

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 2010 This Form is Open to Public Inspection
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Part I	Annual Report Identification Information		
For calendar plan year 2010 or fiscal plan year beginning <u>01/01/2010</u> and ending <u>12/31/2010</u>			
A This return/report is for:	☐ a multiemployer plan;	☐ a multiple-employer plan; or	
	☒ a single-employer plan;	☐ a DFE (specify) ____	
B This return/report is:	☐ the first return/report;	☐ the final return/report;	
	☐ an amended 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 <u>DEL MONTE CORPORATION RETIREMENT PLAN</u>	1b Three-digit plan number (PN) ►	<u>202</u>	
	1c Effective date of plan	<u>01/01/1990</u>	
2a Plan sponsor's name and address (employer, if for a single-employer plan) (Address should include room or suite no.) <u>DEL MONTE CORPORATION</u> <u>P.O. BOX 193575</u> <u>SAN FRANCISCO, CA 94119-3575</u>	2b Employer Identification Number (EIN) <u>75-3064217</u>	2c Sponsor's telephone number <u>415-247-3000</u>	2d Business code (see instructions) <u>311400</u>

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	<u>Filed with authorized/valid electronic signature.</u>	<u>10/17/2011</u>	<u>JOHN HETZLER</u>
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	<u>Filed with authorized/valid electronic signature.</u>	<u>10/17/2011</u>	<u>JOHN HETZLER</u>
	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

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

Form 5500 (2010)
v.092307.1

3a Plan administrator's name and address (if same as plan sponsor, enter "Same")

DEL MONTE CORPORATION
 BENEFITS ADMINISTRATION
 P.O. BOX 193575
 SAN FRANCISCO, CA 94119-3575

3b Administrator's EIN

58-1964739

3c Administrator's telephone number

415-247-3000

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**5** Total number of participants at the beginning of the plan year**5**

7231

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**

2126

b Retired or separated participants receiving benefits.....**6b**

2611

c Other retired or separated participants entitled to future benefits.....**6c**

1146

d Subtotal. Add lines **6a**, **6b**, and **6c**.....**6d**

5883

e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....**6e**

617

f Total. Add lines **6d** and **6e**.....**6f**

6500

g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....**6g****h** Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....**6h**

47

7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)**7****8a** If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristic Codes in the instructions:

1A 1C 1G

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

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 SB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500 or 5500-SF.	OMB No. 1210-0110 2010 This Form is Open to Public Inspection
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For calendar plan year 2010 or fiscal plan year beginning 01/01/2010 and ending 12/31/2010

▶ **Round off amounts to nearest dollar.**

▶ **Caution:** A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.

A Name of plan <u>DEL MONTE CORPORATION RETIREMENT PLAN</u>	B Three-digit plan number (PN) ▶ <u>202</u>
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF <u>DEL MONTE CORPORATION</u>	D Employer Identification Number (EIN) <u>75-3064217</u>
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B	F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500

Part I	Basic Information
1 Enter the valuation date: Month <u>01</u> Day <u>01</u> Year <u>2010</u>	
2 Assets:	
a Market value	2a <u>392148995</u>
b Actuarial value	2b <u>395273415</u>
3 Funding target/participant count breakdown	
	(1) Number of participants (2) Funding Target
a For retired participants and beneficiaries receiving payment	3a <u>3227</u> <u>227867843</u>
b For terminated vested participants	3b <u>1755</u> <u>32414851</u>
c For active participants:	
(1) Non-vested benefits	3c(1) <u>8935278</u>
(2) Vested benefits	3c(2) <u>119746676</u>
(3) Total active	3c(3) <u>2249</u> <u>128681954</u>
d Total	3d <u>7231</u> <u>388964648</u>
4 If the plan is at-risk, check the box and complete items (a) and (b)	☐
a Funding target disregarding prescribed at-risk assumptions	4a
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been at-risk for fewer than five consecutive years and disregarding loading factor	4b
5 Effective interest rate	5 <u>6.53</u> %
6 Target normal cost	6 <u>14743159</u>

Statement by Enrolled Actuary

To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

SIGN HERE	<u>10/17/2011</u>
Signature of actuary	Date
<u>JEFFREY A. BROWN</u>	<u>11-06445</u>
Type or print name of actuary	Most recent enrollment number
<u>TOWERS WATSON DELAWARE INC.</u>	<u>415-836-1000</u>
Firm name	Telephone number (including area code)
<u>525 MARKET ST.</u> <u>SAN FRANCISCO, CA 94105</u>	
Address of the firm	

If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions ☐

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

Schedule SB (Form 5500) 2010
v.092308.1

Part II Beginning of year carryover and prefunding balances		(a) Carryover balance	(b) Prefunding balance
7	Balance at beginning of prior year after applicable adjustments (Item 13 from prior year)	16217029	29432837
8	Portion used to offset prior year's funding requirement (Item 35 from prior year)	5177666	2950735
9	Amount remaining (Item 7 minus item 8).....	11039363	26482102
10	Interest on item 9 using prior year's actual return of <u>19.10</u> %	1870162	4589667
11	Prior year's excess contributions to be added to prefunding balance:		
a	Excess contributions (Item 38 from prior year)		52646908
b	Interest on (a) using prior year's effective rate of <u>8.29</u> %		5164130
c	Total available at beginning of current plan year to add to prefunding balance		57811038
d	Portion of (c) to be added to prefunding balance.....		0
12	Reduction in balances due to elections or deemed elections.....	0	0
13	Balance at beginning of current year (item 9 + item 10 + item 11d – item 12).....	12909525	31071769

Part III Funding percentages			
14	Funding target attainment percentage.....	14	90.31 %
15	Adjusted funding target attainment percentage.....	15	101.62 %
16	Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement.....	16	93.63 %
17	If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage.....	17	%

Part IV Contributions and liquidity shortfalls					
18 Contributions made to the plan for the plan year by employer(s) and employees:					
(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
10/01/2010	40000000				
Totals ►			18(b)	40000000	18(c) 0

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:	
a Contributions allocated toward unpaid minimum required contribution from prior years.....	19a
b Contributions made to avoid restrictions adjusted to valuation date	19b
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date.....	19c 38146619
20 Quarterly contributions and liquidity shortfalls:	
a Did the plan have a "funding shortfall" for the prior year?	☒ Yes ☐ No
b If 20a is "Yes," were required quarterly installments for the current year made in a timely manner?	☒ Yes ☐ No
c If 20a is "Yes," see instructions and complete the following table as applicable:	
Liquidity shortfall as of end of Quarter of this plan year	
(1) 1st	(2) 2nd
0	0
(3) 3rd	(4) 4th
0	0

Part V Assumptions used to determine funding target and target normal cost

21 Discount rate:				
a Segment rates:	1st segment: 5.03 %	2nd segment: 6.73 %	3rd segment: 6.82 %	☐ N/A, full yield curve used
b Applicable month (enter code)				21b 4
22 Weighted average retirement age				22 63
23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute				

Part VI Miscellaneous items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment.	☒ Yes ☐ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.	☒ Yes ☐ No
26 Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment.....	☒ Yes ☐ No
27 If the plan is eligible for (and is using) alternative funding rules, enter applicable code and see instructions regarding attachment.....	27

Part VII Reconciliation of unpaid minimum required contributions for prior years

28 Unpaid minimum required contribution for all prior years	28	0
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (item 19a).....	29	
30 Remaining amount of unpaid minimum required contributions (item 28 minus item 29)	30	0

Part VIII Minimum required contribution for current year

31 Target normal cost, adjusted, if applicable (see instructions).....	31	14743159
32 Amortization installments:	Outstanding Balance	Installment
a Net shortfall amortization installment	4378910	831618
b Waiver amortization installment		
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33	
34 Total funding requirement before reflecting carryover/prefunding balances (item 31 + item 32a + item 32b – item 33).....	34	15574777
	Carryover balance	Prefunding balance
35 Balances used to offset funding requirement	6366204	0
36 Additional cash requirement (item 34 minus item 35).....	36	9208573
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (Item 19c).....	37	38146619
38 Interest-adjusted excess contributions for current year (see instructions).....	38	28938046
39 Unpaid minimum required contribution for current year (excess, if any, of item 36 over item 37).....	39	0
40 Unpaid minimum required contribution for all years	40	0

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
		2010
		This Form is Open to Public Inspection.
For calendar plan year 2010 or fiscal plan year beginning 01/01/2010 and ending 12/31/2010		
A Name of plan DEL MONTE CORPORATION RETIREMENT PLAN	B Three-digit plan number (PN) ▶	202
C Plan sponsor's name as shown on line 2a of Form 5500 DEL MONTE CORPORATION	D Employer Identification Number (EIN) 75-3064217	

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

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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)

BLACKROCK

94-6052285

(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?
21	INVESTMENT MANAGER	17483	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

CAPITAL GUARDIAN TRUST CO.

56-6377314

(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?
21	INVESTMENT MANAGER	185999	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

FISHER ASSET MANAGEMENT

20-2480800

(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?
21	INVESTMENT MANAGER	105618	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

MELLON CAPITAL

25-3078093

(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?
21	INVESTMENT MANAGER	111489	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

NISA INVESTMENT ADVISORS

39-1263400

(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?
21	INVESTMENT MANAGER	147854	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

PYRAMIS GROUP

04-3532603

(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?
21	INVESTMENT MANAGER	180539	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

TIMESQUARE CAPITAL

20-1665304

(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?
21	INVESTMENT MANAGER	131508	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

CALLAN CONSULTANTS

94-2192581

(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?
17	CONSULTING	81698	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

STATE STREET BANK TRUSTEE

04-0025081

(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?
26	TRUSTEE	135474	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

TOWERS WATSON

53-0181291

(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?
11	ACTUARY	586760	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

MELLON GLOBAL TRUSTEE

25-6078093

(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?
13	TRUSTEE	49333	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

(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?
			Yes ☐ No ☐	Yes ☐ No ☐		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
(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.	
(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
(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
(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:	YU ZHENG	b EIN:	53-0181291
c Position:	ACTUARY		
d Address:	TOWERS WATSON DELWARE, INC. 345 CALIFORNIA ST., STE. 1500 SAN FRANCISCO, CA 94104	e Telephone:	415-733-4100
Explanation: RESIGNED			

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:			

SCHEDULE D (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration	DFE/Participating Plan 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 2010 This Form is Open to Public Inspection.
For calendar plan year 2010 or fiscal plan year beginning 01/01/2010 and ending 12/31/2010		
A Name of plan DEL MONTE CORPORATION RETIREMENT PLAN		B Three-digit plan number (PN) ► 202
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 DEL MONTE CORPORATION		D Employer Identification Number (EIN) 75-3064217
Part I Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs) (Complete as many entries as needed to report all interests in DFEs)		
a Name of MTIA, CCT, PSA, or 103-12 IE: BLACKROCK INDEX FUND		
b Name of sponsor of entity listed in (a): DEL MONTE CORPORATION		
c EIN-PN 94-6052285-001	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 93469330
a Name of MTIA, CCT, PSA, or 103-12 IE: CAP GUARDIAN INTL EQUITY		
b Name of sponsor of entity listed in (a): DEL MONTE CORPORATION		
c EIN-PN 95-6597294-053	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 16908530
a Name of MTIA, CCT, PSA, or 103-12 IE: CAP GUARDIAN INTL NON US FIXED INC		
b Name of sponsor of entity listed in (a): DEL MONTE CORPORATION		
c EIN-PN 95-6597294-053	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 25978249
a Name of MTIA, CCT, PSA, or 103-12 IE: DEL MONTE MCM GTAA		
b Name of sponsor of entity listed in (a): DEL MONTE CORPORATION		
c EIN-PN 25-6078093-126	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 14341690
a Name of MTIA, CCT, PSA, or 103-12 IE: EB DV BRD MRKT SIF		
b Name of sponsor of entity listed in (a): DEL MONTE CORPORATION		
c EIN-PN 25-6078093-106	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 18918070
a Name of MTIA, CCT, PSA, or 103-12 IE: MCM EB INTL EQUITY		
b Name of sponsor of entity listed in (a): DEL MONTE CORPORATION		
c EIN-PN 25-6078093-034	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 6532333
a Name of MTIA, CCT, PSA, or 103-12 IE: PYRAMIS GROUP TRUST		
b Name of sponsor of entity listed in (a): DEL MONTE CORPORATION		
c EIN-PN 20-4659714-052	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 104267850

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
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
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
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
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)

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 G (Form 5500) Department of Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration	Financial Transaction Schedules 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 2010 This Form is Open to Public Inspection.
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For calendar plan year 2010 or fiscal plan year beginning 01/01/2010 and ending 12/31/2010	
A Name of plan: DEL MONTE CORPORATION RETIREMENT PLAN	B Three-digit plan number (PN) ► 202
C Plan sponsor's name as shown on line 2a of Form 5500 DEL MONTE CORPORATION	D Employer Identification Number (EIN): 75-3064217

Part I	Schedule of Loans or Fixed Income Obligations in Default or Classified as Uncollectible				
Complete as many entries as needed to report all loans or fixed income obligations in default or classified as uncollectible. Check box (a) if obligor is known to be a party in interest. Attach Overdue Loan Explanation for each loan listed. See Instructions.					
(a)	(b) Identity and address of obligor		(c) Detailed description of loan including dates of making and maturity, interest rate, the type and value of collateral, any renegotiation of the loan and the terms of the renegotiation, and other material items		
☐					
		Amount received during reporting year		Amount overdue	
(d) Original amount of loan	(e) Principal	(f) Interest	(g) Unpaid balance at end of year	(h) Principal	(i) Interest
(a)	(b) Identity and address of obligor		(c) Detailed description of loan including dates of making and maturity, interest rate, the type and value of collateral, any renegotiation of the loan and the terms of the renegotiation, and other material items		
☐					
		Amount received during reporting year		Amount overdue	
(d) Original amount of loan	(e) Principal	(f) Interest	(g) Unpaid balance at end of year	(h) Principal	(i) Interest
(a)	(b) Identity and address of obligor		(c) Detailed description of loan including dates of making and maturity, interest rate, the type and value of collateral, any renegotiation of the loan and the terms of the renegotiation, and other material items		
☐					
		Amount received during reporting year		Amount overdue	
(d) Original amount of loan	(e) Principal	(f) Interest	(g) Unpaid balance at end of year	(h) Principal	(i) Interest

(a)	(b) Identity and address of obligor	(c) Detailed description of loan including dates of making and maturity, interest rate, the type and value of collateral, any renegotiation of the loan and the terms of the renegotiation, and other material items
☐		

	Amount received during reporting year			Amount overdue	
(d) Original amount of loan	(e) Principal	(f) Interest	(g) Unpaid balance at end of year	(h) Principal	(i) Interest

(a)	(b) Identity and address of obligor	(c) Detailed description of loan including dates of making and maturity, interest rate, the type and value of collateral, any renegotiation of the loan and the terms of the renegotiation, and other material items
☐		

	Amount received during reporting year			Amount overdue	
(d) Original amount of loan	(e) Principal	(f) Interest	(g) Unpaid balance at end of year	(h) Principal	(i) Interest

(a)	(b) Identity and address of obligor	(c) Detailed description of loan including dates of making and maturity, interest rate, the type and value of collateral, any renegotiation of the loan and the terms of the renegotiation, and other material items
☐		

	Amount received during reporting year			Amount overdue	
(d) Original amount of loan	(e) Principal	(f) Interest	(g) Unpaid balance at end of year	(h) Principal	(i) Interest

(a)	(b) Identity and address of obligor	(c) Detailed description of loan including dates of making and maturity, interest rate, the type and value of collateral, any renegotiation of the loan and the terms of the renegotiation, and other material items
☐		

	Amount received during reporting year			Amount overdue	
(d) Original amount of loan	(e) Principal	(f) Interest	(g) Unpaid balance at end of year	(h) Principal	(i) Interest

(a)	(b) Identity and address of obligor	(c) Detailed description of loan including dates of making and maturity, interest rate, the type and value of collateral, any renegotiation of the loan and the terms of the renegotiation, and other material items
☐		

	Amount received during reporting year			Amount overdue	
(d) Original amount of loan	(e) Principal	(f) Interest	(g) Unpaid balance at end of year	(h) Principal	(i) Interest

Part II Schedule of Leases in Default or Classified as Uncollectible

Complete as many entries as needed to report all leases in default or classified as uncollectible. Check box (a) if lessor or lessee is known to be a party in interest. Attach Overdue Lease Explanation for each lease listed. (See instructions)

(a)	(b) Identity of lessor/lessee	(c) Relationship to plan, employer, employee organization or other party-in-interest	(d) Terms and description (type of property, location and date it was purchased, terms regarding rent, taxes, insurance, repairs, expenses, renewal options, date property was leased)			
☐						
(e) Original cost		(f) Current value at time of lease	(g) Gross rental receipts during the plan year	(h) Expenses paid during the plan year	(i) Net receipts	(j) Amount in arrears

(a)	(b) Identity of lessor/lessee	(c) Relationship to plan, employer, employee organization or other party-in-interest	(d) Terms and description (type of property, location and date it was purchased, terms regarding rent, taxes, insurance, repairs, expenses, renewal options, date property was leased)			
☐						
(e) Original cost		(f) Current value at time of lease	(g) Gross rental receipts during the plan year	(h) Expenses paid during the plan year	(i) Net receipts	(j) Amount in arrears

(a)	(b) Identity of lessor/lessee	(c) Relationship to plan, employer, employee organization or other party-in-interest	(d) Terms and description (type of property, location and date it was purchased, terms regarding rent, taxes, insurance, repairs, expenses, renewal options, date property was leased)			
☐						
(e) Original cost		(f) Current value at time of lease	(g) Gross rental receipts during the plan year	(h) Expenses paid during the plan year	(i) Net receipts	(j) Amount in arrears

(a)	(b) Identity of lessor/lessee	(c) Relationship to plan, employer, employee organization or other party-in-interest	(d) Terms and description (type of property, location and date it was purchased, terms regarding rent, taxes, insurance, repairs, expenses, renewal options, date property was leased)			
☐						
(e) Original cost		(f) Current value at time of lease	(g) Gross rental receipts during the plan year	(h) Expenses paid during the plan year	(i) Net receipts	(j) Amount in arrears

(a)	(b) Identity of lessor/lessee	(c) Relationship to plan, employer, employee organization or other party-in-interest	(d) Terms and description (type of property, location and date it was purchased, terms regarding rent, taxes, insurance, repairs, expenses, renewal options, date property was leased)			
☐						
(e) Original cost		(f) Current value at time of lease	(g) Gross rental receipts during the plan year	(h) Expenses paid during the plan year	(i) Net receipts	(j) Amount in arrears

(a)	(b) Identity of lessor/lessee	(c) Relationship to plan, employer, employee organization or other party-in-interest	(d) Terms and description (type of property, location and date it was purchased, terms regarding rent, taxes, insurance, repairs, expenses, renewal options, date property was leased)			
☐						
(e) Original cost		(f) Current value at time of lease	(g) Gross rental receipts during the plan year	(h) Expenses paid during the plan year	(i) Net receipts	(j) Amount in arrears

(a)	(b) Identity of lessor/lessee	(c) Relationship to plan, employer, employee organization or other party-in-interest	(d) Terms and description (type of property, location and date it was purchased, terms regarding rent, taxes, insurance, repairs, expenses, renewal options, date property was leased)			
☐						
(e) Original cost		(f) Current value at time of lease	(g) Gross rental receipts during the plan year	(h) Expenses paid during the plan year	(i) Net receipts	(j) Amount in arrears

Part III Nonexempt Transactions

Complete as many entries as needed to report all nonexempt transactions. **Caution:** If a nonexempt prohibited transaction occurred with respect to a disqualified person, file Form 5330 with the IRS to pay the excise tax on the transaction.

(a) Identity of party involved	(b) Relationship to plan, employer, or other party-in-interest	(c) Description of transaction including maturity date, rate of interest, collateral, par or maturity value	(d) Purchase price
CALLAN ASSOCIATES	CONSULTING	ERROR IN ALLOCATING PAYMENT OF INVOICE	

(e) Selling price	(f) Lease rental	(g) Transaction expenses	(h) Cost of asset	(i) Current value of asset	(j) Net gain (or loss) on each transaction
		110844			

(a) Identity of party involved	(b) Relationship to plan, employer, or other party-in-interest	(c) Description of transactions including maturity date, rate of interest, collateral, par or maturity value	(d) Purchase price
TIMES SQUARE	INVESTMENT MANAGER	INADVERTENT ERROR WHEN DETERMINING AMOUNTS	

(e) Selling price	(f) Lease rental	(g) Transaction expenses	(h) Cost of asset	(i) Current value of asset	(j) Net gain (or loss) on each transaction
		3530			

(a) Identity of party involved	(b) Relationship to plan, employer, or other party-in-interest	(c) Description of transactions including maturity date, rate of interest, collateral, par or maturity value	(d) Purchase price

(e) Selling price	(f) Lease rental	(g) Transaction expenses	(h) Cost of asset	(i) Current value of asset	(j) Net gain (or loss) on each transaction

(a) Identity of party involved	(b) Relationship to plan, employer, or other party-in-interest	(c) Description of transactions including maturity date, rate of interest, collateral, par or maturity value	(d) Purchase price

(e) Selling price	(f) Lease rental	(g) Transaction expenses	(h) Cost of asset	(i) Current value of asset	(j) Net gain (or loss) on each transaction

(a) Identity of party involved	(b) Relationship to plan, employer, or other party-in-interest	(c) Description of transactions including maturity date, rate of interest, collateral, par or maturity value	(d) Purchase price

(e) Selling price	(f) Lease rental	(g) Transaction expenses	(h) Cost of asset	(i) Current value of asset	(j) Net gain (or loss) on each transaction

(a) Identity of party involved	(b) Relationship to plan, employer, or other party-in-interest	(c) Description of transactions including maturity date, rate of interest, collateral, par or maturity value	(d) Purchase price

(e) Selling price	(f) Lease rental	(g) Transaction expenses	(h) Cost of asset	(i) Current value of asset	(j) Net gain (or loss) on each transaction

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
		2010
		This Form is Open to Public Inspection

For calendar plan year 2010 or fiscal plan year beginning 01/01/2010 and ending 12/31/2010		
A Name of plan DEL MONTE CORPORATION RETIREMENT PLAN	B Three-digit plan number (PN) ►	202
C Plan sponsor's name as shown on line 2a of Form 5500 DEL MONTE CORPORATION	D Employer Identification Number (EIN) 75-3064217	

Part I	Asset and Liability Statement
---------------	--------------------------------------

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		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	26820000	
(2) Participant contributions	1b(2)		
(3) Other.....	1b(3)	216932185	818585
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)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)		
(9) Value of interest in common/collective trusts.....	1c(9)		280416052
(10) Value of interest in pooled separate accounts.....	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)	149146613	
(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)		17241785
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
(15) Other	1c(15)		140986341

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	392898798	439462763

Liabilities

g Benefit claims payable	1g		
h Operating payables	1h	168811	361840
i Acquisition indebtedness	1i		
j Other liabilities	1j		138952
k Total liabilities (add all amounts in lines 1g through 1j)	1k	168811	500792

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	392729987	438961971
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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)	40000000	
(B) Participants	2a(1)(B)		
(C) Others (including rollovers)	2a(1)(C)		
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		40000000
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)		
(F) Other	2b(1)(F)	2982119	
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		2982119
(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)	852140	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)		
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		852140
(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)		8946005
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		24367563
(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)		1127644
c Other income.....	2c		4592408
d Total income. Add all income amounts in column (b) and enter total.....	2d		82867879

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	34607402	
(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)		34607402
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions).....	2g		
h Interest expense.....	2h		
i Administrative expenses: (1) Professional fees	2i(1)	917612	
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)	1110881	
(4) Other	2i(4)		
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		2028493
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		36635895

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		46231984
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: **KMPG, LLP**

(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		114374
e Was this plan covered by a fidelity bond?.....	X		25000000
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.			

- 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)

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 2010 This Form is Open to Public Inspection.
For calendar plan year 2010 or fiscal plan year beginning 01/01/2010 and ending 12/31/2010		
A Name of plan DEL MONTE CORPORATION RETIREMENT PLAN		B Three-digit plan number (PN) ► 202
C Plan sponsor's name as shown on line 2a of Form 5500 DEL MONTE CORPORATION		D Employer Identification Number (EIN) 75-3064217
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
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): _____ 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 2569
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	
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		
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) 2010 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: 45% Investment-Grade Debt: 49% High-Yield Debt: 2% Real Estate: 0% Other: 4%

- 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):



**DEL MONTE CORPORATION
RETIREMENT PLAN**

(Formerly Del Monte Corporation
Retirement Plan for Salaried Employees)

Financial Statements and Supplemental Schedules

December 31, 2010 and 2009

(With Independent Auditors' Report Thereon)



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

Independent Auditors' Report

Del Monte Corporation Employee Benefits Committee
Del Monte Corporation Plan Administrative Committee
Del Monte Corporation Plan Investment Committee
Del Monte Corporation Retirement Plan (formerly Del Monte
Corporation Retirement Plan for Salaried Employees):

We were engaged to audit the accompanying statements of net assets available for benefits of the Del Monte Corporation Retirement Plan, (formerly Del Monte Corporation Retirement Plan for Salaried Employees) (the Plan) as of December 31, 2010 and 2009, the related statements of changes in net assets available for benefits for the years then ended, and the supplemental schedules of Schedule H, line 4i- schedule of assets (held at end of year) as of December 31, 2010 and Schedule H, line 4j- schedule of reportable transactions for the year ended December 31, 2010. These financial statements and supplemental schedules 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 investment information described in notes 8 and 10, which was certified by State Street Bank and Trust Company, the trustee of the Plan as of and for the years ended December 31, 2010 and 2009, and The Bank of New York Mellon, the trustee of the Plan as of and for the year ended December 31, 2010, except for comparing such information with the related information included in the financial statements and supplemental schedules. We have been informed by the plan administrator that the trustees hold the Plan's investment assets and execute investment transactions. The plan administrator has obtained certifications from the trustees as of December 31, 2010 and 2009 and for the years ended December 31, 2010 and 2009, that the information provided to the plan administrator by the trustees is complete and accurate.

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 schedules taken as a whole. The form and content of the information included in the financial statements and supplemental schedules, other than that derived from the information certified by the trustees, 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

October 14, 2011

DEL MONTE CORPORATION
RETIREMENT PLAN
(Formerly Del Monte Corporation
Retirement Plan for Salaried Employees)
Statements of Net Assets Available for Benefits
December 31, 2010 and 2009

	<u>2010</u>	<u>2009</u>
Assets:		
Investments, at fair value	\$ 438,644,178	149,146,613
Contribution receivable from plan sponsor	—	26,820,000
Receivable from other plans due to plan merger (note 3)	—	216,930,330
Interest and dividend receivable	814,074	—
Other receivable (note 6)	4,511	1,855
	<u>439,462,763</u>	<u>392,898,798</u>
Total assets		
Liabilities:		
Accrued administrative expenses	361,840	168,811
Due to brokers for pending trades	138,952	—
	<u>500,792</u>	<u>168,811</u>
Total liabilities		
Net assets available for benefits	<u>\$ 438,961,971</u>	<u>392,729,987</u>

See accompanying notes to financial statements.

DEL MONTE CORPORATION
RETIREMENT PLAN
(Formerly Del Monte Corporation
Retirement Plan for Salaried Employees)

Statements of Changes in Net Assets Available for Benefits
Years ended December 31, 2010 and 2009

	<u>2010</u>	<u>2009</u>
Investment income:		
Interest	\$ 2,954,939	752,216
Dividends	852,140	361,251
Net appreciation in fair value of investment in Master Trust	24,367,563	23,072,163
Net appreciation in fair value of investments	14,666,057	—
Other income	27,180	28,078
Total investment income	<u>42,867,879</u>	<u>24,213,708</u>
Employer contributions	<u>40,000,000</u>	<u>29,414,677</u>
Deductions from net assets attributed to:		
Benefit payments to participants	34,607,402	12,056,626
Administrative expenses	2,028,493	766,590
Total deductions	<u>36,635,895</u>	<u>12,823,216</u>
Net increase before transfers	46,231,984	40,805,169
Transfers in due to plan merger (note 3)	<u>—</u>	<u>216,930,330</u>
Net increase	46,231,984	257,735,499
Net assets available for benefits:		
Beginning of year	<u>392,729,987</u>	<u>134,994,488</u>
End of year	<u>\$ 438,961,971</u>	<u>392,729,987</u>

See accompanying notes to financial statements.

DEL MONTE CORPORATION
RETIREMENT PLAN
(Formerly Del Monte Corporation
Retirement Plan for Salaried Employees)

Notes to Financial Statements

December 31, 2010 and 2009

(1) Description of the Plan

The Del Monte Corporation Retirement Plan (the Plan) is a noncontributory defined benefit plan sponsored by Del Monte Corporation (Del Monte, DMC or the Company) formerly a wholly owned subsidiary of Del Monte Foods Company (DMFC). The Plan provides benefits for eligible salaried and hourly employees of the Company and other companies who are in designated Participating Units, as defined in the Plan document. Additional information about the Plan including the benefit provisions of the Plan is described in the plan document, which is available from the Del Monte Corporation Plan Administrative Committee. The Plan is subject to the provisions of the Employment Retirement Income Security Act of 1974 (ERISA), as amended.

The Plan was created when the Company amended its three former defined benefit retirement plans merging the Del Monte Corporation Retirement Plan for Hourly Employees (Hourly Plan) and the Del Monte Corporation Retirement System for Hourly Employees (Retirement System Hourly Plan) into the Del Monte Corporation Retirement Plan for Salaried Employees (Salaried Plan) effective with the close of business on December 31, 2009. The surviving plan, the Del Monte Corporation Retirement Plan for Salaried Employees, was amended to change its name to the Del Monte Corporation Retirement Plan effective January 1, 2010.

Effective with the mergers into the Plan, the benefit features and rights available to participants covered by the three plans in effect immediately prior to the time of the mergers continued to be in effect immediately on and following the merger. The Plan assumed all of the assets and liabilities of the Del Monte Corporation Retirement Plan for Hourly Employees and the Del Monte Corporation Retirement System for Hourly Employees effective with the merger. The assets from the individual plans merged on October 1, 2010, and The Bank of New York Mellon (Mellon) became the sole trustee for the Plan.

Effective January 1, 1996, the Hourly Plan was amended to cease participation and accruals for new hires and rehired employees. In addition, certain nonunion hourly participants in the Hourly Plan ceased participation and accruals unless the participant had attained age 40 or 20 years of service by December 31, 1995.

Plan participants that were formerly participants in the Retirement System Hourly Plan include current and former hourly employees at the Company's Terminal Island facility and employees at the former American Samoa and former Pittsburgh facilities. Terminal Island employees who participate in the Plan are represented by the following bargaining agents: the United Industrial Workers, Service, Transportation, Professional and Government of North America, affiliated with the Seafarers International Union of North America – Atlantic, Gulf, Lakes and Inland Water District, affiliated with the Seafarers International Union of North America and the AFL-CIO, and its Local 24, and also the American Federation of Guards. Pittsburgh factory employees who participate in the Plan are represented by the following bargaining agents: the United Food & Commercial Workers International Union, AFL-CIO & CLC, on behalf of and in conjunction with its Local 325. American Samoa employees who participated in the Plan are not represented by a collective bargaining unit and included employees of Star-Kist Samoa, Inc.

DEL MONTE CORPORATION
RETIREMENT PLAN
(Formerly Del Monte Corporation
Retirement Plan for Salaried Employees)

Notes to Financial Statements

December 31, 2010 and 2009

On April 26, 2011, DMFC a wholly-owned subsidiary of Blue Acquisition Group, Inc. (Parent), merged with and into DMC with DMC being the surviving corporation, and as a result became a direct wholly-owned subsidiary of Parent.

(a) Funding Policy

It has been the Company's policy to fund the Plan in amounts equal to or in excess of the Plan's minimum funding requirements set forth by ERISA and the Pension Protection Act of 2006 (PPA). Contributions in excess of the minimum funding requirement will only be made to the extent they are deductible for federal income tax purposes under Internal Revenue Code (IRC) Section 404. In 1997, Del Monte entered into an agreement with the Pension Benefit Guaranty Corporation (PBGC) which imposed additional funding requirements on the Plan. The agreement caused the Company to make contributions to the Plan in excess of the ERISA minimum funding requirements, but only to the extent such additional payments would be deductible for federal income tax purposes. In July 2009, the PBGC agreed to terminate the agreement and relinquish the prefunding balance, which was required under the agreement, into the general asset base of the plan. For the years ended December 31, 2010 and 2009 (to the three plans prior to their merger), the Company made contributions of \$40,000,000 and \$63,298,860, respectively. The 2009 contributions of \$24,972,203 and \$8,911,980 to the Hourly Plan and the Retirement System Hourly Plan, respectively, are included in transfers in due to plan merger in the accompanying statements of changes in net assets available for benefits for the year ended December 31, 2009. The Retirement System Hourly Plan was amended in December 2003 and August 2004 such that active participation by Terminal Island participants has ceased. Depending on the date negotiated with the applicable union, these provisions were effective November 1, 2003; January 1, 2004; and June 1, 2004. Previous to this amendment pursuant to the applicable collective bargaining agreement, participants contributed fourteen cents for each hour of service as defined in the Plan document. At December 31, 2010 and 2009, the accumulated contributions of active employees were approximately \$836,100 and \$620,700, respectively, including interest at 120% of the Federal mid-term rate. Participants who terminate employment for reasons other than death prior to completion of at least five years of continuous service and prior to retirement, shall be paid in a lump sum payment the total of their accumulated contributions as soon as practicable following six months after termination of employment.

(b) Master Trust

Through September 2010, assets of the Salaried Plan and Hourly Plan were commingled in the Del Monte Defined Benefit Master Trust (Master Trust). The Salaried Plan and Hourly Plan collectively owned, through the Master Trust, the assets based upon investment percentages. Accordingly, each plan's investment percentage in the Master Trust changed regularly. Income earned by the Master Trust was allocated to each plan based upon the investment percentage on the day the income was earned. As of December 31, 2009, the Salaried Plan's interest in the net assets of the Master Trust was 52.6%. As a result of the transfer of assets to Mellon, the Plan's assets are no longer held in a Master Trust.

DEL MONTE CORPORATION
RETIREMENT PLAN
(Formerly Del Monte Corporation
Retirement Plan for Salaried Employees)

Notes to Financial Statements

December 31, 2010 and 2009

Through March 2010, the Del Monte Employee Corporation Employee Benefits Committee, and thereafter, the Del Monte Corporation Plan Investment Committee, served as the named fiduciary for the Plan's investments and generally appointed investment managers for the Master Trust's investments.

(c) Benefit Provision and Vesting

If the lump sum value of the retired participant's nonforfeitable benefit is less than \$1,000 the entire benefit shall be paid in a lump sum without the written consent of the participant's spouse and neither the retired participant or the retired participant's spouse shall have any further rights under the Plan. For distributions where the lump sum value is between \$1,000 and \$5,000, the benefit may be paid in a lump sum without the written consent of the participant's spouse within 90 days of notice of such election for the Hourly Plan and Retirement System Hourly Plan and within 180 days of notice of such election for the Salaried Plan.

Salaried Plan

Employees who have completed one year of service are eligible to participate in the Plan. Participant benefit accruals are expressed as a cash balance (the Credit Balance). Participant Credit Balances are increased each month with compensation credits and interest credits. Compensation credits are calculated as a percentage, based on age, of eligible compensation according to the following schedule:

Participant age on last day of the month	All eligible compensation
Below 30	3.0%
30 but below 35	4.0
35 but below 40	5.0
40 but below 45	6.0
45 but below 50	8.0
50 but below 55	10.0
55 but below 60	11.0
60 but below 65	12.0
65 and over	13.0

Interest credits are calculated by multiplying the prior month's Credit Balance by the monthly interest factor. The monthly interest factor is based on the annual yield on the six-month Treasury Bill plus 1.5%, converted to a monthly amount. Effective January 1, 2008, the Plan was amended to provide for a minimum annual effective interest factor of no less than 4.5%. Participants become 100% vested in their accrued benefit after completing three years of vesting service.

Upon termination of employment, participants may receive their vested accrued benefit in the form of an immediate lump sum or as an immediate monthly annuity. In addition, participants who have

DEL MONTE CORPORATION
RETIREMENT PLAN
(Formerly Del Monte Corporation
Retirement Plan for Salaried Employees)

Notes to Financial Statements

December 31, 2010 and 2009

not yet attained normal retirement age (age 65) may elect to receive a deferred monthly annuity. If a participant dies prior to commencing payments under the Plan, his or her beneficiary would be entitled to receive a lump-sum death benefit equal to his or her Credit Balance.

Hourly Plan

Participant accrued benefits are calculated as 1.75% of average final compensation multiplied by credit service (maximum 40 years), reduced by 0.75% of the estimated Social Security benefit multiplied by credit service (maximum 35 years). Certain plan participants may have a portion of their benefit calculated under a prior plan formula. Participants become 100% vested in their accrued benefit upon completion of five years of vesting service.

Benefits are payable as a single life annuity, or a joint and 50% or 100% survivor annuity, commencing at normal retirement age (age 65). Participants, who terminate after 20 years of service, may be entitled to commence benefits as early as age 55, subject to appropriate reduction. Certain participants who retire after attaining age 55 and 30 years of service may be entitled to commence benefits immediately with no reduction for early commencement. If a vested married participant dies prior to commencing payments under the Plan, his or her surviving spouse would be entitled to a survivor's benefit.

Retirement System Hourly Plan

Employees with five or more years of service are entitled to an annual pension benefit at normal retirement age (65). The Plan permits early retirement. Generally, benefits are calculated as follows:

Pittsburgh factory employees' annual service retirement benefit is calculated as follows:

1. Effective for retirements occurring prior to March 1, 2003, an annual benefit for credited service rendered as a participant on or after January 1, 1967, equal to 1.10% of the participant's earnable compensation earned during such period; or
2. Effective for retirements occurring on or after March 1, 2003, an annual benefit for credited service rendered as a participant on or after January 1, 1967 equal to 1.20% of the participant's earnable compensation earned during such period; plus
3. The amount, if any, required in addition to the benefit set forth above for retirements occurring prior to March 1, 2003, to make the participant's annual retirement benefit equal to \$456 per year for each year of credited service rendered on and after January 1, 1967 and for retirements occurring on or after March 1, 2003, the amount, if any, to make the participant's annual retirement benefit equal to \$504 per year for each year of credited service rendered on and after January 1, 1967.
4. If a participant has credited service prior to January 1, 1967, certain additional provisions may apply.

DEL MONTE CORPORATION
RETIREMENT PLAN
(Formerly Del Monte Corporation
Retirement Plan for Salaried Employees)

Notes to Financial Statements

December 31, 2010 and 2009

5. Participants who have attained age 55 with 30 or more years of continuous service are eligible to receive an annual "special service supplement" benefit equal to \$156 for each completed year of credited service in addition to the benefit described above. This benefit is payable only to the earlier of age 62 or the date the participant becomes eligible for a social security disability benefit. These same participants are eligible to receive their age 65 benefit in the form of an immediate unreduced benefit as of their retirement date.

Star-Kist Samoa, Inc. employees' annual service retirement benefit is calculated as follows:

1. 1.25% of the participant's compensation earned on or after June 1, 1973; plus
2. The amount, if any, required in addition to 1.25% of the participant's compensation earned on or after June 1, 1973 to make the annual service retirement benefit equal to \$96 per year for each year of credited service rendered on or after June 1, 1973.
3. In addition to the benefit set forth above, an annual benefit for uninterrupted service rendered as an employee of Star-Kist Samoa, Inc. prior to June 1, 1973 equal to 0.5% of the first \$3,000 and 1% of the excess of earnable compensation received during 1972 or if greater \$84 per year for each year of credited service rendered prior to June 1, 1973.

Terminal Island employees' annual service retirement benefit is determined as follows:

1. \$132 multiplied by the participant's credited service earned on or after January 1, 1986 but prior to January 1, 1989;
2. \$156 multiplied by the participant's credited service earned on and after January 1, 1989, but prior to November 1, 2003, January 1, 2004, and June 1, 2004, depending on the date negotiated with the applicable union; and
3. The participant's annual normal pension as determined under a certain multiemployer pension plan known as the Fish Cannery-United Industrial Workers Pension Plan as existing on December 31, 1985 and as to which, prior to January 1, 1986, Star-Kist Foods Inc. was a contributing employer, plus any additional amounts to which the participant would be entitled under that plan.

Benefits are generally payable for life and are in the form of a single life annuity or joint and survivor annuity if the participant is married. For certain Pittsburgh participants, a special retirement supplement benefit may also be paid as a lump sum in the amount of \$6,500. If a participant dies prior to commencing payments under the Plan, his or her beneficiary would be entitled to receive a survivor's benefit. Generally, an active employee with 10 or more years of continuous service who becomes disabled is retired from service and receives a disability retirement benefit commencing on the disability retirement date. With respect to Terminal Island employees, the participant must be disabled for at least five consecutive months before being retired from service.

DEL MONTE CORPORATION
RETIREMENT PLAN
(Formerly Del Monte Corporation
Retirement Plan for Salaried Employees)

Notes to Financial Statements

December 31, 2010 and 2009

(d) Plan Termination

In the event the Plan terminates, the net assets of the Plan will be allocated, as prescribed by ERISA and its related regulations, generally to provide the following benefits in the order indicated:

1. Benefits attributable to employee contributions, taking into account those paid out before termination (applicable only for the Retirement System Hourly Plan).
2. Annuity benefits that former employees or their beneficiaries have been receiving for at least three years, or that employees eligible to retire for that three-year period would have been receiving if they had retired with benefits in the normal form of annuity under the Plan. The priority amount is limited to the lowest benefit that was payable (or would have been payable) during those three years. The amount is further limited to the lowest benefit that would be payable under Plan provisions in effect at any time during the five years preceding Plan termination.
3. Other vested benefits insured by the PBGC up to the applicable limitations, as discussed below.
4. All other vested benefits (that is, vested benefits not insured by the PBGC).
5. All nonvested benefits.

Certain benefits under the Plan are insured by the PBGC if the Plan terminates. Generally, the PBGC guarantees most vested normal age retirement benefits, early retirement benefits, and certain disability and survivor's pensions. However, the PBGC does not guarantee all types of benefits under the Plan, and the amount of benefit protection is subject to certain limitations. Vested benefits under the Plan are guaranteed at the level in effect on the date of the Plan's termination. However, there is a statutory ceiling, which is adjusted periodically, on the amount of an individual's monthly benefit that the PBGC guarantees.

Whether all participants receive their benefits should the Plan terminate at some future time will depend on the sufficiency, at that time, of the Plan's net assets to provide for accumulated benefit obligations and may also depend on the financial condition of the Plan sponsor and the level of benefits guaranteed by the PBGC.

(2) Summary of Significant Accounting Policies

(a) Basis of Accounting

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

(b) Use of Estimates

The preparation of the financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions

DEL MONTE CORPORATION
RETIREMENT PLAN
(Formerly Del Monte Corporation
Retirement Plan for Salaried Employees)

Notes to Financial Statements

December 31, 2010 and 2009

that affect the reported amount of assets, liabilities and changes therein, disclosure of contingent assets and liabilities, and the actuarial present value of accumulated plan benefits at the date of the financial statements. Actual results could differ from those estimates.

(c) Valuation of Investments and Income Recognition

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 9 for a 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.

The Hourly Plan had purchased annuity contracts from John Hancock Life Insurance Company (John Hancock) to pay benefits to named employees or their beneficiaries. The annuity contracts provide for the possibility of periodic dividends at John Hancock's discretion on the basis of its experience under the contracts. The Plan received dividends of \$168,878 and \$66,931 in 2010 and 2009, respectively. These dividends represent income to the Plan. John Hancock maintains a contingency reserve which is the source of potential dividends which can be paid to the Plan. As of December 31, 2010, the balance in the contingency reserve was \$867,619. Although John Hancock is under no obligation to declare a dividend each year, based on past experience, the Plan expects to receive the remainder of this reserve over the next several years.

(d) Administrative Expenses

The Plan pays substantially all expenses reasonably incurred in administering the Plan to the extent such expenses are incurred in connection with activities necessary to operate the Plan for the benefit of its participants. Certain administrative expenses are paid by the Company.

(e) Payment of Benefits

Benefit payments to participants are recorded when paid.

(f) Risks and Uncertainties

The Plan invests in various investment securities. 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 the amounts reported in the statement of net assets available for benefits.

Plan contributions are made and the actuarial present value of accumulated plan benefits are reported based on certain assumptions pertaining to interest rates, inflation rates and employee demographics, all of which are subject to change. Due to uncertainties inherent in the estimations and assumptions

DEL MONTE CORPORATION
RETIREMENT PLAN
(Formerly Del Monte Corporation
Retirement Plan for Salaried Employees)

Notes to Financial Statements

December 31, 2010 and 2009

process, it is at least reasonably possible that changes in these estimates and assumptions in the near term would be material to the financial statements.

(3) Merger

As described in Note 1, the Plan assumed all of the assets and liabilities of the Del Monte Corporation Retirement Plan for Hourly Employees and the Del Monte Corporation Retirement System for Hourly Employees effective with the merger. The assets from the individual plans merged on October 1, 2010.

Plan name	Accumulated benefits as of December 31, 2009
Del Monte Corporation Retirement Plan for Hourly Employees	\$ 147,090,333
Del Monte Corporation Retirement System for Hourly Employees	<u>52,350,900</u>
	<u>\$ 199,441,233</u>

(4) Income Tax Status

The Internal Revenue Service (IRS) has issued the Plan a favorable determination letter dated June 25, 2008. The Company intends that the Plan be qualified under Sections 401(a) and 501(a) of the IRC and, therefore, is not subject to tax under present federal income tax law. Therefore, no provision for income taxes has been included in the Plan's financial statements. Although the Plan has been amended since receiving the determination letter, the Company believes that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC.

GAAP requires Plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. The Plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2010, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan administrator believes it is no longer subject to income tax examinations for years prior to 2008.

(5) Actuarial Present Value of Accumulated Plan Benefits

Accumulated plan benefits are those estimated future periodic payments, including lump sum distributions that are attributable under the Plan's provisions for service accrued by the employees to the valuation date. Accumulated plan benefits include benefits expected to be paid to (i) retired or terminated employees or their beneficiaries, and (ii) present employees or their beneficiaries.

DEL MONTE CORPORATION
RETIREMENT PLAN
(Formerly Del Monte Corporation
Retirement Plan for Salaried Employees)

Notes to Financial Statements

December 31, 2010 and 2009

(a) *Salaried Plan*

Benefits for retired or terminated employees or their beneficiaries are based on a cash balance plan formula using credits made monthly to participant hypothetical accounts consisting of a percentage (based on age) of that month's eligible compensation plus interest credits on the previous month's balance. Certain grandfathered participants are eligible to receive benefits under an alternative formula based on an employee's highest average compensation for any five consecutive years during the last ten Years of Credited Service, as defined in the Plan document; the Plan was amended April 30, 1992 to cease recognition of any future credited service or average final compensation under this alternative retirement form. At retirement, a participant who is eligible for the alternative benefit will have the option to receive a benefit under the cash balance formula or under the alternative benefit based on compensation and credited service to April 30, 1992, if it is greater than the benefit under the cash balance formula. Benefits payable under all circumstances – retirement, death, disability, and termination of employment – are included, to the extent they are deemed attributable to employee service accrued to the valuation date.

(b) *Hourly Plan*

Benefits for retired or terminated employees or their beneficiaries are based on the employees' highest average compensation for any five consecutive years during the last ten Years of Credited Service, as defined in the Plan document. Benefits payable under all circumstances – retirement, death, disability, and termination of employment – are included, to the extent they are deemed attributable to employee service accrued to the valuation date.

(c) *Retirement System Hourly Plan*

Benefits for retired or terminated employees or their beneficiaries are based on the employees' career compensation during the years of credited service, as defined in the Plan document. Benefits payable under all circumstances – retirement, death, disability, and termination of employment – are included, to the extent they are deemed attributable to employee service accrued to the valuation date.

(d) *Accumulated Plan Benefits*

The actuarial present value of accumulated plan benefits is determined by an independent actuary, and is that amount that results from applying actuarial assumptions to adjust the accumulated plan benefits to reflect the time value of money (through discounts for interest) and the probability of payment (by means of decrements such as for death, disability, withdrawal, or retirement) between the valuation date and the expected date of payment. The valuation was performed as of January 1, 2010. Had the valuation been performed as of December 31, 2009 there would be no material difference.

DEL MONTE CORPORATION
RETIREMENT PLAN
(Formerly Del Monte Corporation
Retirement Plan for Salaried Employees)

Notes to Financial Statements

December 31, 2010 and 2009

The accumulated plan benefit information as of December 31, 2009 is as follows:

Actuarial present value of accumulated plan benefits:

Vested benefits:

Participating employees	\$ 111,963,357
Participants with deferred benefits	28,865,108
Retirees and beneficiaries	<u>213,050,192</u>
	353,878,657

Nonvested benefits	<u>8,282,796</u>
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Total actuarial present value of accumulated plan benefits	<u><u>\$ 362,161,453</u></u>
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Changes in the actuarial present value of accumulated plan benefits for the 2009 plan year are as follows:

Actuarial present value of accumulated plan benefits at beginning of year	\$ 150,259,653
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Increase attributable to:

Benefits accumulated, including actuarial (gains)/losses	10,128,167
Decrease in the discount period	11,871,073
Benefits paid	(12,056,626)
Change in mortality and discount rate assumptions	2,517,953
Transfer due to plan merger	<u>199,441,233</u>

Net increase	<u>211,901,800</u>
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Actuarial present value of accumulated plan benefits at end of year	<u><u>\$ 362,161,453</u></u>
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DEL MONTE CORPORATION
RETIREMENT PLAN
(Formerly Del Monte Corporation
Retirement Plan for Salaried Employees)

Notes to Financial Statements

December 31, 2010 and 2009

Significant assumptions underlying the actuarial computations using the projected unit cost method are:

Interest discount rate	7.50% for 2010 and 7.75%, 7.50% and 7.50% for Salaried, Hourly and Retirement System Plan for 2009, respectively,
Mortality basis	2010 and 2009 – Static tables with separate mortality rates for annuitants and non-annuitants as prescribed under Section 403(h)3(a) of the IRC

Retirement age – Salaried Plan	Age	Rates			
	60	15.0%			
	62	30.0%			
	65	50.0%			
	68	100.0%			
Retirement age – Hourly Plan	Regular age	Early retirement	Unreduced early retirement	Normal retirement	
	55	9.0%	30.0%	—	
	60	9.0%	16.5%	—	
	62	52.5%	75.0%	—	
	64	30.0%	60.0%	—	
	65	—	—	100.0%	
Retirement age – Retirement System Hourly Plan	Age	Regular early retirement for Samoa	Unreduced early retirement for Samoa	Regular early retirement for Terminal Island	Normal retirement
	55	10.0%	—	10.0%	—
	60	12.0%	—	7.5%	—
	62	40.0%	40.0%	25.0%	—
	64	20.0%	40.0%	15.0%	—
	65	—	—	—	100.0%

These actuarial assumptions are based on the presumption that the Plan will continue. Were the Plan to terminate, different actuarial assumptions and other factors might be applicable in determining the actuarial present value of accumulated plan benefits.

(6) Nonexempt Prohibited Transactions

In June 2010, the Plan Sponsor discovered that certain administrative expenses due to Callan Associates on behalf of the Company were paid out of the Plan. This could be deemed a nonexempt prohibited transaction. As a result, in July 2010 the Company reimbursed the Plan in the amount of \$110,844 and in October 2011, the Company reimbursed the Plan for lost interest in the amount of \$4,511 at the IRS rate.

A portion of the Plan's assets are invested in securities purchased under an Investment Advisory Agreement with Times Square Capital Management (Times Square), a registered Investment Advisor. In April 2010, Times Square discovered a billing error relating to an incorrect methodology used in

DEL MONTE CORPORATION
RETIREMENT PLAN
(Formerly Del Monte Corporation
Retirement Plan for Salaried Employees)

Notes to Financial Statements

December 31, 2010 and 2009

calculating the investment management fee for the period beginning with the second quarter of 2006 through the first quarter of 2010. This billing error resulted in an overpayment of the management fee during those periods and could be deemed a nonexempt prohibited transaction. As a result, in 2010, Times Square issued a corrective billing credit in the amount of \$3,530, representing the net overpayment for the cumulative billing periods ending March 31, 2010 and reimbursed the Plan for interest at the IRS rate.

(7) Transactions with Related Parties

Prior to October 1, 2010, plan investments related to the Hourly and Salaried Plan were trusted by State Street Bank and Trust (State Street) and plan investments related to the Retirement System Hourly Plan were trusted by Mellon. Effective October 1, 2010, the assets trusted by State Street were transferred to Mellon. As of December 31, 2010, State Street trusted \$825. Investment transactions with State Street and Mellon qualify as party-in-interest transactions.

(8) Trustee Certification

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, 2010 and 2009 from State Street and as of and for the year ended December 31, 2010 from Mellon that all of the investment information provided by them is complete and accurate. Information included in the accompanying financial statements as to investments and investment income in the trust fund administered by the trustees is presented with reliance solely upon those certifications.

(9) Fair Value Measurements

A three-tier fair value hierarchy is used to prioritize the inputs used in measuring fair value. The hierarchy gives the highest priority to quoted prices in active markets (Level 1) and the lowest priority to unobservable inputs (Level 3). The three levels are defined as follows:

- Level 1 Inputs – unadjusted quoted prices in active markets for identical assets or liabilities;
- Level 2 Inputs – quoted prices for similar assets and liabilities in active markets or inputs that are observable for the asset or liability, either directly or indirectly through market corroboration, for substantially the full term of the financial instrument; and
- Level 3 Inputs – unobservable inputs reflecting the Company's own assumptions in measuring the asset or liability at fair value.

The Plan applies the measurement provisions of Accounting Standards Update No. 2009-12, "*Investments in Certain Entities That Calculate Net Asset Value per Share (or Its Equivalent)*" to 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.

DEL MONTE CORPORATION
RETIREMENT PLAN
(Formerly Del Monte Corporation
Retirement Plan for Salaried Employees)

Notes to Financial Statements

December 31, 2010 and 2009

Following is a description of the valuation methodologies used for assets measured at fair value.

Interest bearing cash: valued based on cost, which approximates fair value;

Common collective trust funds: valued based on the net asset value of the fund and is redeemable daily;

Mutual funds: valued at quoted market prices on the last business day of the benefit plan year;

Corporate stock: valued at the last reported sales price on the last business day of the benefit plan year;

Corporate debt securities: valued based on yields currently available on comparable securities of issuers with similar credit ratings;

U.S. government securities: securities traded on a national securities exchange are valued at the last reported sales price on the last business day of the benefit plan year. Securities traded in the over-the-counter market and listed securities for which no sale was reported on the last business day of the year are valued at the average of the last reported bid and ask prices;

Limited partnership interests: valued based on the net asset value of the fund and is redeemable monthly (level 2) or valued based on the net asset value of the partnership and cannot be redeemed prior to the termination of the partnership as provided for in the partnership agreement (level 3); and

The asset's fair value measurement level is based on the lowest level of any input that is significant to the fair value measurement.

DEL MONTE CORPORATION
RETIREMENT PLAN
(Formerly Del Monte Corporation
Retirement Plan for Salaried Employees)

Notes to Financial Statements

December 31, 2010 and 2009

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2010:

	Investments at fair value			Total
	Level 1	Level 2	Level 3	
Plan investments:				
Interest bearing cash	\$ 30,136,608	—	—	30,136,608
Common collective trust funds:				
Fixed income	—	130,246,099	—	130,246,099
Equity index funds	—	118,919,733	—	118,919,733
Equity funds	—	16,908,530	—	16,908,530
Other funds	—	14,341,690	—	14,341,690
Mutual funds:				
Equity funds	17,209,809	—	—	17,209,809
Other funds	31,976	—	—	31,976
Corporate stock	30,162,849	—	—	30,162,849
Corporate debt securities	—	26,955,552	—	26,955,552
U.S. government securities	—	37,075,944	—	37,075,944
Limited partnership interests	—	9,796,114	4,309,966	14,106,080
Other	—	2,549,308	—	2,549,308
Total Plan investments	<u>\$ 77,541,242</u>	<u>356,792,970</u>	<u>4,309,966</u>	<u>438,644,178</u>

DEL MONTE CORPORATION
RETIREMENT PLAN
(Formerly Del Monte Corporation
Retirement Plan for Salaried Employees)

Notes to Financial Statements

December 31, 2010 and 2009

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			Total
	Level 1	Level 2	Level 3	
Plan interest in Master Trust:				
Interest bearing cash	\$ 7,790,658	—	—	7,790,658
Common collective trust funds:				
Fixed income	—	40,114,074	—	40,114,074
Equity index funds	—	35,263,128	—	35,263,128
Equity funds	—	6,689,362	—	6,689,362
Other funds	—	5,617,325	—	5,617,325
Mutual funds:				
Equity funds	7,616,685	—	—	7,616,685
Other funds	34,912	—	—	34,912
Corporate debt securities	—	10,973,253	—	10,973,253
Corporate stock	11,110,285	—	—	11,110,285
U.S. government securities	—	16,275,615	—	16,275,615
Limited partnership interests	—	4,584,111	3,343,605	7,927,716
Other	—	824,020	—	824,020
Total Plan interest in Master Trust investments	<u>\$ 26,552,540</u>	<u>120,340,888</u>	<u>3,343,605</u>	<u>150,237,033</u>
Plan interest in the net receivable/ liability of the Master Trust				<u>(1,090,420)</u>
Total Plan interest in Master Trust				<u>\$ 149,146,613</u>

DEL MONTE CORPORATION
RETIREMENT PLAN
(Formerly Del Monte Corporation
Retirement Plan for Salaried Employees)

Notes to Financial Statements

December 31, 2010 and 2009

Changes in fair value measurements of Level 3 investments during the years ended December 31, 2010 and 2009 were as follows:

	<u>2010</u>	<u>2009</u>
Beginning balance	\$ 3,343,605	2,696,914
Actual return on plan assets:		
Relating to assets still held at the reporting date	(2,046,697)	646,691
Relating to assets sold during the period	—	—
Purchases, sales, settlements	<u>3,013,058</u>	<u>—</u>
Ending balance	<u>\$ 4,309,966</u>	<u>3,343,605</u>

(10) Investments

Individual investments that exceed 5% of the Plan's net assets as of December 31, 2010 are separately identified:

Investments at estimated fair value:	
Mellon EB Temporary Investment*	\$ 30,135,580
Common collective trust funds:	
BGI Equity Index Fund A	93,469,330
Pyramis Global Advisors Fixed Income Long Duration Fund	72,047,778
Pyramis Global Advisors Fixed Income Core Plus Fund	32,220,072
Capital Guardian International Fixed Income Fund	<u>25,978,249</u>
Total	<u>\$ 253,851,009</u>

* Party in interest

DEL MONTE CORPORATION
RETIREMENT PLAN
(Formerly Del Monte Corporation
Retirement Plan for Salaried Employees)

Notes to Financial Statements

December 31, 2010 and 2009

The following table reflects the net assets of the Master Trust as of December 31, 2009:

Assets:	
Non-interest-bearing cash	\$ <u>13,481</u>
Investments at fair value:	
Interest bearing cash	14,811,136
Common collective trust funds	166,699,408
Mutual funds	14,546,762
Corporate stock	21,122,215
Corporate debt securities	20,861,699
U.S. government securities	30,942,234
Limited partnership interests	15,071,702
Other	<u>1,566,578</u>
Total investments at fair value	<u>285,621,734</u>
Receivables:	
Interest and dividends receivable	763,786
Due from broker for securities sold	<u>1,273,938</u>
Total receivables	<u>2,037,724</u>
Total assets	287,672,939
Liabilities:	
Due to broker for securities purchased	<u>3,829,858</u>
Total net assets	<u>\$ 283,843,081</u>

DEL MONTE CORPORATION
RETIREMENT PLAN
(Formerly Del Monte Corporation
Retirement Plan for Salaried Employees)

Notes to Financial Statements

December 31, 2010 and 2009

Investment income for the years ended December 31, 2010 and 2009 is as follows:

	<u>2010</u>	<u>2009</u>
Investment in Master Trust:		
Common collective trust funds	15,260,222	27,239,624
Mutual funds	527,657	3,619,564
Corporate stock	2,752,850	5,978,464
Corporate debt securities	2,384,871	2,481,383
U.S. government securities	3,397,748	(2,217,525)
Limited partnership interests	(319,139)	3,046,044
Loans secured by mortgages	—	(10,998)
Other	363,354	95,435
	<u>24,367,563</u>	<u>40,231,991</u>
Net appreciation in fair value of investment in Master Trust		
Investments:		
Common collective trust funds	8,946,005	—
Mutual funds	1,127,644	—
Corporate stock	14,166,531	—
Corporate debt securities	(2,880,663)	—
U.S. government securities	(5,317,922)	—
Limited partnership interests	(1,022,496)	—
Other	(353,042)	—
	<u>14,666,057</u>	<u>—</u>
Net appreciation in fair value of investments		
Interest from Master Trust	2,167,235	2,036,112
Dividends from Master Trust	200,916	704,607
Other income from Master Trust	27,180	66,805
Interest	787,704	—
Dividends	651,224	—
	<u>42,867,879</u>	<u>43,039,515</u>
Total investment income	\$	

(11) Subsequent Event

The Company has evaluated subsequent events from the balance sheet date through October 14, 2011, the date at which the financial statements were available to be issued, and determined that there are no other items to disclose.

DEL MONTE CORPORATION
RETIREMENT PLAN
(Formerly Del Monte Corporation
Retirement Plan for Salaried Employees)
Schedule G, Part III – Nonexempt Transactions
Year ended December 31, 2010

(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)
Identify of party involved	Relationship to plan, employer, or other party-in interest	Description of transaction including maturity date, rate of interest, collateral, per or maturity value	Purchase price	Selling price	Lease rental	Transaction expense	Cost of asset	Current value of assets	Net gain (loss) on each transaction
Callan Associates	Fund Manager	Fees incorrectly paid from Plan – considered a loan to employer	\$ —	—	—	—	—	110,844	4,511
Times Square	Registered Investment Advisor	Fees incorrectly paid from Plan – considered a loan to employer	—	—	—	—	—	3,530	120

See accompanying independent auditors' report.

**DEL MONTE CORPORATION
RETIREMENT PLAN**

Schedule H, Line 4i – Schedule of Assets (Held at End of Year)
December 31, 2010

Issuer	Description of investment including maturity date and rate of interest		Units	Cost	Fair value
Interest bearing cash					
TIMES SQUARE CAP	12/31/2049	0.010%	925	\$ 925	925
DEL MONTE MCM GTAA			1	1	1
* MELLON EB TEMPORARY INVESTMENT FUND	12/31/2040	0.118%	30,135,580	30,135,580	30,135,580
BGT BARCLAYS MONEY MARKET FUND			102	102	102
Total interest bearing cash				30,136,608	30,136,608
Common collective trust funds					
BGI EQUITY INDEX FUND A			241,537	89,391,635	93,469,330
CAP GUARDIAN INTL EQUITY FUND			43,818	9,017,044	16,908,530
CAP GUARDIAN INTL FIXED INCOME FUND			2,418,831	26,418,476	25,978,249
* MELLON EB DV GLOBAL ALPHA I FUND			89,820	14,285,370	14,341,690
* MELLON EB DV BRD MRKT SIF			146,705	12,859,614	18,918,070
* MELLON EB INTL EQUITY			21,247	4,247,504	6,532,333
PYRAMIS FIXED INCOME CORE PLUS			2,158,076	26,943,354	32,220,072
PYRAMIS FIXED INCOME LONG DURATION FUND			5,209,528	59,533,110	72,047,778
Total common collective trust funds				242,696,107	280,416,052
Mutual funds					
TEMPLETON FOREIGN EQ			858,345	15,094,351	17,209,809
WR HUFF DOM HI YD	3/1/2005		629,712	50,698	6,297
WR HUFF DOM HI YD	10/1/2007		256,786	126,277	25,679
Total mutual funds				15,271,326	17,241,785
Corporate stock					
ABM INDUSTRIES INC			6,900	142,057	181,470
ADVISORY BOARD CO/THE			2,500	108,519	119,075
AERCAP HOLDINGS N V SHS			12,500	175,481	176,500
ALLEGiant TRAVEL CO			3,000	150,025	147,720
ALLIANCE DATA SYSTEMS CORP			4,200	223,498	298,326
ALTERA CORP			2,000	37,707	71,160
AMDOCS LTD COM			7,500	175,739	206,025
AMERICAN GREETINGS CORP			8,750	91,593	193,900
AMPHENOL CORP			3,000	95,263	158,340
ANALOG DEVICES INC			4,500	104,080	169,515
ANIXTER INTERNATIONAL INC			3,200	232,636	191,136
ARCH CAPITAL GROUP LTD SHS			1,000	74,480	88,050
ARCHIPELAGO LEARNING INC			5,700	84,622	55,917
ATHEROS COMMUNICATIONS INC			4,500	137,510	161,640
AVISTA CORP			3,950	87,077	88,954
BALLY TECHNOLOGIES INC			3,500	135,652	147,665
BIO-RAD LABORATORIES INC			2,300	185,031	238,855
BIO-RAD LABORATORIES INC			1,415	129,239	146,948
BJ'S WHOLESALE CLUB INC			3,225	113,700	154,478
BLACKBOARD INC			4,300	161,363	177,590
BOSTON PRIVATE FINANCIAL HOLDI			3,600	93,804	23,580
BRINKER INTERNATIONAL INC			4,550	94,506	95,004
BROCADE COMMUNICATIONS SYSTEMS			24,375	166,788	128,944
BROOKDALE SENIOR LIVING INC			6,400	104,403	137,024
BRUKER CORP			6,700	71,926	111,220
BRUNSWICK CORP/DE			13,900	74,686	260,486
CALIFORNIA PIZZA KITCHEN INC			7,500	125,141	129,600
CALIFORNIA WATER SERVICE GROUP			875	36,504	32,611
CALLAWAY GOLF CO			15,600	204,839	125,892
CARLISLE COS INC			3,500	113,059	139,090
CATALYST HEALTH SOLUTIONS INC			3,600	138,084	167,364
CEDAR SHOPPING CENTERS INC			11,250	102,472	70,763
CEPHALON INC			2,500	156,945	154,300
CHILDRENS PLACE RETAIL STORES			5,600	162,629	277,984
CIMAREX ENERGY CO			3,050	124,804	270,017
CLARCOR INC			2,200	71,767	94,358
CLEAN HARBORS INC			2,000	115,740	168,160

DEL MONTE CORPORATION
RETIREMENT PLAN

Schedule H, Line 4i – Schedule of Assets (Held at End of Year)
December 31, 2010

Issuer	Description of investment including maturity date and rate of interest	Units	Cost	Fair value
CLECO CORP		1,750	\$ 44,184	53,830
CLIFFS NATURAL RESOURCES INC		4,675	190,069	364,697
CLINICAL DATA INC		2,200	31,612	35,002
COMMERCIAL METALS CO		11,600	256,617	192,444
CONCHO RESOURCES INC/MIDLAND T		2,200	104,053	192,874
CORE LABORATORIES N V		1,400	69,607	124,670
CORN PRODUCTS INTERNATIONAL IN		3,550	151,303	163,300
CORPORATE OFFICE PROPERTIES TR		3,200	129,256	111,840
COSTAR GROUP INC		3,230	145,599	185,919
CURTISS-WRIGHT CORP		4,600	154,431	152,720
CYTEC INDUSTRIES INC		5,705	221,744	302,707
DAVITA INC		7,900	424,610	548,971
DENBURY RESOURCES INC		7,620	121,262	145,466
DISCOVERY COMMUNICATIONS INC		300	5,769	11,007
DOLBY LABORATORIES INC		2,100	100,909	140,070
DRESS BARN INC/THE		7,196	274,258	190,118
DRIL-QUIP INC		2,000	93,559	155,440
DUPONT FABROS TECHNOLOGY INC		4,300	101,015	91,461
EAST WEST BANCORP INC		8,550	117,393	167,153
EMERGENCY MEDICAL SERVICES COR		3,000	149,013	193,830
ESTERLINE TECHNOLOGIES CORP		3,450	140,635	236,636
FAIRCHILD SEMICONDUCTOR INTERN		20,200	179,450	315,322
FEI CO		8,000	221,142	211,280
FIRST MIDWEST BANCORP INC/IL		8,750	121,423	100,800
FIRSTMERIT CORP		5,900	103,892	116,761
FLEETCOR TECHNOLOGIES INC		2,400	56,225	74,208
FLOWERS FOODS INC		3,200	70,971	86,112
FULTON FINANCIAL CORP		2,200	22,893	22,748
GARDNER DENVER INC		1,700	51,233	116,994
GEN-PROBE INC		1,800	80,104	105,030
GENTEX CORP		6,000	103,254	177,360
GLACIER BANCORP INC		6,200	85,185	93,682
GLACIER BANCORP INC		8,750	175,041	132,213
GLOBAL PAYMENTS INC		6,700	282,758	309,607
GRACO INC		3,500	106,147	138,075
GRAND CANYON EDUCATION INC		5,700	91,038	111,663
GRANITE CONSTRUCTION INC		4,525	209,021	124,121
GREEN DOT CORP		2,400	124,099	136,176
GULFMARK OFFSHORE INC		2,250	105,770	68,400
HAEMONETICS CORP		2,500	130,940	157,950
HB FULLER CO		7,600	205,756	155,952
HELMERICH & PAYNE INC		4,950	166,199	239,976
HENRY SCHEIN INC		1,250	73,083	76,738
HERBALIFE LTD USD COM SHS		2,100	77,017	143,577
HOLOGIC INC		6,400	104,866	120,448
HORACE MANN EDUCATORS CORP		8,200	138,248	147,928
IDACORP INC		2,700	89,263	99,846
IHS INC		2,300	110,040	184,897
INFORMATICA CORP		2,600	45,320	114,478
JACK HENRY & ASSOCIATES INC		5,900	122,754	171,985
JACK IN THE BOX INC		6,950	188,742	146,852
JANUS CAPITAL GROUP INC		13,900	111,904	180,283
JARDEN CORP		6,300	181,541	194,481
JARDEN CORP		7,150	159,333	220,720
JOHN WILEY & SONS INC		2,900	104,725	131,196
KANSAS CITY SOUTHERN		4,500	140,889	215,370
KANSAS CITY SOUTHERN		6,550	195,429	313,483
KULICKE & SOFFA INDUSTRIES INC		8,100	71,452	58,320
LAMAR ADVERTISING CO		4,000	132,864	159,360
LINCOLN ELECTRIC HOLDINGS INC		3,010	173,650	196,462
LINEAR TECHNOLOGY CORP		5,700	155,912	197,163
MAGELLAN HEALTH SERVICES INC		2,500	97,821	118,200
MANITOWOC CO INC/THE		10,500	138,895	137,655
MANTECH INTERNATIONAL CORP		2,200	96,406	90,926
MEN'S WEARHOUSE INC/THE		6,550	174,556	163,619
MICROS SYSTEMS INC		1,700	66,984	74,562
MID-AMERICA APARTMENT COMMUNIT		3,100	152,066	196,819
MOHAWK INDUSTRIES INC		2,600	129,564	147,576

DEL MONTE CORPORATION
RETIREMENT PLAN

Schedule H, Line 4i – Schedule of Assets (Held at End of Year)
December 31, 2010

Issuer	Description of investment including maturity date and rate of interest	Units	Cost	Fair value
MONSTER WORLDWIDE INC		2,700	\$ 45,191	63,801
MSC INDUSTRIAL DIRECT CO		4,525	223,075	292,722
MUELLER INDUSTRIES INC		5,800	200,650	189,660
MYRIAD GENETICS INC		5,000	104,695	114,200
NACCO INDUSTRIES INC		1,025	111,992	111,079
NASDAQ OMX GROUP INC/THE		6,800	128,460	161,364
NATIONAL INSTRUMENTS CORP		3,200	95,304	120,448
NATIONAL RETAIL PROPERTIES INC		5,030	119,355	133,295
NCR CORP		15,350	217,944	235,929
NETLOGIC MICROSYSTEMS INC		5,900	166,406	185,319
NEUSTAR INC		5,890	153,263	153,434
NICE SYSTEMS LTD		5,500	167,622	191,950
NORTHERN OIL AND GAS INC		2,600	54,569	70,746
NORTHWEST NATURAL GAS CO		1,050	48,824	48,794
OCEANEERING INTERNATIONAL INC		2,100	102,458	154,623
OCEANEERING INTERNATIONAL INC		3,850	214,197	283,475
OIL STATES INTERNATIONAL INC		2,800	128,363	179,452
OMNIVISION TECHNOLOGIES INC		11,600	224,840	343,476
ONYX PHARMACEUTICALS INC		5,800	167,313	213,846
ORBITAL SCIENCES CORP		8,200	139,945	140,466
ORBITAL SCIENCES CORP		10,500	202,229	179,865
PARKER DRILLING CO		13,900	111,652	63,523
PARKWAY PROPERTIES INC/MD		1,950	89,901	34,164
PERRIGO CO		2,810	80,093	177,957
PLEXUS CORP		6,000	159,592	185,640
PROASSURANCE CORP		2,800	147,913	169,680
PROTECTIVE LIFE CORP		7,350	199,865	195,804
QUANEX BUILDING PRODUCTS CORP		5,575	73,593	105,758
QUICKSILVER RESOURCES INC		4,100	51,917	60,434
RANGE RESOURCES CORP		2,300	72,684	103,454
RAYMOND JAMES FINANCIAL INC		6,830	169,369	223,341
RED HAT INC		3,100	81,965	141,515
REGAL-BELOIT CORP		1,300	71,374	86,788
REGAL-BELOIT CORP		3,675	178,666	245,343
REGIS CORP		8,150	208,163	135,290
RENAISSANCE RE HOLDINGS LTD		3,700	178,582	235,653
RESMED INC		4,500	114,281	155,880
RESOURCES CONNECTION INC		7,860	166,879	146,117
ROWAN COS INC		3,400	114,448	118,694
SALLY BEAUTY HOLDINGS INC		21,900	144,332	318,207
SBA COMMUNICATIONS CORP		9,400	267,949	384,836
SCHNITZER STEEL INDUSTRIES INC		2,600	135,924	172,614
SCOTTS MIRACLE-GRO CO/THE		4,900	192,862	248,773
SENIOR HOUSING PROPERTIES TRUS		7,200	154,574	157,968
SIRONA DENTAL SYSTEMS INC		3,700	97,475	154,586
SOLERA HOLDINGS INC		3,000	79,596	153,960
SOVRAN SELF STORAGE INC		4,000	164,596	147,240
SPX CORP		1,600	104,883	114,384
SRA INTERNATIONAL INC		5,000	112,456	102,250
STERICYCLE INC		400	19,513	32,368
STERIS CORP		4,175	116,646	152,221
STRATEGIC HOTELS & RESORTS INC		4,700	99,716	24,863
STRAYER EDUCATION INC		400	62,620	60,888
SVB FINANCIAL GROUP		4,675	153,394	248,009
SWIFT ENERGY CO		4,550	174,792	178,132
SYNAPTICS INC		5,500	148,223	161,590
TALECRIS BIOTHERAPEUTICS HOLDI		6,100	116,731	142,130
TCF FINANCIAL CORP		7,500	104,618	111,075
TECH DATA CORP		3,500	147,652	154,070
TELEDYNE TECHNOLOGIES INC		3,900	203,319	171,483
TERADYNE INC		9,600	130,544	134,784
TEXAS INDUSTRIES INC		3,575	179,376	163,663
THOR INDUSTRIES INC		3,900	118,239	132,444
TIFFANY & CO		1,800	58,116	112,086
TIME WARNER CABLE INC		215	6,530	14,196
TITAN INTERNATIONAL INC		8,375	164,111	163,648
TORO CO/THE		3,900	215,079	240,396
TRANSDIGM GROUP INC		2,800	109,082	201,628

DEL MONTE CORPORATION
RETIREMENT PLAN

Schedule H, Line 4i – Schedule of Assets (Held at End of Year)
December 31, 2010

Issuer	Description of investment including maturity date and rate of interest		Units	Cost	Fair value
TRIQUINT SEMICONDUCTOR INC			29,400	\$ 149,563	343,686
UNITED NATURAL FOODS INC			4,500	136,624	165,060
UTI WORLDWIDE INC SHS			6,030	135,158	127,836
VARIAN SEMICONDUCTOR EQUIPMENT			5,000	144,191	184,850
WABCO HOLDINGS INC			3,700	106,301	225,441
WABTEC CORP/DE			2,400	94,242	126,936
WADDELL & REED FINANCIAL INC			6,000	152,193	211,740
WEBSTER FINANCIAL CORP			7,650	184,656	150,705
WERNER ENTERPRISES INC			6,250	114,049	141,250
WESCO INTERNATIONAL INC			3,300	145,637	174,240
WESTAMERICA BANCORPORATION			3,600	183,860	199,692
WHITING PETROLEUM CORP			2,100	143,018	246,099
WMS INDUSTRIES INC			3,300	132,533	149,292
WRIGHT EXPRESS CORP			5,200	152,555	239,200
LAZARD LTD SHS -A-			6,000	208,502	236,940
LAZARD LTD SHS -A-			5,450	219,345	215,221
Total corporate stock				25,029,139	30,162,849
Corporate debt securities					
ABBOTT LABORATORIES	11/30/2037	6.1500%	70,000	79,204	80,015
ABBOTT LABORATORIES	4/1/2039	6.0000%	35,000	38,209	39,512
ADELPHIA COM ESCROW	7/15/2008	0.0000%	200,000	2,762	3,000
AGRIUM INC	1/15/2041	6.1250%	75,000	74,182	79,433
AGRIUM INC	5/23/2036	7.1250%	55,000	66,402	63,158
ALCOA INC	8/15/2020	6.1500%	65,000	68,864	66,749
ALLEGHENY ENERGY SUPPLY CO LLC	10/15/2039	6.7500%	100,000	99,751	95,706
ALLTEL CORP	7/1/2032	7.8750%	95,000	118,802	121,378
ALTRIA GROUP INC	2/6/2039	10.2000%	40,000	53,166	57,812
ALTRIA GROUP INC	11/10/2038	9.9500%	120,000	154,940	169,096
AMERICAN INTL GROUP	12/15/2020	6.4000%	75,000	75,108	78,691
AMGEN INC	10/1/2041	4.9500%	195,000	193,405	183,557
ANADARKO FINANCE CO	5/1/2031	7.5000%	45,000	38,475	49,759
ANADARKO PETROLEUM CORP	6/15/2019	6.9500%	100,000	87,000	112,193
ANHEUSER-BUSCH INBEV WORLDWIDE	1/15/2039	8.2000%	125,000	161,005	169,575
AON CORP	9/30/2020	5.0000%	85,000	84,691	85,791
APACHE CORP	9/1/2040	5.1000%	35,000	34,628	34,007
ASSURANT INC	2/15/2034	6.7500%	150,000	84,750	147,361
ASTRAZENECA PLC	9/15/2037	6.4500%	30,000	33,051	35,616
AT&T INC	9/1/2040	5.3500%	133,000	133,173	125,082
AT&T INC	9/1/2037	6.5000%	35,000	38,199	37,746
AT&T INC	1/15/2038	6.3000%	75,000	82,549	79,121
BAE SYSTEMS HOLDINGS INC	6/1/2019	6.3750%	175,000	180,350	194,504
BAKER HUGHES INC	9/15/2040	5.1250%	50,000	49,785	48,839
BANK ONE CORP	1/30/2013	5.2500%	170,000	168,761	181,563
BARRICK PD AUSTRALIA FINANCE P	10/15/2039	5.9500%	55,000	53,664	58,237
BEAR STEARNS COS LLC/THE	10/2/2017	6.4000%	220,000	220,414	250,809
BELLSOUTH CORP	6/15/2034	6.5500%	65,000	62,299	68,361
BELLSOUTH TELECOMMUNICATIONS I	12/15/2095	0.0000%	270,000	163,437	186,062
BESTFOODS	12/15/2026	7.2500%	55,000	66,668	67,790
BG ENERGY CAPITAL PLC	12/9/2020	4.0000%	100,000	98,847	98,204
BRISTOL-MYERS SQUIBB CO	11/15/2026	6.8000%	60,000	73,609	72,026
BRISTOL-MYERS SQUIBB CO	5/1/2018	5.4500%	35,000	34,939	39,671
BRUNOS INC SR SUB NT	8/1/2005	10.5000%	347,000	—	—
BURLINGTON NORTHERN SANTA FE L	5/1/2040	5.7500%	110,000	110,163	113,808
BURLINGTON NORTHERN SANTA FE L	6/1/2036	7.2900%	40,000	45,892	47,210
BURLINGTON RESOURCES FINANCE C	8/15/2031	7.2000%	50,000	51,083	59,362
CAMERON INTERNATIONAL CORP	7/15/2038	7.0000%	60,000	70,088	65,539
CBS CORP	10/15/2040	5.9000%	110,000	107,897	105,961
CBS CORP	7/30/2030	7.8750%	40,000	44,050	47,227
CELLCO PARTNERSHIP / VERIZON W	11/15/2018	8.5000%	25,000	29,983	32,713
CELLCO PARTNERSHIP / VERIZON W	2/1/2014	5.5500%	170,000	180,101	187,461
CENTERPOINT ENERGY HOUSTON ELE	3/1/2014	7.0000%	40,000	39,991	45,714
CENTURYLINK INC	9/15/2039	7.6000%	65,000	65,713	65,513
CINCINNATI FINANCIAL CORP	5/15/2028	6.9200%	115,000	86,250	118,471
CISCO SYSTEMS INC	1/15/2040	5.5000%	235,000	228,214	245,497
CITIFINANCIAL INC/MD	2/1/2025	7.8750%	105,000	111,321	116,497
CITIGROUP INC	10/31/2033	6.0000%	55,000	43,397	51,488
CITIGROUP INC	8/25/2036	6.1250%	100,000	97,684	95,821

DEL MONTE CORPORATION
RETIREMENT PLAN

Schedule H, Line 4i – Schedule of Assets (Held at End of Year)
December 31, 2010

Issuer	Description of investment including maturity date and rate of interest		Units	Cost	Fair value
CITIGROUP INC	5/29/2037	5.8750%	15,000	\$ 11,850	14,674
CITIGROUP INC	8/15/2017	6.0000%	75,000	74,414	81,353
CITIGROUP INC	3/5/2038	6.8750%	130,000	141,714	144,201
CITIGROUP INC	7/15/2039	8.1250%	165,000	192,037	209,903
CITIGROUP INC	8/12/2014	6.3750%	35,000	36,921	38,682
CLIFFS NATURAL RESOURCES INC	10/1/2040	6.2500%	35,000	34,389	34,074
CNA FINANCIAL CORP	8/15/2020	5.8750%	155,000	155,165	154,329
COCA-COLA AMATIL LTD	11/2/2014	3.2500%	105,000	111,321	106,694
COMCAST CORP	8/15/2037	6.9500%	325,000	346,560	367,598
COMCAST CORP	6/15/2016	4.9500%	150,000	161,408	161,612
COMCAST CORP	1/15/2017	6.5000%	80,000	89,945	92,222
COMMONWEALTH REIT	11/1/2015	5.7500%	90,000	89,729	93,712
CONAGRA FOODS INC	10/1/2026	7.1250%	10,000	12,012	11,556
CONOCOPHILLIPS	10/15/2032	5.9000%	90,000	101,252	98,892
CONSOLIDATED NATURAL GAS CO	12/1/2014	5.0000%	30,000	27,898	32,621
CONSTELLATION ENERGY GROUP INC	4/1/2032	7.6000%	55,000	61,369	62,245
COUNTRYWIDE FINANCIAL CORP	6/7/2012	5.8000%	65,000	64,875	68,387
CSX CORP	5/1/2037	6.1500%	90,000	95,709	96,764
DEUTSCHE TELEKOM INTL FIN B V	6/1/2032	9.2500%	215,000	284,475	301,858
DEVON ENERGY CORP	4/15/2032	7.9500%	35,000	43,933	46,473
DEVON FINANCING CORP ULC	9/30/2011	6.8750%	50,000	52,611	52,236
DEVON FINANCING CORP ULC	9/30/2031	7.8750%	55,000	68,362	72,514
DIAGEO CAPITAL PLC	1/30/2013	5.2000%	140,000	146,947	150,977
DIRECTV HOLDINGS LLC	3/15/2020	5.2000%	80,000	79,485	82,934
DIRECTV HOLDINGS LLC / DIRECTV	8/15/2040	6.0000%	75,000	73,994	75,295
DOW CHEMICAL CO/THE	5/15/2039	9.4000%	105,000	137,714	152,400
DOW CHEMICAL CO/THE	5/15/2019	8.5500%	80,000	84,327	100,260
DUKE ENERGY CAROLINAS LLC	6/1/2037	6.1000%	100,000	109,585	110,520
DUKE ENERGY CAROLINAS LLC	1/15/2038	6.0000%	95,000	112,722	105,505
DUKE ENERGY CORP	2/1/2014	6.3000%	50,000	49,906	55,693
EASTMAN CHEMICAL CO	1/15/2021	4.5000%	40,000	39,528	39,206
EMBARQ CORP	6/1/2016	7.0820%	20,000	20,597	22,118
ENERGY TRANSFER PARTNERS LP	10/15/2036	6.6250%	35,000	35,913	36,898
ENTERGY TEXAS INC	2/1/2019	7.1250%	130,000	137,655	151,415
ENTERPRISE PRODUCTS OPERATING	10/15/2034	6.6500%	80,000	82,639	87,175
EOG RESOURCES INC	2/1/2021	4.1000%	95,000	94,597	93,434
ESCROW ADELPHIA COMM CORP	2/14/2007	0.0000%	100,000	1,381	1,500
ESCROW CB ADELPHIA COM	1/15/2004	0.0000%	250,000	3,453	3,750
ESCROW CB ADELPHIA COM	5/1/2009	7.8750%	95,000	1,312	1,425
EXELON GENERATION CO LLC	10/1/2039	6.2500%	50,000	49,932	50,321
EXELON GENERATION CO LLC	10/1/2041	5.7500%	60,000	59,144	57,166
EXPRESS SCRIPTS INC	6/15/2014	6.2500%	100,000	108,534	111,796
FIFTH THIRD BANCORP	3/1/2038	8.2500%	85,000	69,032	97,822
FIRSTENERGY SOLUTIONS CORP	8/15/2039	6.8000%	165,000	166,291	159,918
FLORIDA POWER & LIGHT	2/1/2041	5.2500%	75,000	74,814	75,896
FLORIDA POWER CORP	6/15/2038	6.4000%	15,000	15,911	17,442
GENERAL ELECTRIC CAPITAL CORP	8/7/2037	6.1500%	210,000	207,161	221,359
GENERAL ELECTRIC CAPITAL CORP	9/20/2013	5.4000%	60,000	58,915	65,440
GENERAL ELECTRIC CAPITAL CORP	9/15/2017	5.6250%	45,000	41,502	49,343
GENERAL ELECTRIC CAPITAL CORP	1/10/2039	6.8750%	195,000	204,640	225,354
GLAXOSMITHKLINE CAPITAL INC	5/15/2013	4.8500%	105,000	104,778	114,009
GLAXOSMITHKLINE CAPITAL INC	5/15/2038	6.3750%	35,000	39,786	41,367
GOLD FIELDS OROGEN HOLDING BVI	10/7/2020	4.8750%	200,000	199,046	191,326
GOLDMAN SACHS GROUP INC/THE	10/1/2037	6.7500%	350,000	318,540	357,840
GOLDMAN SACHS GROUP INC/THE	1/15/2014	5.1500%	55,000	58,727	59,238
GTE CORP	4/15/2018	6.8400%	200,000	226,428	226,724
GTE CORP	4/15/2028	6.9400%	230,000	213,882	259,670
HALLIBURTON CO	9/15/2038	6.7000%	40,000	46,088	46,972
HARSCO CORP	10/15/2015	2.7000%	155,000	154,851	151,049
HARTFORD FINANCIAL SERVICES GR	10/1/2041	6.1000%	140,000	113,080	132,220
HESS CORP	10/1/2029	7.8750%	60,000	76,559	75,301
HESS CORP	1/15/2040	6.0000%	80,000	79,574	83,853
HEWLETT-PACKARD CO	9/13/2015	2.1250%	210,000	209,763	207,360
HOME DEPOT INC	12/16/2036	5.8750%	205,000	180,809	213,230
HONEYWELL INTERNATIONAL INC	3/15/2037	5.7000%	30,000	29,227	32,859
HP ENTERPRISE SERVICES LLC	8/1/2013	6.0000%	40,000	42,778	44,586
HSBC HOLDINGS PLC	11/27/2032	7.3500%	70,000	65,372	73,605
HSBC HOLDINGS PLC	5/2/2036	6.5000%	100,000	100,497	104,408

DEL MONTE CORPORATION
RETIREMENT PLAN

Schedule H, Line 4i – Schedule of Assets (Held at End of Year)
December 31, 2010

Issuer	Description of investment including maturity date and rate of interest		Units	Cost	Fair value
INTERNATIONAL BUSINESS MACHINE	8/1/2027	6.2200%	115,000	\$ 138,604	132,795
INTERNATIONAL BUSINESS MACHINE	1/5/2016	2.0000%	200,000	199,356	195,555
INTERNATIONAL PAPER CO	11/15/2039	7.3000%	55,000	57,522	62,669
JEFFERIES GROUP INC	1/15/2036	6.2500%	35,000	34,465	31,353
JEFFERIES GROUP INC	6/8/2027	6.4500%	120,000	101,760	114,734
JERSEY CENTRAL POWER & LIGHT C	2/1/2019	7.3500%	40,000	39,949	47,337
JOHNSON & JOHNSON	9/1/2040	4.5000%	70,000	68,519	66,268
JOHNSON & JOHNSON	7/15/2038	5.8500%	90,000	98,532	103,594
JP MORGAN CHASE CAPITAL XXV	10/1/2037	6.8000%	105,000	99,531	108,264
JPMORGAN CHASE & CO	10/15/2020	4.2500%	55,000	54,731	53,716
JPMORGAN CHASE CAPITAL XXVII	11/1/2039	7.0000%	240,000	245,300	251,287
KELLOGG CO	12/3/2012	5.1250%	75,000	75,190	80,381
KFW	10/26/2015	1.2500%	190,000	188,966	181,629
KIMBERLY-CLARK CORP	11/1/2018	7.5000%	30,000	29,890	37,589
KINDER MORGAN ENERGY PARTNERS	3/15/2032	7.7500%	40,000	43,574	46,417
KINDER MORGAN ENERGY PARTNERS	3/15/2035	5.8000%	50,000	46,903	47,626
KINDER MORGAN ENERGY PARTNERS	2/1/2037	6.5000%	90,000	92,494	92,871
KONINKLIJKE PHILIPS ELECTRONIC	3/11/2038	6.8750%	30,000	29,474	35,776
KOREA GAS CORP 144A	11/2/2020	4.2500%	105,000	104,476	99,620
KRAFT FOODS INC	2/1/2038	6.8750%	230,000	261,986	267,044
KREDITANSTALT FUER WIEDERAUFBA	10/15/2014	4.1250%	425,000	473,118	462,103
LANDESKREDITBANK BADEN-WUERTTE	1/13/2012	4.8750%	100,000	99,520	104,150
LINCOLN NATIONAL CORP	6/15/2040	7.0000%	45,000	48,166	48,936
LOCKHEED MARTIN CORP	6/1/2040	5.7200%	98,000	102,438	102,292
LOCKHEED MARTIN CORP	5/1/2026	7.7500%	70,000	87,539	88,155
LORILLARD TOBACCO CO	5/1/2040	8.1250%	100,000	102,613	102,536
MASSACHUSETTS ELECTRIC CO	11/15/2039	5.9000%	65,000	64,783	67,380
MASSACHUSETTS MUTUAL LIFE INSU	6/1/2039	8.8750%	90,000	99,623	120,459
MEAD JOHNSON NUTRITION CO	11/1/2039	5.9000%	50,000	54,052	51,764
MERCK & CO INC	12/1/2028	5.9500%	95,000	99,417	108,669
MERRILL LYNCH & CO INC	2/5/2013	5.4500%	75,000	75,401	79,109
MERRILL LYNCH & CO INC	9/15/2026	6.2200%	120,000	116,573	113,868
MERRILL LYNCH & CO INC	5/14/2038	7.7500%	130,000	153,082	134,918
METLIFE INC	8/1/2069	10.7500%	35,000	47,250	46,900
METLIFE INC	2/8/2021	4.7500%	245,000	244,939	250,150
MICROSOFT CORP	6/1/2039	5.2000%	60,000	63,654	62,647
MIDAMERICAN ENERGY HOLDINGS CO	9/15/2028	8.4800%	130,000	169,845	167,340
MIDAMERICAN ENERGY HOLDINGS CO	5/15/2037	5.9500%	70,000	77,565	73,837
MONSANTO CO	7/30/2035	5.5000%	45,000	46,479	44,639
MORGAN STANLEY	10/15/2015	5.3750%	110,000	96,190	115,540
MORGAN STANLEY	5/13/2014	6.0000%	100,000	99,651	108,048
MORGAN STANLEY	9/23/2019	5.6250%	165,000	157,408	168,247
MOTIVA ENTERPRISES LLC	1/15/2040	6.8500%	60,000	61,207	69,735
NABISCO INC	6/15/2015	7.5500%	245,000	294,436	289,017
NATIONAL RURAL UTILITIES COOPE	11/1/2018	10.3750%	85,000	101,664	117,251
NATIONWIDE MUTUAL INSURANCE CO	8/15/2039	9.3750%	170,000	178,849	197,169
NEVADA POWER CO	8/1/2018	6.5000%	65,000	64,787	75,051
NEVADA POWER CO	9/15/2040	5.3750%	55,000	55,411	52,929
NEW CINGULAR WIRELESS SERVICES	3/1/2031	8.7500%	270,000	351,578	365,062
NEW CINGULAR WIRELESS SERVICES	5/1/2012	8.1250%	100,000	112,261	109,238
NEWMONT MINING CORP	4/1/2035	5.8750%	50,000	47,196	52,283
NEWS AMERICA HOLDINGS INC	12/1/2045	7.7500%	75,000	88,550	89,137
NEWS AMERICA INC	12/15/2034	6.2000%	45,000	47,504	47,250
NEWS AMERICA INC	12/15/2035	6.4000%	70,000	76,159	75,208
NEXEN INC	7/30/2039	7.5000%	30,000	31,062	32,625
NISOURCE FINANCE CORP	12/15/2040	6.2500%	110,000	109,062	111,824
NORTHROP GRUMMAN CORP	11/15/2040	5.0500%	110,000	109,864	102,770
NORTHROP GRUMMAN SYSTEMS CORP	3/1/2026	7.8750%	45,000	50,983	56,486
NORTHWESTERN MUTUAL LIFE INSUR	3/30/2040	6.0630%	150,000	150,081	165,680
NOVARTIS SECURITIES INVESTMENT	2/10/2019	5.1250%	150,000	173,025	165,905
OGLETHORPE POWER CORP	11/1/2039	5.9500%	25,000	25,000	25,874
OGLETHORPE POWER CORP	11/1/2040	5.3750%	145,000	144,638	138,848
ONCOR ELECTRIC DELIVERY CO LLC	9/30/2040	5.2500%	45,000	44,669	43,225
ONCOR ELECTRIC DELIVERY CO LLC	5/1/2032	7.0000%	150,000	170,481	172,835
ORACLE CORP	7/15/2040	5.3750%	335,000	333,026	339,224
PACIFIC BELL TELEPHONE CO	3/15/2026	7.1250%	90,000	99,914	103,899
PACIFIC GAS & ELECTRIC CO	3/1/2037	5.8000%	50,000	48,480	52,990
PACIFICORP	8/1/2036	6.1000%	115,000	123,428	127,607

DEL MONTE CORPORATION
RETIREMENT PLAN

Schedule H, Line 4i – Schedule of Assets (Held at End of Year)
December 31, 2010

Issuer	Description of investment including maturity date and rate of interest		Units	Cost	Fair value
PACIFICORP	4/1/2037	5.7500%	60,000	\$ 61,044	63,788
PANHANDLE EASTERN PIPELINE CO	11/1/2017	6.2000%	90,000	89,767	95,887
PEMEX PROJECT FUNDING MASTER T	6/15/2038	6.6250%	145,000	138,396	147,281
PETROBRAS INTERNATIONAL FINANC	1/20/2040	6.8750%	120,000	119,948	126,048
PETRO-CANADA	5/15/2018	6.0500%	20,000	19,837	22,723
PETROLEOS MEXICANOS	1/21/2021	5.5000%	135,000	133,665	136,688
PFIZER INC	3/15/2039	7.2000%	35,000	44,064	45,291
PHARMACIA CORP	12/1/2028	6.6000%	105,000	125,594	121,316
PHILIP MORRIS INTERNATIONAL IN	5/16/2018	5.6500%	135,000	148,168	152,202
POTOMAC ELECTRIC POWER CO	12/15/2038	7.9000%	65,000	81,833	87,121
PPL ELECTRIC UTILITIES CORP	8/15/2037	6.4500%	20,000	19,995	23,099
PPL ELECTRIC UTILITIES CORP	5/15/2039	6.2500%	60,000	61,624	67,821
PROCTER & GAMBLE ESOP DEB SR-A	1/1/2021	9.3600%	83,131	104,745	104,374
PROGRESS ENERGY INC	4/15/2012	6.8500%	30,000	31,481	32,135
PRUDENTIAL FINANCIAL INC	6/15/2017	6.1000%	85,000	87,723	93,917
PRUDENTIAL FINANCIAL INC	12/14/2036	5.7000%	55,000	51,616	54,556
PRUDENTIAL FINANCIAL INC	11/15/2040	6.2000%	35,000	35,323	37,025
PUBLIC SERVICE CO OF COLORADO	9/1/2037	6.2500%	70,000	85,047	80,520
PUBLIC SERVICE CO OF COLORADO	8/1/2038	6.5000%	60,000	74,066	70,850
PUGET SOUND ENERGY INC	3/15/2040	5.7950%	75,000	75,055	74,930
PUGET SOUND ENERGY INC	7/15/2040	5.7640%	75,000	75,000	74,609
QUEST DIAGNOSTICS INC/DE	7/1/2017	6.4000%	65,000	64,861	71,193
RALCORP HOLDINGS INC	8/15/2039	6.6250%	150,000	154,504	155,397
RIO TINTO FINANCE USA LTD	7/15/2028	7.1250%	125,000	141,592	153,420
ROCHE HOLDINGS INC	3/1/2039	7.0000%	110,000	135,747	138,707
ROWAN COS INC	8/1/2019	7.8750%	50,000	49,671	58,025
SAFEWAY INC	2/1/2031	7.2500%	45,000	53,118	50,209
SHELL INTERNATIONAL FINANCE BV	3/21/2014	4.0000%	90,000	89,976	95,769
SLM CORP	5/15/2014	5.3750%	15,000	14,464	15,074
SOUTHERN CALIFORNIA EDISON CO	1/15/2034	6.0000%	60,000	69,133	65,963
SOUTHERN CALIFORNIA EDISON CO	9/1/2040	4.5000%	70,000	69,555	63,106
SOUTHERN COPPER CORP	4/16/2040	6.7500%	95,000	98,115	99,500
SPECTRA ENERGY CAPITAL LLC	9/15/2038	7.5000%	125,000	143,248	146,415
STATOIL ASA	9/23/2027	7.2500%	210,000	251,150	264,438
SUNCOR ENERGY INC	6/1/2018	6.1000%	100,000	99,883	114,978
SWISS RE SOLUTIONS HOLDING COR	2/15/2026	7.0000%	80,000	63,000	82,885
SWISS RE SOLUTIONS HOLDING COR	6/15/2030	7.7500%	95,000	98,448	106,822
TALISMAN ENERGY INC	2/1/2037	5.8500%	20,000	17,213	20,130
TCI COMMUNICATIONS INC	2/15/2028	7.1250%	50,000	54,348	56,076
TELECOM ITALIA CAPITAL SA	7/18/2036	7.2000%	25,000	27,135	23,477
TELEFONICA EMISIONES SAU	6/20/2036	7.0450%	75,000	83,112	76,739
TIME WARNER CABLE INC	5/1/2017	5.8500%	130,000	123,816	145,054
TIME WARNER CABLE INC	11/15/2040	5.8750%	45,000	44,099	44,521
TIME WARNER ENTERTAINMENT CO L	3/15/2023	8.3750%	135,000	173,810	169,509
TIME WARNER INC	5/1/2032	7.7000%	120,000	140,032	146,483
TOTAL CAPITAL SA	3/15/2016	2.3000%	260,000	259,360	253,986
TRANSCANADA PIPELINES LTD	6/1/2040	6.1000%	105,000	104,670	115,582
TRANSCANADA PIPELINES LTD	10/15/2037	6.2000%	145,000	140,488	159,101
TRANSOCEAN INC	3/15/2038	6.8000%	75,000	74,775	76,865
TRANSOCEAN INC	11/15/2020	6.5000%	115,000	114,920	122,098
UNION ELECTRIC CO	3/15/2039	8.4500%	70,000	76,888	96,825
UNITED TECHNOLOGIES CORP	7/15/2038	6.1250%	30,000	32,434	34,544
UNITED TECHNOLOGIES CORP	6/1/2036	6.0500%	100,000	109,559	112,910
UNITEDHEALTH GROUP INC	6/15/2037	6.5000%	65,000	63,322	71,770
VALE OVERSEAS LTD	11/21/2036	6.8750%	110,000	112,012	120,998
VALERO ENERGY CORP	3/15/2039	10.5000%	55,000	75,884	73,009
VALERO ENERGY CORP	4/15/2032	7.5000%	35,000	31,122	36,956
VALERO ENERGY CORP	6/15/2037	6.6250%	65,000	65,196	66,016
VERIZON COMMUNICATIONS INC	4/15/2038	6.9000%	70,000	78,826	81,645
VERIZON COMMUNICATIONS INC	4/15/2018	6.1000%	65,000	70,710	73,835
VERIZON COMMUNICATIONS INC	3/1/2039	8.9500%	65,000	92,256	92,631
VIACOM INC	4/30/2036	6.8750%	105,000	108,591	120,472
VIRGINIA ELECTRIC AND POWER CO	11/30/2037	6.3500%	70,000	78,261	80,127
VIRGINIA ELECTRIC AND POWER CO	11/15/2038	8.8750%	70,000	101,206	101,473
VODAFONE GROUP PLC	3/15/2016	5.7500%	125,000	136,869	139,940
WACHOVIA CORP	8/1/2026	7.5740%	80,000	79,900	91,384
WAL-MART STORES INC	8/15/2037	6.5000%	255,000	291,088	299,587
WAL-MART STORES INC	10/25/2040	5.0000%	245,000	240,284	237,958

**DEL MONTE CORPORATION
RETIREMENT PLAN**

Schedule H, Line 4i – Schedule of Assets (Held at End of Year)
December 31, 2010

Issuer	Description of investment including maturity date and rate of interest		Units	Cost	Fair value
WASTE MANAGEMENT INC	7/15/2028	7.0000%	100,000	\$ 117,321	115,135
WEATHERFORD INTERNATIONAL LTD	9/15/2040	6.7500%	70,000	71,847	73,520
WELLPOINT INC	1/15/2036	5.8500%	65,000	62,799	67,083
WELLPOINT INC	6/15/2037	6.3750%	110,000	118,654	120,072
WYETH	4/1/2037	5.9500%	175,000	189,280	193,660
XSTRATA CANADA CORP	7/15/2012	7.2500%	50,000	53,119	53,680
Total corporate debt securities				25,831,786	26,955,552
U.S. government securities					
U S TREASURY BOND	5/15/2020	8.7500%	345,000	499,971	502,110
U S TREASURY BOND	11/15/2021	8.0000%	320,000	448,586	452,602
U S TREASURY BOND	8/15/2022	7.2500%	2,535,000	3,421,812	3,427,016
U S TREASURY BOND	8/15/2023	6.2500%	985,000	1,228,023	1,238,027
U S TREASURY BOND	2/15/2026	6.0000%	1,255,000	1,547,800	1,551,695
U S TREASURY BOND	8/15/2027	6.3750%	655,000	871,859	842,906
U S TREASURY BOND	2/15/2029	5.2500%	385,000	443,972	441,549
U S TREASURY BOND	2/15/2031	5.3750%	920,000	1,080,941	1,073,953
U S TREASURY BOND	2/15/2036	4.5000%	565,000	624,633	584,950
U S TREASURY BOND	5/15/2037	5.0000%	930,000	1,059,529	1,037,675
U S TREASURY BOND	5/15/2038	4.5000%	1,090,000	1,084,282	1,123,038
U S TREASURY BOND	8/15/2039	4.5000%	845,000	834,898	867,714
U S TREASURY BONDS	11/15/2039	4.3750%	6,580,000	6,636,766	6,614,940
U S TREASURY BONDS	5/15/2040	4.3750%	1,020,000	1,049,752	1,024,937
U S TREASURY BONDS	8/15/2040	3.8750%	420,000	386,365	386,858
U S TREASURY NOTE	2/15/2017	4.6250%	165,000	192,413	185,767
U S TREASURY NOTE	10/31/2013	2.7500%	230,000	235,495	241,769
U S TREASURY NOTE	5/15/2012	1.3750%	85,000	83,765	86,129
U S TREASURY NOTE	7/31/2014	2.6250%	130,000	133,413	135,962
U S TREASURY NOTE	8/15/2019	3.6250%	515,000	546,395	538,015
U S TREASURY NOTE	8/31/2014	2.3750%	585,000	615,461	606,025
U S TREASURY NOTE	10/31/2014	2.3750%	610,000	616,644	631,399
U S TREASURY NOTE	12/31/2016	3.2500%	1,385,000	1,509,703	1,450,788
U S TREASURY NOTE	1/31/2012	0.8750%	815,000	817,167	819,556
U S TREASURY NOTE	11/30/2011	0.7500%	1,425,000	1,425,148	1,430,615
U S TREASURY NOTE	2/15/2013	1.3750%	1,840,000	1,874,572	1,867,747
U S TREASURY NOTE	3/31/2017	3.2500%	425,000	461,612	443,862
U S TREASURY NOTE	5/15/2013	1.3750%	260,000	264,706	263,739
U S TREASURY NOTE	5/31/2012	0.7500%	1,310,000	1,315,803	1,316,249
U S TREASURY NOTE	11/30/2015	1.3750%	60,000	59,342	58,308
U S TREASURY NOTE	11/15/2013	0.5000%	140,000	138,775	138,195
ALLY FINANCIAL INC	10/30/2012	1.7500%	490,000	491,619	498,678
FNMA GTD REMIC P/T 01-T11 B	9/25/2011	5.5030%	140,000	145,585	144,137
FEDERAL HOME LN BK CONS BD	7/15/2036	5.5000%	70,000	68,925	77,107
FEDERAL HOME LN MTG CORP	3/15/2031	6.7500%	50,000	62,184	64,023
FEDERAL NATL MTG ASSN	11/15/2030	6.6250%	765,000	969,718	965,254
FEDERAL NATL MTG ASSN	6/12/2017	5.3750%	390,000	435,579	449,038
TENNESSEE VALLEY AUTH BD	5/1/2030	7.1250%	95,000	133,871	123,931
TENNESSEE VALLEY AUTH BD	9/15/2039	5.2500%	385,000	389,045	407,030
BAY AREA TOLL AUTH CALIF TOLL	4/1/2049	6.2630%	40,000	40,299	39,523
BAY AREA TOLL AUTH CALIF TOLL	4/1/2040	6.9180%	65,000	64,243	65,457
CALIFORNIA ST	4/1/2034	7.5000%	40,000	44,546	41,390
CALIFORNIA ST	10/1/2039	7.3000%	265,000	267,957	266,882
CALIFORNIA ST	11/1/2040	7.6000%	125,000	127,150	130,169
CURATORS UNIV MO SYS FACS REV	11/1/2041	5.7920%	75,000	75,000	77,549
DALLAS TEX AREA RAPID TRAN SAL	12/1/2041	4.9220%	35,000	34,233	31,080
DALLAS TEX INDPT SCH DIST	2/15/2035	6.4500%	125,000	127,313	130,335
ILLINOIS ST	6/1/2033	5.1000%	170,000	143,928	127,189
LOS ANGELES CALIF CMNTY COLLEG	8/1/2049	6.7500%	110,000	110,908	113,928
LOS ANGELES CALIF UNI SCH DIST	7/1/2034	5.7500%	85,000	85,907	79,393
METROPOLITAN TRANSN AUTH N Y R	11/15/2040	6.8140%	145,000	145,000	149,250
MUNICIPAL ELEC AUTH GA	4/1/2057	6.6370%	80,000	82,424	78,200
NEW JERSEY ST TPK AUTH TPK REV	1/1/2041	7.1020%	95,000	95,000	102,963
NEW YORK N Y	3/1/2036	5.9680%	95,000	98,477	93,480
NEW YORK N Y	12/1/2037	6.2710%	75,000	75,000	78,087
NEW YORK N Y CITY TRANSITIONAL	8/1/2037	5.5080%	180,000	178,392	173,295
NEW YORK ST URBAN DEV CORP REV	3/15/2039	5.7700%	75,000	78,069	74,172
NEW YORK ST URBAN DEV CORP REV	3/15/2040	5.8380%	55,000	55,000	56,171
ORANGE CNTY CALIF LOC TRANSN A	2/15/2041	6.9080%	75,000	75,000	78,106

DEL MONTE CORPORATION
RETIREMENT PLAN

Schedule H, Line 4i – Schedule of Assets (Held at End of Year)
December 31, 2010

Issuer	Description of investment including maturity date and rate of interest		Units	Cost	Fair value
REGIONAL TRANSN DIST COLO SALE	11/1/2050	5.8440%	100,000	\$ 100,000	99,645
SAN DIEGO CNTY CALIF REGL TRAN	4/1/2048	5.9110%	95,000	95,000	93,290
SOUTHERN CALIF PUB PWR AUTH PW	5/15/2017	6.9300%	230,000	280,832	274,640
TEXAS ST	4/1/2033	4.6310%	180,000	180,225	166,710
TEXAS ST TRANSN COMMN	4/1/2030	5.1780%	100,000	102,974	99,066
UNIVERSITY TEX UNIV REVS	8/15/2041	6.2760%	125,000	127,264	129,453
UNIVERSITY TEX UNIV REVS	8/15/2042	5.1340%	30,000	30,000	28,818
UNIVERSITY VA UNIV REVS	9/1/2039	6.2000%	50,000	54,565	55,744
WASHINGTON ST	8/1/2040	5.1400%	30,000	31,409	28,666
Total U.S. government securities				<u>37,212,244</u>	<u>37,075,944</u>
Limited partnership interest					
KINGDON HEDGE FUND			75,126	1,956,239	9,796,114
WR HUFF ALT PRVT EQ			1	5,041,576	4,309,966
Total limited partnership interest				<u>6,997,815</u>	<u>14,106,080</u>
Other					
PROV OF QUEBEC	9/15/2029	7.5000%	200,000	239,544	274,630
BRAZIL FEDERATIVE REP	1/17/2017	6.0000%	500,000	504,500	565,750
CANADA GOVERNMENT INTERNATIONA	9/10/2014	2.3750%	100,000	99,040	103,103
PROVINCE OF ONTARIO CANADA	9/15/2015	1.8750%	60,000	58,918	58,658
PANAMA REP AMORT GLOBAL BD	1/26/2036	6.7000%	60,000	66,309	66,900
REPUBLIC OF PERU	11/18/2050	5.6250%	240,000	230,794	222,000
MEXICO GOVERNMENT INTERNATIONA	1/11/2040	6.0500%	395,000	405,602	403,888
UNITED MEXICAN STS MTN #00022	2/17/2014	5.8750%	75,000	82,800	85,313
FINANCEMENT QUEBEC	10/25/2012	5.0000%	85,000	82,375	90,722
FED REPUBLIC OF BRAZIL	1/22/2021	4.8750%	480,000	494,262	490,258
ARAB REP EGYPT GTD NT	9/15/2015	4.4500%	50,000	53,003	54,803
ISRAEL ST AID	9/18/2033	5.5000%	120,000	141,002	133,283
Total other				<u>2,458,149</u>	<u>2,549,308</u>
Total investments				<u>\$ 385,633,174</u>	<u>438,644,178</u>

* Party-in-interest

See accompanying independent auditors' report.

**DEL MONTE CORPORATION
RETIREMENT PLAN**

Schedule H, Line 4j – Schedule of Reportable Transactions

Year ended December 31, 2010

(a) Description of asset (# of transactions)	(b) Purchase price	(c) Sales proceeds	(d) Cost of assets	(e) Net gain (loss)
Series of reportable transactions:				
Common/collective trust:				
SKKF – Fund (12)	\$ 14,639	—	—	—
Common/collective trust:				
SKKF – Fund (20)	—	40,913,698	40,913,698	—
Common/collective trust:				
Mellon EB Temporary Investment Fund (139)	44,703,116	—	—	
Common/collective trust:				
Mellon EB Temporary Investment Fund (85)	—	14,567,536	14,567,536	
Cash and cash equivalents				
BNY Mellon Cash Reserve	10,380,757	—	—	—
Cash and cash equivalents				
BNY Mellon Cash Reserve	—	10,380,757	10,380,757	—
Common/collective trust:				
Mellon EB Temporary Investment Fund (21)	12,509,751	—	—	—
Common/collective trust:				
Mellon EB Temporary Investment Fund (36)	—	14,381,772	14,381,772	—
Common/collective trust:				
EB DV Broad Market SIF (1)	2,453,876	—	—	—
Common/collective trust:				
EB DV Broad Market SIF (1)	—	2,000,000	1,545,003	454,997
Single reportable transactions:				
Common/collective trust:				
SKKF – Fund (1)	—	38,004,211	38,004,211	—
Common/collective trust:				
Mellon EB Temporary Investment Fund (1)	38,553,812	—	—	—
Cash and cash equivalents				
EB Temporary Investment Fund II (1)	8,763,845	—	—	—
Cash and cash equivalents				
EB Temporary Investment Fund II (1)	—	8,763,845	8,763,845	—
Common/collective trust:				
Mellon EB Temporary Investment Fund (1)	8,756,263	—	—	—
Common/collective trust:				
Mellon EB Temporary Investment Fund (1)	—	5,258,307	5,258,307	—
Common/collective trust:				
Mellon EB Temporary Investment Fund (1)	—	3,516,564	3,516,564	—
Common/collective trust:				
Pyramis (1)	5,258,307	—	—	—

See accompanying independent auditors' report.

SCHEDULE SB ATTACHMENTS

Schedule SB – Statement by Enrolled Actuary

Plan Sponsor	Del Monte Corporation
EIN/PN	75-3064217/202
Plan Name	Del Monte Corporation Retirement Plan
Valuation Date	January 1, 2010
Enrolled Actuary	Jeffrey A. Brown
Enrollment Number	11-06445

The actuarial assumptions that are not mandated by IRC § 430 and regulations, represent the enrolled actuary's best estimate of anticipated experience under the plan, subject to the following conditions:

The actuarial valuation, on which the information in this Schedule SB is based, has been prepared in reliance upon the employee and financial data furnished by the plan administrator and the trustee. The enrolled actuary has not made a rigorous check of the accuracy of this information but has accepted it after reviewing it and concluding it is reasonable in relation to similar information furnished in previous years. The amounts of contributions and dates paid shown in Item 18 of Schedule SB were listed in reliance on information provided by the plan administrator and/or trustee.

On December 31, 2009 the Del Monte Corporation Retirement Plan For Hourly Employees (*EIN/PN: 75-3064217 / 201*) and the Del Monte Corporation Retirement System For Hourly Employees (*EIN/PN: 75-3064217 / 205*) were merged into the Del Monte Corporation Retirement Plan For Salaried Employees (*EIN/PN: 75-3064217 / 202*) which is now named the Del Monte Corporation Retirement Plan.

Plan Name:	Del Monte Corporation Retirement Plan
EIN / PN:	75-3064217 / 202
Plan Sponsor:	Del Monte Corporation
Valuation Date:	January 1, 2010

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 22
Description of Weighted Average Retirement Age
as of January 1, 2010

See Schedule SB attachment Part V for retirement rates. The average retirement age for Line 22 was calculated by determining the average age at retirement for those current active participants expected to reach retirement, based on all current decrements assumed.

Plan Name: Del Monte Corporation Retirement Plan
EIN / PN: 75-3064217 / 202
Plan Sponsor: Del Monte Corporation
Valuation Date: January 1, 2010

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 24 Description of Change in Assumptions as of January 1, 2010

The following changes to the actuarial assumptions were made as part of this valuation:

- The benefit form assumption for American Samoa was changed. Due to plan amendment, all participants are eligible to elect to receive a lump sum if its value does not exceed \$65,000, and are assumed to do so. The assumption change did not result in a decrease in the funding target exceeding \$50,000,000, nor a decrease exceeding \$5,000,000 and representing more than 5% of the funding target before the assumption change. Therefore, this assumption change does not require approval of the Commissioner.
- The assumption about administrative expenses after the plan merger was increased from \$400,000 in the prior year (survivor plan pre-merger) to \$1,000,000, considering the net effect of additional expenses from the two plans that were merged-in and expected economies of scale resulting from the consolidation.
- For participants who belonged to one of the two legacy plans that merged into this plan, the assumptions regarding expected salary increases, termination and retirement rates were kept the same as they were in the legacy plans last year. Such assumptions are described in the attachment to Part V.

No other changes to the actuarial assumptions were made as part of this valuation.

Plan Name: Del Monte Corporation Retirement Plan
EIN / PN: 75-3064217 / 202
Plan Sponsor: Del Monte Corporation
Valuation Date: January 1, 2010

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 25 Description of Change in Methods as of January 1, 2010

The following changes to the funding method were made as part of this valuation:

- Based upon an election by the plan sponsor, the discount rate was changed from the full yield curves for the month of October to the 24 month average 3-segment rates applicable for the September before the valuation date. This change is automatically approved by the IRS pursuant to final funding regulations issued October 15, 2009.
- The valuation software used to produce the actuarial information submitted on this schedule has been refined to reflect evolving understanding of PPA requirements, and such modifications may be considered to be a method change. The percentage changes in funding target, target normal cost and plan assets due to the refinements in the software are each less than 2% (disregarding the effects of any changes that are automatically approved under final IRC 430 regulations), and the modifications to the software were designed to produce results no less accurate than the results produced by the software prior to the change. Therefore the change in funding method due to a change in valuation software receives automatic approval under IRS Announcement 2010-3.

Regulatory guidance from the IRS is pending regarding measurement of assets and liabilities for pension funding purposes and funding ratios following a merger or spin-off. Under IRS Notice 2008-21, the plan sponsor and Enrolled Actuary are allowed to make reasonable interpretations in applying PPA rules where guidance is still pending. The figures shown in this report rely on our interpretation of the rules under IRC Section 430 and 436 and are consistent with pre-PPA guidance provided in IRS Revenue Procedure 2000-40.

Plan Name: Del Monte Corporation Retirement Plan
EIN / PN: 75-3064217 / 202
Plan Sponsor: Del Monte Corporation
Valuation Date: January 1, 2010

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 26

Schedule of Active Participant Data as of January 1, 2010

Attained Age	Years of Credited Service																			
	Under 1		1 to 4		5 to 9		10 to 14		15 to 19		20 to 24		25 to 29		30 to 34		35 to 39		40 & Over	
	No.	Avg. Comp.	No.	Avg. Comp.	No.	Avg. Comp.	No.	Avg. Comp.	No.	Avg. Comp.	No.	Avg. Comp.	No.	Avg. Comp.	No.	Avg. Comp.	No.	Avg. Comp.	No.	Avg. Comp.
Under 25	12		4		0		0		0		0		0		0		0		0	
25 - 29	44	62,780	79	60,543	8		0		0		0		0		0		0		0	
30 - 34	53	85,952	104	85,694	41	83,860	3		0		0		0		0		0		0	
35 - 39	44	90,626	112	102,236	60	90,146	9		15		0		0		0		0		0	
40 - 44	49	82,886	106	111,702	84	119,871	19		24	71,575	15		1		0		0		0	
45 - 49	34	88,189	82	112,700	89	111,681	15		32	42,184	25	48,161	44	46,916	0		0		0	
50 - 54	26	24,838	65	101,786	84	105,188	22	110,975	48	58,054	27	41,249	83	67,305	16		16		0	
55 - 59	26	25,403	47	82,774	69	87,422	23	88,443	19		33	57,770	35	55,409	66	83,730	43	82,173	2	
60 - 64	25	8,356	20	57,733	42	109,466	14		24	37,794	11		18		17		34	102,564	12	
65 - 69	8		3		7		3		8		7		3		6		3		8	
70 & Over	2		1		1		1		5		1		6		2		0		0	

Plan Name: Del Monte Corporation Retirement Plan
EIN / PN: 75-3064217 / 202
Plan Sponsor: Del Monte Corporation
Valuation Date: January 1, 2010

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 26

Schedule of Active Participant Data for Cash Balance Plans as of January 1, 2010

[illegible]

Plan Name:
EIN / PN:
Plan Sponsor:
Valuation Date:

Del Monte Corporation Retirement Plan
75-3064217 / 202
Del Monte Corporation
January 1, 2010

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 32
Schedule of Amortization Bases
as of January 1, 2010

Type of Base	Date Established	Initial Amount	Remaining Amortization Period (Years)	Outstanding Balance	Amortization Payment
1 Shortfall	01/01/2009	4,686,529	6	4,378,910	831,618
Total				4,378,910	831,618

Plan Name: Del Monte Corporation Retirement Plan
EIN / PN: 75-3064217 / 202
Plan Sponsor: Del Monte Corporation
Valuation Date: January 1, 2010

SCHEDULE SB ATTACHMENTS

Schedule SB, Part V Statement of Actuarial Assumptions and Methods

Plan Sponsor

Del Monte Corporation

EIN/PN

75-3064217/202

Discount Rates

Current plan year PPA effective interest rate: 6.53%

Prior plan year PPA effective interest rate: 8.29%

3-Segment Rates

Applicable month: September

Transition election: No

Assumed Cost of Living Adjustments

0.00%

Inclusion Date

The valuation date coincident with or next following the date on which the employee becomes a participant.

Plan-related Expenses

The amount included this year for plan-related expenses is \$1,000,000.

Plan Name: Del Monte Corporation Retirement Plan
EIN / PN: 75-3064217 / 202
Plan Sponsor: Del Monte Corporation
Valuation Date: January 1, 2010

SCHEDULE SB ATTACHMENTS

Mortality

The prescribed mortality assumption under Section 430(h)(3)(a) of the Internal Revenue code using static tables with separate mortality rates for annuitants and non-annuitants.

Retirement

For purposes of determining the Funding Target and Target Normal Cost (both disregarding at-risk assumptions), the rates at which participants retire by age and gender are shown below.

Legacy Retirement Plan for Salaried Employees (PRA):

Age	Rates
60	15%
62	30%
65	50%
68	100%

Legacy Retirement Plan for Hourly Employees (Hourly):

Age	Regular Early	Unreduced Early	Normal
55	9.0%	30.0%	0%
60	9.0%	16.5%	0%
62	52.5%	75.0%	0%
64	30.0%	60.0%	0%
65	0%	0%	100%

Legacy Retirement System for Hourly Employees (System Hourly):

Age	Regular Early for Samoa	Unreduced Early for Samoa	Regular Early for Terminal Island	Normal
55	10.0%	0%	10.0%	0%
60	12.0%	0%	7.5%	0%
62	40.0%	40.0%	25.0%	0%
64	20.0%	40.0%	15.0%	0%
65	0%	0%	0%	100%

Plan Name: Del Monte Corporation Retirement Plan
EIN / PN: 75-3064217 / 202
Plan Sponsor: Del Monte Corporation
Valuation Date: January 1, 2010

SCHEDULE SB ATTACHMENTS

Disability Rates (per 100 employees)

The rates at which participants become disabled by group are shown below:

Age	PRA	Hourly	Terminal Island
25	N/A	0.03%	0.03%
35	N/A	0.03%	0.03%
45	N/A	0.08%	0.08%
55	N/A	0.45%	0.45%

Compensation Increases

For purposes of determining the target normal cost, compensation is assumed to increase by 5.0% for PRA and 4.0% for Hourly during the plan year.

Future Increases in Maximum Benefits and Plan Compensation Limitations

Accrued benefits projected to be paid in future years are limited to the maximum presently allowed under IRC §415. Plan compensation is limited to the maximum presently allowed under IRC §401(a)(17). No provision is made for future increases in the maximum annual benefit or compensation limit.

Calculation of Cash Balance Accounts

Cash balance accounts are assumed to increase at a long term rate of 6% per annum.

Representative Termination Rates not Due to Disability, Retirement or Mortality

Attained Age	Participants in PRA Only	SERP Participants in PRA	Hourly Employees	System Hourly
25	12.00%	6.00%	8.36%	20.00%
35	10.09%	5.05%	4.77%	15.00%
45	7.36%	3.68%	3.00%	10.00%
55	6.00%	20.00%	3.30%	0.00%
59	10.00%	10.00%	N/A	N/A

Form of Payment

Participants in PRA and Samoa are assumed to elect a lump sum benefit and participants in Hourly, Pittsburgh and Terminal Island are assumed to elect an annuity.

Plan Name: Del Monte Corporation Retirement Plan
EIN / PN: 75-3064217 / 202
Plan Sponsor: Del Monte Corporation
Valuation Date: January 1, 2010

SCHEDULE SB ATTACHMENTS

Marriage

PRA: For purposes of valuing the pre-retirement surviving spouse's benefit, 80% of eligible participants are assumed to be married.

Hourly: For purposes of valuing the pre-retirement surviving spouse's benefit, 95% of eligible male participants and 85% of eligible female participants are assumed to be married.

System Hourly: For purposes of valuing the pre-retirement surviving spouse's benefit, 100% of eligible participants are assumed to be married.

Male spouses are assumed to be 3 years older than female spouses.

Employees

It was assumed there will be no new or rehired employees.

Plan Compensation

PRA: Compensation assumed paid in the current year beginning on the valuation date is the prior year's base pay plus bonus, all increased by the salary scale, 5% per year.

Hourly Employees: Compensation assumed paid in the current year beginning on the valuation date is the prior year's pay increased by a salary scale of 4%.

System Hourly: Not applicable since no active participants are accruing additional benefits.

Asset Method

Valuation assets are determined by the asset smoothing outlined in IRS Notice 2009-22 which reflects changes made by the Worker, Retiree, and Employer Recovery Act of 2008 (WRERA). Under this method, the valuation assets are equal to the average of three values (all determined without regard to receivable contributions), the result increased by the discounted present value of contributions expected to be made after the valuation date based on the prior plan year PPA effective interest rate. This amount is then subject to a 10% corridor around the market value of assets (including the discounted present value of receivable contributions) as of the valuation date. The three values used to develop the average value are: the market value of assets as of the current valuation date, the adjusted market value of assets as of the prior valuation date and the adjusted market value of assets as of the second prior valuation date.

Plan Name: Del Monte Corporation Retirement Plan
EIN / PN: 75-3064217 / 202
Plan Sponsor: Del Monte Corporation
Valuation Date: January 1, 2010

SCHEDULE SB ATTACHMENTS

Participant Data

All employee data including data on persons receiving benefits was supplied by the employer as of the census date.

Benefits not Included in Valuation

None.

Nature of Actuarial Calculations

The results documented in this report are estimates based on data that may be imperfect and on assumptions about future events. Certain plan provisions may be approximated or deemed insignificant and therefore are not valued. Assumptions may be made about participant data or other factors. Reasonable efforts were made in this valuation to ensure that items that are significant in the context of the actuarial liabilities or costs are treated appropriately, and not excluded or included inappropriately.

A range of results, different from those presented in this report could be considered reasonable. The numbers are not rounded, but this is for convenience only and should not imply precision, which is not inherent in actuarial calculations. Certain percentages determined in this report, such as the Funding Target Attainment Percentage, are truncated to be consistent with the instructions for Schedule SB of the Form 5500.

The assumptions selected for this valuation other than those prescribed by law, generally reflect long-term average expectations. If overall future plan experience is less favorable than assumed, the relative level of plan costs or contribution requirements determined in this valuation will likely increase in future valuations. Future actuarial measurements may differ significantly from the current measurements presented in this report due to such factors as the following: plan experience differing from that anticipated by the economic or demographic assumptions; increases or decreases expected as part of the natural operation of the methodology used for the measurements (such as the end of an amortization period); and changes in plan provisions or applicable law. It is beyond the scope of this actuarial valuation to analyze the potential range of future pension contributions, but we can do so upon request.

Plan Name: Del Monte Corporation Retirement Plan
EIN / PN: 75-3064217 / 202
Plan Sponsor: Del Monte Corporation
Valuation Date: January 1, 2010

SCHEDULE SB ATTACHMENTS

Schedule SB, Part V Summary of principal plan provisions

Legacy Salaried Plan

Covered Groups and Effective Dates

Salaried non-seasonal employees (actively at work) who are on a U.S. payroll and pay FICA tax, including part-time employees but excluding leased employees of:

- (a) Del Monte Foods Company from January 1, 1990.
- (b) Oak Grove Trucking Company from January 1, 1990.
- (c) Paddison Truck Lines, Inc. from January 1, 1990.
- (d) Shippers Imperial, Inc. from January 1, 1990.

Coverage and Participation

Covered Employees who have completed 12 months of continuous employment or 12 months of total employment measured from the date of employment. Eligibility retroactive to date of employment.

Eligibility Service

A year of Eligibility Service is earned for each Plan Year in which an eligible employee works at least 1,000 hours beginning on date of hire. Fractional years are prorated.

Vesting Service

From January 1, 2008, full vesting after 3 years of service (previously 5 years). The accrued benefit is payable commencing at age 65 or earlier in an actuarial reduced amount based on interest rates specified by PBGC for immediate annuities for month in which benefit commencement occurs.

- (a) Normal: First day of the month coincident with or next following 65th birthday.
- (b) Early: Age 50 with 3 years of service.

Plan Name: Del Monte Corporation Retirement Plan
EIN / PN: 75-3064217 / 202
Plan Sponsor: Del Monte Corporation
Valuation Date: January 1, 2010

SCHEDULE SB ATTACHMENTS

- (c) Postponed: After age 65.
- (d) Disability: If eligible for LTD benefits.

Annual Retirement Benefits:

Normal: Credit Balance

Attained Age on Date of Allocation	All Pay
Below age 30	3%
Age 30 but below age 35	4%
Age 35 but below age 40	5%
Age 40 but below age 45	6%
Age 45 but below age 50	8%
Age 50 but below age 55	10%
Age 55 but below age 60	11%
Age 60 but below age 65	12%
Age 65 and over	13%

These amounts would be determined and credited at the end of each month, based on compensation (including salary continuation) paid in the month.

Interest accrues each month on the basis of plan interest divided by 12 applied to the balance at the end of the previous month. After June 1, 2001, plan interest is the annual rate of the 6-month Treasury bill for that month plus 1.5%. The interest is subject to a minimum of 4.5% per annum.

If an employee retires early but defers receipt of his pension, his Credit Balance will continue to accrue interest until benefit commencement date. At that time, the Credit Balance will be divided by the appropriate factor according to age at benefit commencement to determine the annual life annuity payable.

Minimum benefit payable to employees over age 40 with 10 years of service or after 55 with 5 years of service on 1/1/88 equal to benefit payable under prior plan (with minor changes) based on compensation and credited service accrued to April 30, 1992.

At the time of retirement, the employee can elect to receive payment in the form of a life annuity equal to the credit balance divided by the Annuity Conversion Factor based on the mortality table determined in accordance with Section 417(e)(3)(A)(ii)(I) of the Internal Revenue Code (IRC).

Plan Name: Del Monte Corporation Retirement Plan
EIN / PN: 75-3064217 / 202
Plan Sponsor: Del Monte Corporation
Valuation Date: January 1, 2010

SCHEDULE SB ATTACHMENTS

The annuity cannot be less than an annuity calculated based on the participant's Credit Balance as of December 31, 1997, increased by interest credits using the rate in effect for December 1997 and an annuity factor which is the smallest of 8.2 and an annuity factor based on the PBGC immediate rate as of December 31, 1997.

- (b) Early: Annual life annuity payable equal to credit balance at retirement divided by the Annuity Conversion Factor, calculated as described above, for participant's age at retirement.

The annuity can not be less that an annuity based on the participant's Credit Balance as of December 31, 1997, increased by Interest Credits using the rate in effect for December 1997, divided by the factor from the following table:

Age	Factor
55 or over	8.2
54	8.3
53	8.4
52	8.6
51	8.8
50	9.0

- (c) Postponed: Benefit accrued to actual retirement date.
- (d) Disability: Credits continue to accumulate until the date LTD benefits cease or earlier retirement election based on compensation immediately prior to disability.

Death Benefits for Participants in Active Service

Before Early Retirement Age: In the event of death after completing 3 years of service, the surviving spouse, if any, will receive a benefit equal to 50% of the benefit payable to the employee as if the employee left service on date of death, survived to earliest retirement age and then retired on the next day with a 50% joint and survivor annuity. Benefit payable from the date employee would have retired under this assumption. The survivor benefit also applies to employees who terminated service with a deferred vested benefit. In no event will value be less than full credit balance or annual benefit equal in value to credit balance.

After Early Retirement Age: In the event of death after attaining early retirement age, the surviving spouse, if any, will receive a benefit equal to 50% of the benefit payable to the employee as if retirement had occurred on date of death and the employee had elected a 50% joint and survivor annuity. In no event will value be less than full credit balance or annual benefit equal in value to credit balance.

After Retirement: Benefits are payable for life only for unmarried participants and participants who do not elect a survivor annuity (with spousal consent). For married participants benefits are

Plan Name: Del Monte Corporation Retirement Plan
EIN / PN: 75-3064217 / 202
Plan Sponsor: Del Monte Corporation
Valuation Date: January 1, 2010

SCHEDULE SB ATTACHMENTS

actuarially reduced to provide the spouse with a benefit equal to 50% of the employee's benefit payable for life upon the employee's death.

Employee Contributions

None.

Plan Name: Del Monte Corporation Retirement Plan
EIN / PN: 75-3064217 / 202
Plan Sponsor: Del Monte Corporation
Valuation Date: January 1, 2010

SCHEDULE SB ATTACHMENTS

Legacy Hourly Plan

Effective Date

January 1, 1990, amended through December 31, 2009.

Eligibility

Effective January 1, 1996 the plan was closed to new participants with the exception of certain union Milkbone employees who became participants on July 2, 2006.

Retirement Dates

Normal: First day of the month following 65th birthday.

Early:

- (i) Age 55 with 20 years of service.
- (ii) Age 55 with 30 years of service and an eligible employee as of January 1, 1992 (unreduced retirement benefit).
- (iii) If age 50 with 5 years of service on 1/1/82, age 55 with 10 years of service.

Postponed: After age 65.

Disability: If totally and permanently disabled.

Annual Retirement Benefits for all Hourly Employees except SEDC Employees:

Normal: For participants on 1/1/82, prior plan formula times years of credited service to 1/1/82.

1.75% of average highest 5 consecutive year's earnings of the last 10 years less .75% of Social Security benefit times years of credited service after 1/1/82. Maximum of 40 years on total credited service.

Plan Name: Del Monte Corporation Retirement Plan
EIN / PN: 75-3064217 / 202
Plan Sponsor: Del Monte Corporation
Valuation Date: January 1, 2010

SCHEDULE SB ATTACHMENTS

Early:

- (i) For benefit based on credited service to 1/1/82:

Based on prior plan provisions plus Social Security supplement payable to normal retirement date equal to 1.67% of Social Security benefit times credited service.

- (ii) For benefit based on credited service after 1/1/82:

Gross Normal Retirement Benefit (without offset) based on actual service and salary to early retirement reduced by 5% per year early retirement precedes age 65.

The 5% reduction for early retirement does not apply if employee was active on 4/30/92, and has attained age 55 and 30 years of credited service.

The benefit as determined above would be reduced by the Social Security offset (if applicable) on the first month following the employee's 62nd birthday.

Postponed: Benefit accrued to actual retirement date.

Disability: Continue to accrue credited service.

Annual Retirement Benefits SEDC Employees:

Normal: \$96 times years of credited service (maximum of 40 years).

Early: Accrued benefit to early retirement date reduced by 5% per year early retirement precedes age 65.

Postponed: Benefit accrued to actual retirement date.

Annual Retirement Benefits Milkbone Employees:

Normal: Greater of (i) and (ii) less (iii)

- (i) 1.5% of last consecutive 60 months of earnings multiplied by years of credited service (not greater than 25) plus 1.25% of last consecutive 60 months of earnings multiplied by years of credited service greater than 25 less 1.25% of Social Security benefit times years of credited service. Maximum of 40 years on total credited service

Plan Name: Del Monte Corporation Retirement Plan
EIN / PN: 75-3064217 / 202
Plan Sponsor: Del Monte Corporation
Valuation Date: January 1, 2010

SCHEDULE SB ATTACHMENTS

(ii) \$288 times years of credited service (maximum of 25 years) plus \$144 times years of credited service over 25 years.

(iii) Frozen accrued benefit from Kraft employment as at July 2, 2006

Early: Accrued benefit to early retirement date reduced by 5% per year early retirement precedes age 62.

There is no social security offset for benefits before age 62.

Postponed: Benefit accrued to actual retirement date.

Vesting

In event of termination of employment other than by death or retirement, an eligible employee who had attained age 65 or upon completion of 5 years of service on termination date will be eligible for a vested benefit of 100% of the employee's accrued benefit under the Plan. Any vested benefit will be payable commencing at age 65, or after early retirement age in an actuarially reduced amount.

Employee Contributions

None.

Benefit Accruals

Non-union employees who were less than age 40 and did not have 20 years at January 1, 1996 do not accrue benefits under this plan on or after that date.

Plan Name: Del Monte Corporation Retirement Plan
EIN / PN: 75-3064217 / 202
Plan Sponsor: Del Monte Corporation
Valuation Date: January 1, 2010

SCHEDULE SB ATTACHMENTS

Legacy System Hourly Plan

Effective Date:

December 19, 2002, amended through December 31, 2009.

Eligibility:

The plan is closed to new participants. Current participants will no longer be earning benefits and their accrued benefit will remain in the Plan.

Retirement Dates:

Normal: First day of the month following 65th birthday.

Early:

Pittsburgh:

- (i) Age 55 with 30 years of continuous service – unreduced.
- (ii) Age 62 with 28 years of continuous service – unreduced.
- (iii) Age 55 – reduced.

Samoa:

- (i) Age 62 with 25 years of continuous service – unreduced.
- (ii) Age 55 – reduced.

Terminal Island: Age 55 with 10 years of service.

Postponed: After age 65.

Plan Name: Del Monte Corporation Retirement Plan
EIN / PN: 75-3064217 / 202
Plan Sponsor: Del Monte Corporation
Valuation Date: January 1, 2010

SCHEDULE SB ATTACHMENTS

Disability:

Pittsburgh: 10 years of continuous service.

Samoa: 15 years of continuous service.

Terminal Island: 10 years of continuous service.

Annual Retirement Benefits for Pittsburgh:

Normal:

Eligibility: Age 65.

Benefits: Frozen benefit at April 24, 2006, due to the Tree House acquisition.

Early:

Eligibility: Unreduced Benefits

- (i) Age 55 and 30 years of continuous service or age 62 and 25 years of continuous service, at date of sale April 24, 2006.
- (ii) In case of disability – 10 years of continuous service.

Eligibility: Reduced Benefits

- (iii) Age 55.

For benefits under paragraphs (i) and (ii), accrued benefit payable immediately, plus under paragraph (i) an additional temporary (single life basis) annual benefit of \$156 multiplied by full years of credited service; such temporary benefit ceases when the participant attains age 62 or, if earlier, when the participant receives a Social Security disability award.

Plan Name: Del Monte Corporation Retirement Plan
EIN / PN: 75-3064217 / 202
Plan Sponsor: Del Monte Corporation
Valuation Date: January 1, 2010

SCHEDULE SB ATTACHMENTS

For benefits under paragraph (iii), accrued benefit, reduced in accordance with the following schedule, and payable immediately:

Age at Retirement	Percentage of Accrued Benefit
64	98%
63	96%
62	94%
61	90%
60	86%
59	82%
58	78%
57	74%
56	70%
55	66%

In the event of plant closing, the eligibility requirements for an unreduced benefit are more liberal

Postponed: Benefit accrued to actual retirement date.

Disability: See early retirement benefit.

Annual Retirement Benefits for Samoa:

Normal:

Eligibility: Age 65.

Benefits: The annual retirement benefit consists of:

- (i) For credited service rendered on and after June 1, 1973:

Age at Retirement	Percentage of Accrued Benefit
64	98%
63	96%
62	94%
61	90%
60	86%
59	82%
58	78%
57	74%
56	70%
55	66%

Plan Name: Del Monte Corporation Retirement Plan
EIN / PN: 75-3064217 / 202
Plan Sponsor: Del Monte Corporation
Valuation Date: January 1, 2010

SCHEDULE SB ATTACHMENTS

In the event of plant closing, the eligibility requirements for an unreduced benefit are more liberal

1-1/4% of earnable compensation received in such period.

Minimum annual benefit - \$96 multiplied by years of credited service in such period; plus

- (ii) For credited service rendered prior to June 1, 1973:

1/2% of the first \$3,000 of 1972 compensation and 1% of such compensation in excess of \$3,000, multiplied by years of credited service in such period.

Minimum annual benefit - \$84 multiplied by years of credited service in such period.

Early

Eligibility: Unreduced Benefits

- (i) Age 62 and 25 years of continuous service.
- (ii) In case of disability – 15 years of continuous service.

Eligibility: Reduced Benefits

- (iii) Age 55.

For benefits under paragraphs (i) and (ii), accrued benefit payable immediately.

For benefits under paragraph (iii), accrued benefit deferred to age 65 or accrued benefit, reduced in accordance with the following schedule, and payable immediately:

Age at Retirement	Percentage of Accrued Benefit
64	98%
63	96%
62	94%
61	90%
60	86%
59	82%
58	78%
57	74%
56	70%
55	66%

Plan Name: Del Monte Corporation Retirement Plan
EIN / PN: 75-3064217 / 202
Plan Sponsor: Del Monte Corporation
Valuation Date: January 1, 2010

SCHEDULE SB ATTACHMENTS

Postponed: Benefit accrued to actual retirement date.

Annual Retirement Benefits for Terminal Island:

Normal:

Eligibility: Age 65.

Benefits: Annual retirement benefit is the sum of:

- (i) \$132 multiplied by Credited Service on or after 1/1/86 and prior to 1/1/89
- (ii) \$156 multiplied by Credited Service on or after 1/1/89.
- (iii) Participant's annual "Normal Pension" as determined under the Fish Cannery Plan, plus any additional amounts to which the participant would be entitled under that plan.

Early:

Eligibility: Age 55 and 10 Years of Service.

Accrued benefit deferred to age 65 or an immediate benefit equal to the accrued benefit reduced by

- (i) $\frac{1}{2}$ of 1% for each of the first 60 months Participant's commencement date precedes his Normal Retirement Date, and
- (ii) $\frac{3}{10}$ of 1% for each additional month by which the date the Participant's Retirement Benefit commences precedes his Normal Retirement Date.

Postponed: Benefit accrued to actual retirement date.

Benefit accruals cease for cannery employees as of November 1, 2003 and cease for distribution center employees as of January 1, 2004.

Plan Name: Del Monte Corporation Retirement Plan
EIN / PN: 75-3064217 / 202
Plan Sponsor: Del Monte Corporation
Valuation Date: January 1, 2010

SCHEDULE SB ATTACHMENTS

Vesting

Vested Retirement Benefit for Pittsburgh

All Pittsburgh participants are vested.

Vested Retirement Benefit for Samoa

Eligibility: Employees will be vested upon completion of 5 years of continuous service or an eligible participant who was active on the Sale Date, October 5, 2008.

Benefits: Accrued benefit deferred to age 65 or benefit payable at age 55 or later reduced $\frac{1}{2}$ of 1% for each month the payment starting date precedes the first of the month coincident with or next following attainment of age 65.

Vested Retirement Benefit for Terminal Island

Eligibility: Employees will be vested upon completion of 5 years of vesting service.

Benefits: Accrued benefit deferred to age 65 or if employee has completed 10 years of vesting service at termination, a benefit payable at age 55 reduced by the factors used for the Special Service Retirement Benefit.

Employee Contributions

All contributions to support the Plan are made by the Company except for Samoa, where contributions continue to be made by both the Company and employee.

Contributions will no longer be required or allowed for Terminal Island cannery employees as of October 1, 2003 and for Terminal Island distribution center employees as of January 1, 2004.

Plan Changes Since Last Valuation

As of December 31, 2009 the legacy Hourly and System Hourly plans were amended to merge with the legacy Salaried plan and renamed as Del Monte Corporate Retirement Plan.

The plan was amended to provide immediate lump sums for less than \$65,000 to all vested participants from the American Samoa plant.

Plan Name: Del Monte Corporation Retirement Plan
EIN / PN: 75-3064217 / 202
Plan Sponsor: Del Monte Corporation
Valuation Date: January 1, 2010

SCHEDULE SB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500 or 5500-SF.	OMB No. 1210-0110 2010 This Form is Open to Public Inspection
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For calendar plan year 2010 or fiscal plan year beginning 01/01/2010 and ending 12/31/2010

► **Round off amounts to nearest dollar.**

► **Caution:** A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.

A Name of plan Del Monte Corporation Retirement Plan	B Three-digit plan number (PN) ►	202
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF Del Monte Corporation	D Employer Identification Number (EIN) 75-3064217	
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B		
F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500		

Part I Basic Information			
1 Enter the valuation date: Month <u>1</u> Day <u>1</u> Year <u>2010</u>			
2 Assets:			
a Market value.....	2a		392,148,995
b Actuarial value.....	2b		395,273,415
3 Funding target/participant count breakdown		(1) Number of participants	(2) Funding Target
a For retired participants and beneficiaries receiving payment.....	3a	3,227	227,867,843
b For terminated vested participants.....	3b	1,755	32,414,851
c For active participants:			
(1) Non-vested benefits.....	3c(1)		8,935,278
(2) Vested benefits.....	3c(2)		119,746,676
(3) Total active.....	3c(3)	2,249	128,681,954
d Total.....	3d	7,231	388,964,648
4 If the plan is at-risk, check the box and complete items (a) and (b) ☐			
a Funding target disregarding prescribed at-risk assumptions.....	4a		
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been at-risk for fewer than five consecutive years and disregarding loading factor.....	4b		
5 Effective interest rate.....	5		6.53 %
6 Target normal cost.....	6		14,743,159

Statement by Enrolled Actuary
 To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

SIGN HERE	 Signature of actuary	<u>10/17/2011</u> Date
	Jeffrey A. Brown Type or print name of actuary	11-06445 Most recent enrollment number
	Towers Watson Delaware Inc. Firm name	(415) 836-1000 Telephone number (including area code)
	525 Market St. Suite 2900 San Francisco CA 94105 Address of the firm	

If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions ☐

Part II Beginning of year carryover and prefunding balances

	(a) Carryover balance	(b) Prefunding balance
7 Balance at beginning of prior year after applicable adjustments (Item 13 from prior year)	16,217,029	29,432,837
8 Portion used to offset prior year's funding requirement (Item 35 from prior year)	5,177,666	2,950,735
9 Amount remaining (Item 7 minus item 8)	11,039,363	26,482,102
10 Interest on item 9 using prior year's actual return of <u>19.10</u> %	1,870,162	4,589,667
11 Prior year's excess contributions to be added to prefunding balance:		
a Excess contributions (Item 38 from prior year)		52,646,908
b Interest on (a) using prior year's effective rate of <u>8.29</u> %		5,164,130
c Total available at beginning of current plan year to add to prefunding balance		57,811,038
d Portion of (c) to be added to prefunding balance		0
12 Reduction in balances due to elections or deemed elections	0	0
13 Balance at beginning of current year (item 9 + item 10 + item 11d - item 12)	12,909,525	31,071,769

Part III Funding percentages

14 Funding target attainment percentage	14	90.31 %
15 Adjusted funding target attainment percentage	15	101.62 %
16 Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	93.63 %
17 If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage	17	%

Part IV Contributions and liquidity shortfalls

18 Contributions made to the plan for the plan year by employer(s) and employees:					
(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
10/01/2010	40,000,000				
Totals ▶			18(b)	40,000,000	18(c) 0

19 Discounted employer contributions - see instructions for small plan with a valuation date after the beginning of the year:	
a Contributions allocated toward unpaid minimum required contribution from prior years	19a
b Contributions made to avoid restrictions adjusted to valuation date	19b
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c 38,146,619

20 Quarterly contributions and liquidity shortfalls:	
a Did the plan have a "funding shortfall" for the prior year?	☒ Yes ☐ No
b If 20a is "Yes," were required quarterly installments for the current year made in a timely manner?	☒ Yes ☐ No
c If 20a is "Yes," see instructions and complete the following table as applicable:	

Liquidity shortfall as of end of Quarter of this plan year			
(1) 1st	(2) 2nd	(3) 3rd	(4) 4th
0	0	0	0

Part V Assumptions used to determine funding target and target normal cost**21** Discount rate:**a** Segment rates:1st segment:
5.03 %2nd segment:
6.73 %3rd segment:
6.82 %☐ N/A, full yield curve used**b** Applicable month (enter code)**21b**

4

22 Weighted average retirement age**22**

63

23 Mortality table(s) (see instructions) ☐ Prescribed - combined☒ Prescribed - separate☐ Substitute**Part VI Miscellaneous items****24** Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment. ☒ Yes ☐ No**25** Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment. ☒ Yes ☐ No**26** Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment. ☒ Yes ☐ No**27** If the plan is eligible for (and is using) alternative funding rules, enter applicable code and see instructions regarding attachment.**27****Part VII Reconciliation of unpaid minimum required contributions for prior years****28** Unpaid minimum required contribution for all prior years **28** 0**29** Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (item 19a) **29** 0**30** Remaining amount of unpaid minimum required contributions (item 28 minus item 29) **30** 0**Part VIII Minimum required contribution for current year****31** Target normal cost, adjusted, if applicable (see instructions) **31** 14,743,159**32** Amortization installments:

Outstanding Balance

Installment

a Net shortfall amortization installment

4,378,910

831,618

b Waiver amortization installment**33** If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount**33****34** Total funding requirement before reflecting carryover/prefunding balances (item 31 + item 32a + item 32b - item 33)**34**

15,574,777

Carryover balance

Prefunding balance

Total balance

35 Balances used to offset funding requirement

6,366,204

0

6,366,204

36 Additional cash requirement (item 34 minus item 35) **36** 9,208,573**37** Contributions allocated toward minimum required contribution for current year adjusted to valuation date (Item 19c)**37**

38,146,619

38 Interest-adjusted excess contributions for current year (see instructions) **38** 28,938,046**39** Unpaid minimum required contribution for current year (excess, if any, of item 36 over item 37) **39** 0**40** Unpaid minimum required contribution for all years **40** 0