrew from the plan during the preceding plan year:

a Enter the number of employers who withdrew during the preceding plan year	16a	
b If item 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	16b	

- 17** If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

- 18** If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

- 19** If the total number of participants is 1,000 or more, complete items (a) through (c)

- a** Enter the percentage of plan assets held as:

Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____%

- b** Provide the average duration of the combined investment-grade and high-yield debt:

☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

- c** What duration measure was used to calculate item 19(b)?

☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify):



**DREYER'S GRAND ICE CREAM, INC.
SAVINGS PLAN**

Financial Statements and Supplemental Schedule

December 31, 2009 and 2008

(With Independent Auditors' Report Thereon)



KPMG LLP
Suite 1400
55 Second Street
San Francisco, CA 94105

Independent Auditors' Report

The Participants and Administrative Committee
Dreyer's Grand Ice Cream, Inc. Savings Plan:

We were engaged to audit the accompanying statements of net assets available for benefits of the Dreyer's Grand Ice Cream, Inc. Savings Plan as of December 31, 2009 and 2008, and the related statements of changes in net assets available for benefits for the years ended December 31, 2009 and 2008, and the supplemental schedule of Schedule H, Line 4i – Schedule of Assets Held (At End of Year) as of December 31, 2009. These financial statements and supplemental schedule are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in notes 3 and 9, which were certified by Charles Schwab Trust Company, the trustee of the Plan, except for comparing the information with the related information included in the financial statements and the supplemental schedule. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained certifications from the trustee as of and for the years ended December 31, 2009 and 2008, that the information provided to the plan administrator by the trustee is complete and accurate.

As further described in note 1, effective January 1, 2011, the Plan was merged into the Nestlé 401(k) Savings Plan.

Because of the significance of the information that we did not audit, we are unable to, and do not, express an opinion on the accompanying financial statements and supplemental schedule taken as a whole. The form and content of the information included in the financial statements and supplemental schedule, other than that derived from the information certified by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

KPMG LLP

April 29, 2011

**DREYER'S GRAND ICE CREAM, INC.
SAVINGS PLAN**

Statements of Net Assets Available for Benefits

December 31, 2009 and 2008

	<u>2009</u>	<u>2008</u>
Assets:		
Investments at fair value:		
Mutual funds	\$ 180,639,162	135,912,408
Common collective trust	60,811,586	56,252,381
Self-directed brokerage account	13,105,996	10,007,468
Total investments at fair value	<u>254,556,744</u>	<u>202,172,257</u>
Participant loans	<u>8,218,205</u>	<u>7,424,774</u>
Total investments	<u>262,774,949</u>	<u>209,597,031</u>
Receivables:		
Employee contributions	575,858	—
Employer contributions	5,066,223	5,214,936
Accrued dividends and other receivables	70,821	66,441
Due from brokers for pending trades	—	63,886
Total receivables	<u>5,712,902</u>	<u>5,345,263</u>
Total assets	268,487,851	214,942,294
Liabilities:		
Excess contributions refundable to participants	431,295	450,844
Due to brokers for pending trades	466,640	—
Net assets available for benefits	267,589,916	214,491,450
Adjustment from fair value to contract value for fully benefit-responsive investment contract	<u>(415,678)</u>	<u>2,733,764</u>
Net assets available for benefits	<u>\$ 267,174,238</u>	<u>217,225,214</u>

See accompanying notes to financial statements.

DREYER'S GRAND ICE CREAM, INC.
SAVINGS PLAN

Statements of Changes in Net Assets Available for Benefits

Years ended December 31, 2009 and 2008

	<u>2009</u>	<u>2008</u>
Investment income (loss):		
Net appreciation (depreciation) in fair value of investments	\$ 42,225,431	(77,986,319)
Interest	1,467,528	1,283,848
Dividends	2,660,316	3,780,420
Other	110,725	—
Total investment income (loss)	<u>46,464,000</u>	<u>(72,922,051)</u>
Contributions:		
Employee, net of excess contributions of \$431,295 and \$450,844	20,333,108	20,447,575
Employer	5,066,021	5,219,050
Employee rollovers from other qualified plans	751,602	866,141
Total contributions	<u>26,150,731</u>	<u>26,532,766</u>
Deductions from net assets attributed to:		
Benefit payments	22,473,678	21,838,793
Administrative expenses	192,029	66,431
Total deductions	<u>22,665,707</u>	<u>21,905,224</u>
Net increase (decrease)	49,949,024	(68,294,509)
Net assets available for benefits:		
Beginning of year	<u>217,225,214</u>	<u>285,519,723</u>
End of year	<u>\$ 267,174,238</u>	<u>217,225,214</u>

See accompanying notes to financial statements.

DREYER'S GRAND ICE CREAM, INC.
SAVINGS PLAN

Notes to Financial Statements

December 31, 2009 and 2008

(1) Description of the Plan

The following brief description of the Dreyer's Grand Ice Cream, Inc. Savings Plan (the Plan) is provided for general informational purposes only. Participants should refer to the Plan document for a more complete description of the Plan's provisions.

(a) General

The Plan is a defined contribution profit sharing plan covering all eligible employees of Dreyer's Grand Ice Cream Holdings, Inc. and its subsidiaries (the Company). The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA), as amended. The Plan is administered by the Plan's Administrative Committee (the Committee).

(b) Eligibility

Other than as discussed below, all full-time employees, other than individuals employed under a collective bargaining agreement which does not provide for participation in the Plan and leased employees, are eligible to participate in the Plan on the first day of the calendar quarter coinciding with or following thirty days of employment. All part-time employees are eligible to participate in the Plan on the first day of the calendar quarter coinciding with or immediately following the last day of a period of twelve consecutive months, commencing on the date of hire, and each anniversary of that date during which the employee completes at least 1,000 hours of service.

The Plan allows for special eligibility dates for the former employees of subsidiaries acquired by the Company, to the extent that these individuals became employees of the Company. With the exception of such individuals who were previously employed by Nestle USA, Inc., Nestle S.A. or Nestle Ice Cream Company, LLC, such employees were eligible to participate in the Plan as of the date the Company acquired the subsidiary. Any individual who was previously employed by Nestle USA, Inc., Nestle S.A. or Nestle Ice Cream Company, LLC; became an employee of the Company on or before June 27, 2003; and satisfied the general eligibility requirements outlined above were eligible to participate in the Plan on June 27, 2003, or the first day of the calendar quarter coinciding with or following the satisfaction of the general eligibility requirements. Any individual who was previously employed by Nestle USA, Inc., Nestle S.A. or Nestle Ice Cream Company, LLC, and became an employee of the Company after June 27, 2003 but on or before January 1, 2004 was eligible to participate in the Plan on the date the individual became an employee of the Company.

(c) Participant Accounts

Each participant's account is credited with the participant's contribution and allocations of (i) the Company's contribution and (ii) Plan earnings and charged with an allocation of administrative expenses. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

DREYER'S GRAND ICE CREAM, INC.
SAVINGS PLAN

Notes to Financial Statements

December 31, 2009 and 2008

(d) *Employee Contributions*

Participants may contribute from 1% to 16% of the eligible compensation on a pretax basis up to the Internal Revenue Service (IRS) annual maximum contribution amount of \$16,500 in 2009 and \$15,500 in 2008. In addition, participants may make Roth Elective Deferrals.

Effective January 1, 2008, the Plan was amended to allow for automatic enrollment of employees who do not make a salary deferral election within 60 days from their date of hire. The automatic deferral percentage is withheld on a pretax basis and ranges from 2% during the first year of employment up to 4% per year during subsequent years. Participants will be automatically enrolled into one of the Barclays Global Investors LifePath Funds, depending on the expected retirement date of the participant.

Participants age 50 or over, as of the close of the Plan year, are eligible to make catch-up contributions of a maximum of \$5,500 in 2009 and \$5,000 in 2008. This catch-up deferral is in addition to the maximum allowable contribution discussed above. The catch-up deferral is not eligible for the Company match.

The Plan has a flexible investment policy in which the participants direct the investment of their contributions, including the employer matching contribution, into a variety of investment funds.

(e) *Employer Contributions*

The Plan provides that the Company may make discretionary employer matching contributions, subject to approval by the Company's Board of Directors. Discretionary employer matching contributions are made to participants' accounts equal to a percentage of each eligible participant's employee contribution. For eligible participants who have ten or more years of service as of the last day of the Plan year, the percentage of employee contributions matched is twice that of eligible participants with less than ten years of service. For both 2009 and 2008, the discretionary match rate was 40% for eligible participants who have ten or more years of service, and 20% for eligible participants who have fewer than ten years of service. An eligible participant is defined as an eligible employee who has been employed by the Company for at least twelve months and has completed at least 1,000 hours of service in the Plan year or who retired, died or was disabled during the Plan year.

(f) *Rollover Contributions*

Subject to the terms of the Plan, the Committee may authorize the Plan Trustee to accept from any participant a rollover contribution from another tax-qualified plan, provided the contribution is made within 60 days after receipt of the eligible rollover distribution by the participant from such other tax-qualified plan. Amounts consisting of after-tax employee contributions are not allowed as rollover contributions. The Plan establishes and maintains separate accounts for all rollover contributions. At all times, the participants are fully vested in their rollover accounts, adjusted for attributed income, gains, losses and expenses. Cash benefits paid from rollover accounts are paid in the same manner as other benefits under the Plan.

DREYER'S GRAND ICE CREAM, INC.
SAVINGS PLAN

Notes to Financial Statements

December 31, 2009 and 2008

(g) Plan Benefits

On termination of service due to retirement, death, or permanent disability, participants are entitled to an amount equal to 100% of their salary deferral, rollover, transfer and Company matching accounts. In the event of termination prior to retirement, participants will receive the final balances in their salary deferral, rollover and transfer accounts plus the vested portion of the Company matching account. If the participant's balance is less than \$1,000, a distribution is made as a lump sum upon termination. If the participants' vested balance exceeds \$1,000, but does not exceed \$5,000, the balance will be paid as a direct rollover to an Individual Retirement Account (IRA) designated by the Plan Administrator.

Effective for the 2009 plan year, the Plan was amended to suspend all required minimum distributions unless a participant or beneficiary elected otherwise.

(h) Vesting

Participants are immediately vested in their contributions plus actual earnings (losses) thereon.

After completion of two years of service, participants are entitled to 20% of the final balance of their Company matching account. For each full year of service after two years, participants vest an additional 20% of their Company matching account balance, until completion of six years of service, at which time participants are fully vested. A participant earns one year of service for each year commencing on or after January 1, 1976 in which the participant has worked at least 1,000 hours. If a participant's service is less than two years and ends before retirement, death, or permanent disability, the entire Company matching account will be forfeited.

(i) Forfeitures

Upon termination of employment, participants forfeit their nonvested balances. Forfeited balances are used to reduce Company contributions. The Company's contributions for the Plan year 2009 and 2008 were reduced by \$247,757 and \$184,058. As of December 31, 2009 and 2008, the Plan had available forfeiture balances totaling \$135,776 and \$15,418.

(j) Participant Loans

Participant loans are receivables and are valued at amortized cost, which approximates fair value. Participants may borrow from their accounts a minimum of \$1,000 up to a maximum equal to the lesser of \$50,000 or 50% of their vested account, balance whichever is less. The loans are secured by the balance in the participant's account and bear interest at the prevailing prime rate plus 2%, determined at the time the loan is made to the participant. Principal and interest are paid ratably through payroll deductions over a maximum term of five years, with the exception of loan balances transferred from the Nestle Ice Cream Company 401(k) Savings Plan. Participants in the Nestle Ice Cream Company 401(k) Savings Plan were able to borrow from their vested accounts for residential loans with repayment terms of up to 20 years. Interest rates ranged from 5.25% to 10.5% and loan maturity dates ranged from January 1, 2010 to April 4, 2019.

DREYER'S GRAND ICE CREAM, INC.
SAVINGS PLAN

Notes to Financial Statements

December 31, 2009 and 2008

(k) Plan Merger

Effective January 1, 2011, the Dreyer's Grand Ice Cream, Inc. Savings Plan merged into the Nestlé 401(k) Savings Plan (the "Nestlé Savings Plan"). All accounts, including loans, transferred to the Nestlé Savings Plan, and employees will make individual deferral and investment elections under the Nestlé Savings Plan. All Participants became 100% vested in their account balances on December 31, 2010.

(2) Summary of Significant Accounting Policies

(a) Basis of Accounting

The accompanying financial statements have been prepared on the accrual basis of accounting.

(b) Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires Plan management to make estimates and assumptions that affect the reported amounts of assets, liabilities and changes therein, and disclosures in the financial statements. Actual results could differ from those estimates.

(c) Investment Valuation and Income Recognition

The Plan's investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See note 4 for discussion of fair value measurements.

Purchases and sales of investments are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Net appreciation (depreciation) includes gains and losses on investments bought and sold, as well as held during the year.

(d) Risks and Uncertainties

The Plan invests in various investment securities at the direction of participants. Investment securities are exposed to various risks such as interest rate, market, and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the statement of net assets available for benefits.

(e) Benefit Payments

Benefits are recorded when paid.

(f) Administrative Expenses

Expenses incurred in the administration of the Plan are charged to the Plan by the Trustee if they are not paid by the Company.

DREYER'S GRAND ICE CREAM, INC.
SAVINGS PLAN

Notes to Financial Statements

December 31, 2009 and 2008

(3) Information Certified by Plan Trustee

The plan administrator has elected the method of compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, as permitted under such election, the plan administrator has obtained certifications as of and for the years ended December 31, 2009 and 2008, from Charles Schwab Trust Company (Schwab), the trustee of the Plan, that all information provided by it is complete and accurate. Information included in the accompanying financial statements about investments in the trust fund administered by the trustee, investment income, and all investment information in the supplemental schedule, is presented in reliance solely upon those certifications.

(4) Fair Value Measurements

On January 1, 2008, the Plan adopted Accounting Standards Codification (ASC) 820-10-50 which establishes a framework for measuring fair value which provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy under ASC 820-10-50 are described below:

Level 1	Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Plan has the ability to access.
Level 2	Inputs to the valuation methodology include: Quoted prices for similar assets or liabilities in active markets; Quoted prices for identical or similar assets or liabilities in inactive markets; Inputs other than quoted prices that are observable for the asset or liability; Inputs that are derived principally from or corroborated by observable market data by correlation or other means. If the asset or liability has a specified (contractual) term, the Level 2 input must be observable for substantially the full term of the asset or liability.
Level 3	Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

In conjunction with the adoption of the fair value measurement provisions the Plan adopted the provisions of Accounting Standards Update No. 2009-12, "Investments in Certain Entities That Calculate Net Asset Value per Share (or Its Equivalent)" for certain investments in funds that do not have readily determinable fair value. This guidance allows for the estimation of the fair value of investments in investment companies for which the investment does not have a readily determinable fair value using net asset value per share or its equivalent as a practical expedient. Net asset value, in many instances may not equal fair value that would be calculated pursuant to prior fair value guidance.

DREYER'S GRAND ICE CREAM, INC.
SAVINGS PLAN

Notes to Financial Statements

December 31, 2009 and 2008

The asset's or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2009 and 2008. Certain prior year amounts have been reclassified to conform with the current year presentation.

Common collective trust: Valued based on the net asset value and is redeemable daily.

Mutual funds: Valued at the quoted net asset value of shares held by the plan at year end, and are redeemable daily.

Common and preferred stock: Valued at the closing price reported on the active market on which the individual securities are traded.

Limited partnership: Valued using the net asset value of the partnership and are redeemable daily.

U.S. government securities: Valued at the closing price reported in the active market in which the individual securities are traded.

Corporate bonds: Valued based on yields currently available on comparable securities of issuers with similar credit ratings.

Short-term investment fund: Valued at the closing price reported on the active market on which the securities are traded.

The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

DREYER'S GRAND ICE CREAM, INC.
SAVINGS PLAN

Notes to Financial Statements

December 31, 2009 and 2008

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2009:

		Investments at fair value		
	Investments at fair value as determined by quoted prices in active markets (Level 1)	Valuation techniques based on observable market data (Level 2)	Valuation techniques incorporating information other than observable market data (Level 3)	Total
Common collective fund:				
Fixed Income	\$ —	60,811,586	—	60,811,586
Total common collective fund	—	60,811,586	—	60,811,586
Mutual funds:				
Value funds	16,532,918	—	—	16,532,918
Balanced funds	77,018,704	—	—	77,018,704
Growth funds	59,821,189	—	—	59,821,189
Equity index funds	27,266,351	—	—	27,266,351
Total mutual funds	180,639,162	—	—	180,639,162
Self-directed brokerage accounts:				
Mutual funds:				
Balanced	2,410,662	—	—	2,410,662
Fixed Income	380,487	—	—	380,487
Growth	176,952	—	—	176,952
Value	2,441,509	—	—	2,441,509
Other	1,379,502	—	—	1,379,502
Total mutual funds	6,789,112	—	—	6,789,112
Common stock:				
Consumer	467,572	—	—	467,572
Financial	326,826	—	—	326,826
Industrial	1,731,995	—	—	1,731,995
Telecommunications	179,299	—	—	179,299
Other	288,652	—	—	288,652
Total common stock	2,994,344	—	—	2,994,344

DREYER'S GRAND ICE CREAM, INC.
SAVINGS PLAN

Notes to Financial Statements

December 31, 2009 and 2008

		Investments at fair value		
	Investments at fair value as determined by quoted prices in active markets (Level 1)	Valuation techniques based on observable market data (Level 2)	Valuation techniques incorporating information other than observable market data (Level 3)	Total
Self-directed brokerage accounts:				
Preferred stock	\$ 367,017	—	—	367,017
Limited partnership	—	—	8,306	8,306
Common collective fund	—	909,149	—	909,149
U.S. government securities	128,997	—	—	128,997
Corporate bonds	—	165,293	—	165,293
Short-term investment fund	1,743,778	—	—	1,743,778
Total investments	<u>\$ 192,662,410</u>	<u>61,886,028</u>	<u>8,306</u>	<u>254,556,744</u>

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2008:

		Investments at fair value		
	Investments at fair value as determined by quoted prices in active markets (Level 1)	Valuation techniques based on observable market data (Level 2)	Valuation techniques incorporating information other than observable market data (Level 3)	Total
Common collective fund	\$ —	56,252,381	—	56,252,381
Mutual funds	135,912,408	—	—	135,912,408
Self-directed brokerage accounts:				
Mutual funds	5,328,579	—	—	5,328,579
Common stock	2,456,024	—	—	2,456,024
Preferred stock	210,922	—	—	210,922
Limited partnership	—	—	22,743	22,743
Common collective fund	—	656,412	—	656,412
Corporate bonds	—	113,062	—	113,062
Short-term investment fund	1,219,726	—	—	1,219,726
Total investments	<u>\$ 145,127,659</u>	<u>57,021,855</u>	<u>22,743</u>	<u>202,172,257</u>

DREYER'S GRAND ICE CREAM, INC.
SAVINGS PLAN

Notes to Financial Statements

December 31, 2009 and 2008

Level 3 Gains and Losses

The table below sets forth a summary of changes in the fair value of the Plan's Level 3 assets for the years ended December 31, 2009 and 2008.

	<u>2009</u>	<u>2008</u>
Balance, beginning of year	\$ 22,743	7,722
Realized gains/(losses)	775	8,380
Unrealized gains/(losses) relating to instruments still held at the reporting date	11,840	(12,518)
Purchases, sales, issuances and settlements (net)	<u>(27,052)</u>	<u>19,159</u>
Balance, end of year	<u>\$ 8,306</u>	<u>22,743</u>

(5) Plan Termination

Although it has not expressed any intention to do so, the Company has the right under the Plan to discontinue its contributions and to terminate the Plan subject to the provisions of ERISA. In the event the Plan is terminated, participants shall become fully vested in their account balance.

(6) Tax Status of the Plan

The Plan obtained its latest determination letter on April 12, 2010, in which the Internal Revenue Service stated that the Plan, as then designed, was in compliance with the applicable requirements of the Internal Revenue Code. The Plan has been amended since receiving the determination letter. However, the Plan administrator believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the Internal Revenue Code.

(7) Related Party Transactions

Certain Plan investments are shares of mutual funds and a common collective fund managed by Schwab. Schwab is the trustee as defined by the Plan; therefore, these transactions qualify as party-in-interest transactions.

(8) Excess Contributions Payable

Excess contributions payable represents amounts due to participants for salary deferrals made in excess of IRS limits. These amounts were refunded to participants by March of the succeeding year. Excess contributions are netted against contributions in the statement of changes in net assets available for benefits.

DREYER'S GRAND ICE CREAM, INC.
SAVINGS PLAN

Notes to Financial Statements

December 31, 2009 and 2008

(9) Investments

The following table presents the Plan's investments as of December 31, 2009 and 2008. Individual investments which exceed 5% of the Plan's net assets in 2009 and 2008 are separately identified (* and □ respectively):

	<u>2009</u>	<u>2008</u>
Common collective fund:		
Schwab Stable Value Fund*+□	\$ 60,811,586	56,252,381
Mutual funds:		
Schwab S&P 500 Select Share Fund*□	27,266,351	20,793,306
Rainier Core Equity Fund*□	18,144,904	15,703,153
Oakmark Equity Income*□	30,206,667	26,762,235
Growth Fund of America*□	22,056,291	14,928,857
Royce Value Plus Service*□	19,619,994	13,117,599
Vanguard Total Intl Stock Index*□	18,099,341	13,425,717
Metropolitan West Total Retirement Bond*□	15,309,011	13,438,087
Other	29,936,603	17,743,454
Total mutual funds	<u>180,639,162</u>	<u>135,912,408</u>
Self-directed brokerage account:		
Mutual funds	6,789,112	5,328,579
Common stock	2,994,344	2,456,024
Preferred stock	367,017	210,922
Limited partnership	8,306	22,743
Common collective fund	909,149	656,412
U.S. government securities	128,997	—
Corporate bonds	165,293	113,062
Short-term investment fund	1,743,778	1,219,726
Total self-directed brokerage account	<u>13,105,996</u>	<u>10,007,468</u>
Loans to participants	<u>8,218,205</u>	<u>7,424,774</u>
Total investments	262,774,949	209,597,031
Adjustment from fair value to contract value for fully benefit-responsive investment contract	<u>(415,678)</u>	<u>2,733,764</u>
Total investments	<u>\$ 262,359,271</u>	<u>212,330,795</u>

+ Represents party-in-interest (note 7)

DREYER'S GRAND ICE CREAM, INC.
SAVINGS PLAN

Notes to Financial Statements

December 31, 2009 and 2008

During 2009 and 2008, the Plan's investments (including gains and losses on investments bought and sold, as well as held during the year) appreciated (depreciated) in value by \$42,224,431 and \$(77,986,319), respectively, as follows:

	<u>2009</u>	<u>2008</u>
Mutual funds	\$ 37,502,926	(73,640,599)
Common collective fund	1,695,736	2,224,557
Self-directed brokerage account:		
Mutual funds	2,055,551	(4,372,541)
Common stock	1,068,456	(1,857,123)
Preferred stock	166,425	(135,137)
Limited partnership	12,583	(4,138)
Common collective trusts	(259,005)	(207,813)
Corporate bonds	(6,471)	6,474
Government securities	(10,770)	—
Short-term investment fund	—	1
	<u>3,026,769</u>	<u>(6,570,277)</u>
	<u>\$ 42,225,431</u>	<u>(77,986,319)</u>

(10) Investment in Charles Schwab Stable Value Fund

The Plan invests in a common collective fund, Charles Schwab Stable Value Fund (the Fund) which invests in fully benefit-responsive investment contracts.

The Plan's interest in the Fund is calculated by applying the Plan's ownership percentage in the Fund to the total fair value of the Fund.

In the event that the Plan is terminated, there is a material adverse change to the provisions of the Plan, or the Plan elects to withdraw from the fund in order to change trustees, the amount withdrawn from the contract would be payable at fair value rather than contract value.

The interest crediting rates are typically reset on a monthly or quarterly basis and ranged from 3.11% to 3.46% and 3.70% to 3.74% at December 31, 2009 and 2008, respectively. The interest crediting rate is calculated based upon many factors, including current economic and market conditions, the general interest rate environment, and purchases and redemptions by unitholders. There is no relationship between future crediting rates and the adjustment to contract value reported in the statement of net assets available for benefits.

The average market yield of the Fund for the years ended December 31, 2009 and 2008 was 2.65% and 4.45%, respectively. The average yield earned by the Fund that represents the actual interest credited to participants for the years ended December 31, 2009 and 2008 was 3.06% and 3.72%, respectively.

DREYER'S GRAND ICE CREAM, INC.
SAVINGS PLAN

Notes to Financial Statements

December 31, 2009 and 2008

(11) Reconciliation of Financial Statements to Form 5500

The following is a reconciliation of net assets available for benefits per the financial statements at December 31 to the Form 5500:

	<u>2009</u>	<u>2008</u>
Net assets available for benefits per the financial statements	\$ 267,174,238	217,225,214
Excess contributions	431,295	450,844
Adjustment from contract value to fair value for fully benefit-responsive investment contract	<u>415,678</u>	<u>(2,733,764)</u>
Net assets available for benefits per Form 5500	<u><u>\$ 268,021,211</u></u>	<u><u>214,942,294</u></u>

The following is a reconciliation of total investment (loss) income per the financial statements at December 31, 2009 and 2008, per the Form 5500:

	<u>2009</u>	<u>2008</u>
Total investment income (loss) per the financial statements	\$ 46,464,000	(72,922,051)
Difference between contract value and fair value of fully benefit-responsive investment contract	<u>3,149,442</u>	<u>(2,867,234)</u>
Total investment income (loss) per Form 5500	<u><u>\$ 49,613,442</u></u>	<u><u>(75,789,285)</u></u>

The following is a reconciliation of contributions made to the Plan per the financial statements for the years ended December 31, 2009 and 2008, to the Form 5500:

	<u>2009</u>	<u>2008</u>
Employee contributions per the financial statements	\$ 20,333,108	20,447,575
Excess contributions	<u>431,295</u>	<u>450,844</u>
Total employee contributions per Form 5500	<u><u>\$ 20,764,403</u></u>	<u><u>20,898,419</u></u>

DREYER'S GRAND ICE CREAM, INC.
SAVINGS PLAN

Notes to Financial Statements

December 31, 2009 and 2008

The following is a reconciliation of deductions made from the Plan per the financial statements for the years ended December 31, 2009 and 2008, to the Form 5500:

	<u>2009</u>	<u>2008</u>
Total deductions per the financial statements	\$ 22,665,707	21,905,224
Excess contributions	<u>450,844</u>	<u>223,891</u>
Total expenses per Form 5500	<u>\$ 23,116,551</u>	<u>22,129,115</u>

(12) Subsequent Event

Subsequent events have been evaluated from the statement of net assets available for benefits date through April 29, 2011, the date at which the financial statements were available to be issued.

SUPPLEMENTAL SCHEDULE

**DREYER'S GRAND ICE CREAM, INC.
SAVINGS PLAN**

Schedule H, Line 4i – Schedule of Assets (Held at End of Year)

December 31, 2009

Identity of issuer, borrower, lessor, or similar party	Description of investment	Number of shares	Current value
* Charles Schwab	Common collective fund:		
	Schwab Stable Value Fund	3,244,963	\$ 60,811,586
	Mutual funds:		
Barclay's Global Fund Advisors	Blackrock Lifepath 2020 I	243,268	3,556,582
Barclay's Global Fund Advisors	Blackrock Lifepath 2030 I	336,494	4,478,731
Barclay's Global Fund Advisors	Blackrock Lifepath 2040 I	271,399	4,353,240
Barclay's Global Fund Advisors	Blackrock Lifepath Retirement I	93,994	1,015,132
DFA Capital Management	DFA Emerging Markets Core EQ	218,744	3,987,708
DFA Capital Management	DFA Intl Small Cap Value	135,789	2,049,060
DFA Capital Management	DFA Intl Value Portfolio	128,730	2,194,854
DFA Capital Management	DFA U.S. Targeted Value	47,110	612,898
American Funds	Growth Fund of America	807,036	22,056,291
ING Global Real Estate	ING Global Real Estate	157,338	2,308,142
LSV Asset Management	LSV Value Equity	442,455	5,380,256
MetropolitanWest Asset Management	Metropolitan West Total Ret Bd	1,546,365	15,309,011
Harris Associates	Oakmark Equity Income	1,182,720	30,206,667
Rainier Investment	Rainier Core Equity Fund	837,715	18,144,904
Royce Value Plus Fund	Royce Value Plus Service	1,745,551	19,619,994
* Charles Schwab	Schwab S&P 500-Investor SHS	1,572,454	27,266,351
Vanguard	Vanguard Total Intl Stock Indx	1,256,026	18,099,341
	Other:		
* Charles Schwab	Personal Choice Retirement self-directed brokerage account	13,105,996	13,105,996
	Participant loans:		
* Plan participants	1,293 Fully amortized loans receivable from participants bearing interest rates from 5.25% to 10.50%. Maturity dates range from January 1, 2010 to April 4, 2019	8,218,205	8,218,205
			\$ <u>262,774,949</u>

* A party-in-interest as defined by ERISA.

See accompanying independent auditors' report.

DREYER'S GRAND ICE CREAM INC. SAVINGS PLAN
Schedule C, Part I, Line 3 - Service Provider Indirect Compensation Information
December 31, 2009

EIN: 94-2967523
Plan Number: 002

Received by Charles Schwab & Co., Inc. (EIN#94-1737782)

Fund Family/Provider	EIN	Formula
BlackRock	51-0318674	Rate of 0.50% of average daily balance of asset(s)
ING Funds	95-4516049	Rate of 0.45% of average daily balance of asset(s)
Metropolitan West Funds	95-4597302	Rate of 0.35% of average daily balance of asset(s)
Oakmark	04-3276558	Rate of 0.35% of average daily balance of asset(s)
Rainier	91-1457076	Rate of 0.40% of average daily balance of asset(s)
Royce	52-2343049	Rate of 0.40% of average daily balance of asset(s)
Schwab Funds	94-3106735	Range of 0.02 - 0.35% of average daily balance of assets

Received by Charles Schwab Trust Company (EIN#42-1558009)

Fund Family/Provider	EIN	Formula
American Funds	95-1411037	Rate of 0.27% of average daily balance of asset(s)

Received by Schwab Retirement Plan Services, Inc. (EIN#34-1479833)

Fund Family/Provider	EIN	Formula
American Funds	95-1411037	\$3.00 per year per participant with a balance in certain fund(s)

Received by Charles Schwab & Co., Inc. (EIN#94-1737782)

Fund Family/Provider	EIN	Formula
Adirondack Funds	20-1993634	Rate of 0.40% of average daily balance of asset(s)
Allianz Funds	33-0457728	Rate of 0.40% of average daily balance of asset(s)
American Beacon	75-2401150	Rate of 0.40% of average daily balance of asset(s)
American Funds	95-1411037	Rate of 0.35% of average daily balance of asset(s)
Appleseed Fund	31-0724920	Rate of 0.40% of average daily balance of asset(s)
Artisan	39-1811840	Rate of 0.40% of average daily balance of asset(s)
Direxion Funds	13-4143904	Rate of 0.40% of average daily balance of asset(s)
Franklin Templeton Investments	94-3167260	Rate of 0.40% of average daily balance of asset(s)
Gabelli	13-3340139	Range of 0.35 - 0.40% of average daily balance of assets
Harbor	04-2679462	Rate of 0.25% of average daily balance of asset(s)
ING Funds	95-4516049	Rate of 0.45% of average daily balance of asset(s)
Janus	43-1804048	Rate of 0.33% of average daily balance of asset(s)
Keeley	36-3160361	Rate of 0.40% of average daily balance of asset(s)
Laudus Funds	94-3106735	Rate of 0.25% of average daily balance of asset(s)
Lazard	20-4571006	Rate of 0.40% of average daily balance of asset(s)
Manning & Napier	16-0995736	Rate of 0.40% of average daily balance of asset(s)
Marsico Investment Fund	84-1434992	Rate of 0.50% of average daily balance of asset(s)
Matthews Asia Funds	94-3250972	Range of 0.33 - 0.40% of average daily balance of assets
Merk Funds	01-0516963	Rate of 0.40% of average daily balance of asset(s)
Metropolitan West Funds	95-4597302	Rate of 0.35% of average daily balance of asset(s)
Natixis Funds	04-3200027	Rate of 0.35% of average daily balance of asset(s)
Oakmark	04-3276558	Rate of 0.35% of average daily balance of asset(s)
Old Mutual Advisor	04-2714625	Rate of 0.40% of average daily balance of asset(s)
Paradigm Funds	Not Available	Rate of 0.40% of average daily balance of asset(s)
Parnassus	94-6579180	Rate of 0.40% of average daily balance of asset(s)
Schwab Funds	94-3106735	Range of 0.02 - 0.25% of average daily balance of assets
Sound Shore	06-1332926	Rate of 0.40% of average daily balance of asset(s)
State Street Global Advisors.	42-1704580	Rate of 0.40% of average daily balance of asset(s)
T. Rowe Price	52-2264646	Rate of 0.01% of average daily balance of asset(s)
TCW	95-2749628	Rate of 0.40% of average daily balance of asset(s)
U.S. Global Investors	74-1619375	Rate of 0.40% of average daily balance of asset(s)
Wasatch	87-0319391	Rate of 0.40% of average daily balance of asset(s)
Wells Fargo Advantage	41-0449260	Rate of 0.40% of average daily balance of asset(s)

Schedule H, line 4i - Schedule of Assets (Held at End of Year)

Name of plan sponsor:	Dreyer's Grand Ice Cream, Inc.
Name of plan:	Dreyer's Grand Ice Cream, Inc. Savings Plan
EIN	94-2967523
PLAN NUMBER	002

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current Value
*	Participant Loans	Loans (5.25% - 10.50%)		8,218,205
*	Schwab Stable Value Fund	Common Collective Trust Fund		60,811,586
	PCRA	Self-Directed Brokerage Account		13,097,690
	Blackrock Lifepath 2020 I	Registered Investment Company		3,556,582
	Blackrock Lifepath 2030 I	Registered Investment Company		4,478,731
	Blackrock Lifepath 2040 I	Registered Investment Company		4,353,240
	Blackrock Lifepath Ret I	Registered Investment Company		1,015,132
	DFA Emerging Markets Core Eq	Registered Investment Company		3,987,708
	DFA Intl Small Cap Value	Registered Investment Company		2,049,060
	DFA Intl Value Portfolio	Registered Investment Company		2,194,854
	DFA U.S. Targeted Value CII	Registered Investment Company		612,898
	Growth Fund Of America	Registered Investment Company		22,056,291
	ING Global Real Estate	Registered Investment Company		2,308,142
	LSV Value Equity	Registered Investment Company		5,380,256
	Metropolitan West Total Ret Bd	Registered Investment Company		15,309,011
	Oakmark Equity Income	Registered Investment Company		30,206,667
	Rainier Large Cap Equity	Registered Investment Company		18,144,904
	Royce Value Plus Service	Registered Investment Company		19,619,994
*	Schwab S&P 500 Index Fund	Registered Investment Company		27,266,351
	Vanguard Total Intl Stock Indx	Registered Investment Company		18,099,341
	Limited Partnerships	Limited Partnerships		8,306