

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), 6057(b), and 6058(a) of the Internal Revenue Code (the Code). <p style="text-align: center;">▶ Complete all entries in accordance with the instructions to the Form 5500.</p>	OMB Nos. 1210-0110 1210-0089 <div style="text-align: center; font-size: 1.5em; font-weight: bold;">2012</div> This Form is Open to Public Inspection
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Part I	Annual Report Identification Information
For calendar plan year 2012 or fiscal plan year beginning <u>07/01/2012</u> and ending <u>06/30/2013</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>WASHINGTON MEAT INDUSTRY PENSION TRUST</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 80%;">1b Three-digit plan number (PN) ▶</td> <td style="width: 20%; text-align: center;"><u>001</u></td> </tr> <tr> <td colspan="2">1c Effective date of plan <u>07/01/1958</u></td> </tr> </table>	1b Three-digit plan number (PN) ▶	<u>001</u>	1c Effective date of plan <u>07/01/1958</u>	
1b Three-digit plan number (PN) ▶	<u>001</u>				
1c Effective date of plan <u>07/01/1958</u>					
2a Plan sponsor's name and address; include room or suite number (employer, if for a single-employer plan) <u>BOARD OF TRUSTEES, WASHINGTON MEAT</u> <u>INDUSTRY PENSION TRUST</u> <u>201 QUEEN ANNE AVENUE NORTH</u> <u>SUITE 100</u> <u>SEATTLE, WA 98109</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td>2b Employer Identification Number (EIN) <u>91-6134141</u></td> </tr> <tr> <td>2c Sponsor's telephone number <u>206-282-4100</u></td> </tr> <tr> <td>2d Business code (see instructions) <u>445210</u></td> </tr> </table>	2b Employer Identification Number (EIN) <u>91-6134141</u>	2c Sponsor's telephone number <u>206-282-4100</u>	2d Business code (see instructions) <u>445210</u>	
2b Employer Identification Number (EIN) <u>91-6134141</u>					
2c Sponsor's telephone number <u>206-282-4100</u>					
2d Business code (see instructions) <u>445210</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	Filed with authorized/valid electronic signature. Signature of plan administrator	04/11/2014 Date	LARRY HALL Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature. Signature of employer/plan sponsor	04/11/2014 Date	BARBARA DORSEY Enter name of individual signing as employer or plan sponsor
SIGN HERE	Signature of DFE	Date	Enter name of individual signing as DFE
Preparer's name (including firm name, if applicable) and address; include room or suite number. (optional)			Preparer's telephone number (optional)

3a Plan administrator's name and address ☒ Same as Plan Sponsor Name ☐ Same as Plan Sponsor Address		3b Administrator's EIN 3c Administrator's telephone number <div style="background-color: #cccccc; height: 40px; width: 100%;"></div>																		
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		<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 10%; text-align: center;">5</td> <td style="width: 90%; text-align: right;">11042</td> </tr> </table>	5	11042																
5	11042																			
6 Number of participants as of the end of the plan year (welfare plans complete only lines 6a , 6b , 6c , and 6d).		<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td colspan="2" style="background-color: #cccccc; height: 20px;"></td> </tr> <tr> <td style="width: 10%; text-align: center;">6a</td> <td style="width: 90%; text-align: right;">4905</td> </tr> <tr> <td style="text-align: center;">6b</td> <td style="text-align: right;">3254</td> </tr> <tr> <td style="text-align: center;">6c</td> <td style="text-align: right;">2426</td> </tr> <tr> <td style="text-align: center;">6d</td> <td style="text-align: right;">10585</td> </tr> <tr> <td style="text-align: center;">6e</td> <td style="text-align: right;">413</td> </tr> <tr> <td style="text-align: center;">6f</td> <td style="text-align: right;">10998</td> </tr> <tr> <td style="text-align: center;">6g</td> <td></td> </tr> <tr> <td style="text-align: center;">6h</td> <td></td> </tr> </table>			6a	4905	6b	3254	6c	2426	6d	10585	6e	413	6f	10998	6g		6h	
6a	4905																			
6b	3254																			
6c	2426																			
6d	10585																			
6e	413																			
6f	10998																			
6g																				
6h																				
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)		<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 10%; text-align: center;">7</td> <td style="width: 90%; text-align: right;">62</td> </tr> </table>	7	62																
7	62																			
8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions: 1B 1G																				
b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics 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 MB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Multiemployer Defined Benefit Plan and Certain Money Purchase 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 2012 This Form is Open to Public Inspection
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For calendar plan year 2012 or fiscal plan year beginning 07/01/2012 and ending 06/30/2013

▶ **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>WASHINGTON MEAT INDUSTRY PENSION TRUST</u>	B Three-digit plan number (PN) ▶ <u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF <u>BOARD OF TRUSTEES, WASHINGTON MEAT</u>	D Employer Identification Number (EIN) <u>91-6134141</u>

E Type of plan: (1) ☒ Multiemployer Defined Benefit (2) ☐ Money Purchase (see instructions)	
1a Enter the valuation date: Month <u>07</u> Day <u>01</u> Year <u>2012</u>	
b Assets	
(1) Current value of assets	1b(1) <u>268571554</u>
(2) Actuarial value of assets for funding standard account.....	1b(2) <u>322285865</u>
c (1) Accrued liability for plan using immediate gain methods	1c(1) <u>517714974</u>
(2) Information for plans using spread gain methods:	
(a) Unfunded liability for methods with bases.....	1c(2)(a)
(b) Accrued liability under entry age normal method.....	1c(2)(b)
(c) Normal cost under entry age normal method.....	1c(2)(c)
(3) Accrued liability under unit credit cost method.....	1c(3) <u>512998546</u>
d Information on current liabilities of the plan:	
(1) Amount excluded from current liability attributable to pre-participation service (see instructions).....	1d(1)
(2) "RPA '94" information:	
(a) Current liability	1d(2)(a) <u>740869619</u>
(b) Expected increase in current liability due to benefits accruing during the plan year	1d(2)(b) <u>2555165</u>
(c) Expected release from "RPA '94" current liability for the plan year	1d(2)(c) <u>38874460</u>
(3) Expected plan disbursements for the plan year	1d(3) <u>39724460</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>01/21/2014</u>
Signature of actuary	Date
<u>PAUL C. POON, ASA, MAAA</u>	<u>11-06069</u>
Type or print name of actuary	Most recent enrollment number
<u>THE SEGAL COMPANY</u>	<u>415-263-8200</u>
Firm name	Telephone number (including area code)
<u>100 MONTGOMERY STREET, SUITE 500, SAN FRANCISCO, CA 94104-4308</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 ☐

2 Operational information as of beginning of this plan year:

a Current value of assets (see instructions)	2a	268571554
b "RPA '94" current liability/participant count breakdown:	(1) Number of participants	(2) Current liability
(1) For retired participants and beneficiaries receiving payment	3523	469771059
(2) For terminated vested participants	2373	96328259
(3) For active participants:		
(a) Non-vested benefits		25228503
(b) Vested benefits		149541798
(c) Total active	2997	174770301
(4) Total	8893	740869619
c If the percentage resulting from dividing line 2a by line 2b(4), column (2), is less than 70%, enter such percentage	2c	36.25 %

3 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
	9562559	0			
Totals ▶ 3(b)				9562559	3(c) 0

4 Information on plan status:

a Enter code to indicate plan's status (see instructions for attachment of supporting evidence of plan's status). If code is "N," go to line 5.	4a	C
b Funded percentage for monitoring plan's status (line 1b(2) divided by line 1c(3))	4b	62.8 %
c Is the plan making the scheduled progress under any applicable funding improvement or rehabilitation plan?	☒ Yes ☐ No	
d If the plan is in critical status, were any adjustable benefits reduced?	☐ Yes ☒ No	
e If line d is "Yes," enter the reduction in liability resulting from the reduction in adjustable benefits, measured as of the valuation date	4e	

5 Actuarial cost method used as the basis for this plan year's funding standard account computations (check all that apply):

- a** ☐ Attained age normal
b ☒ Entry age normal
c ☐ Accrued benefit (unit credit)
d ☐ Aggregate
e ☐ Frozen initial liability
f ☐ Individual level premium
g ☐ Individual aggregate
h ☐ Shortfall
i ☐ Reorganization
j ☐ Other (specify):

k If box h is checked, enter period of use of shortfall method	5k	
l Has a change been made in funding method for this plan year?	☐ Yes ☒ No	
m If line l is "Yes," was the change made pursuant to Revenue Procedure 2000-40 or other automatic approval?	☐ Yes ☐ No	
n If line l is "Yes," and line m is "No," enter the date (MM-DD-YYYY) of the ruling letter (individual or class) approving the change in funding method	5n	

6 Checklist of certain actuarial assumptions:

a Interest rate for "RPA '94" current liability	6a	4.02 %
b Rates specified in insurance or annuity contracts	☐ Yes ☐ No ☒ N/A	☐ Yes ☐ No ☒ N/A
c Mortality table code for valuation purposes:		
(1) Males	6c(1)	A
(2) Females	6c(2)	A
d Valuation liability interest rate	6d	7.25 %
e Expense loading	6e	80.8 % ☐ N/A ☒ N/A
f Salary scale	6f	% ☒ N/A
g Estimated investment return on actuarial value of assets for year ending on the valuation date	6g	-2.0 %
h Estimated investment return on current value of assets for year ending on the valuation date	6h	-2.8 %

7 New amortization bases established in the current plan year:

(1) Type of base	(2) Initial balance	(3) Amortization Charge/Credit
1	32912806	3422768

8 Miscellaneous information:

a If a waiver of a funding deficiency has been approved for this plan year, enter the date (MM-DD-YYYY) of the ruling letter granting the approval	8a	
b Is the plan required to provide a Schedule of Active Participant Data? (See the instructions.) If "Yes," attach schedule.		☒ Yes ☐ No
c Are any of the plan's amortization bases operating under an extension of time under section 412(e) (as in effect prior to 2008) or section 431(d) of the Code?		☐ Yes ☐ No
d If line c is "Yes," provide the following additional information:		
(1) Was an extension granted automatic approval under section 431(d)(1) of the Code?		☐ Yes ☐ No
(2) If line 8d(1) is "Yes," enter the number of years by which the amortization period was extended	8d(2)	
(3) Was an extension approved by the Internal Revenue Service under section 412(e) (as in effect prior to 2008) or 431(d)(2) of the Code?		☐ Yes ☐ No
(4) If line 8d(3) is "Yes," enter number of years by which the amortization period was extended (not including the number of years in line (2))	8d(4)	
(5) If line 8d(3) is "Yes," enter the date of the ruling letter approving the extension	8d(5)	
(6) If line 8d(3) is "Yes," is the amortization base eligible for amortization using interest rates applicable under section 6621(b) of the Code for years beginning after 2007?		☐ Yes ☐ No
e If box 5h is checked or line 8c is "Yes," enter the difference between the minimum required contribution for the year and the minimum that would have been required without using the shortfall method or extending the amortization base(s)	8e	

9 Funding standard account statement for this plan year:**Charges to funding standard account:**

a Prior year funding deficiency, if any	9a	0
b Employer's normal cost for plan year as of valuation date	9b	1831163
c Amortization charges as of valuation date:		
(1) All bases except funding waivers and certain bases for which the amortization period has been extended	9c(1)	361277515
(2) Funding waivers	9c(2)	0
(3) Certain bases for which the amortization period has been extended	9c(3)	0
d Interest as applicable on lines 9a, 9b, and 9c	9d	3587746
e Total charges. Add lines 9a through 9d	9e	53073894

Credits to funding standard account:

f Prior year credit balance, if any	9f	28185637
g Employer contributions. Total from column (b) of line 3	9g	9562559
h Amortization credits as of valuation date	9h	137662769
i Interest as applicable to end of plan year on lines 9f, 9g, and 9h	9i	4578257
j Full funding limitation (FFL) and credits:		
(1) ERISA FFL (accrued liability FFL)	9j(1)	299399336
(2) "RPA '94" override (90% current liability FFL)	9j(2)	355799118
(3) FFL credit	9j(3)	0
k (1) Waived funding deficiency	9k(1)	0
(2) Other credits	9k(2)	0
l Total credits. Add lines 9f through 9i, 9j(3), 9k(1), and 9k(2)	9l	72507912
m Credit balance: If line 9l is greater than line 9e, enter the difference	9m	19434018
n Funding deficiency: If line 9e is greater than line 9l, enter the difference	9n	

9 o Current year's accumulated reconciliation account:

(1) Due to waived funding deficiency accumulated prior to the 2012 plan year	9o(1)	0
(2) Due to amortization bases extended and amortized using the interest rate under section 6621(b) of the Code:		
(a) Reconciliation outstanding balance as of valuation date	9o(2)(a)	0
(b) Reconciliation amount (line 9c(3) balance minus line 9o(2)(a))	9o(2)(b)	0
(3) Total as of valuation date.....	9o(3)	0

10 Contribution necessary to avoid an accumulated funding deficiency. (See instructions.)	10	
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11 Has a change been made in the actuarial assumptions for the current plan year? If "Yes," see instructions.	☒ Yes ☐ No
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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
		2012
		This Form is Open to Public Inspection.

For calendar plan year 2012 or fiscal plan year beginning 07/01/2012 and ending 06/30/2013

A Name of plan WASHINGTON MEAT INDUSTRY PENSION TRUST	B Three-digit plan number (PN) ▶ 001
C Plan sponsor's name as shown on line 2a of Form 5500 BOARD OF TRUSTEES, WASHINGTON MEAT	D Employer Identification Number (EIN) 91-6134141

Part I Service Provider Information (see instructions)

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
PIMCO
33-0629048

(b) Enter name and EIN or address of person who provided you disclosure on eligible indirect compensation
GROSVENOR CAPITAL MANAGEMENT, L.P.
36-3795985

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation
MESIROW ADVANCED STRATEGIES, INC.
36-3741067

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation
SENTINEL REALTY PARTNERS VI, LP
14-1837860

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

FIRST QUADRANT, LP

95-4562891

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

AQR CAPITAL MANAGEMENT, LLC

13-3987414

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

GRANTHAM, MAYO, VAN OTTERLOO & CO

40 ROWES WHARF
BOSTON, WA 02110

(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)

ZENITH AMERICAN SOLUTIONS INC

52-1590516

(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 50	CONTRACT ADMINISTRATOR	311247	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

MELLON CAPITAL MANAGEMENT

25-1442864

(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?
28 51 52	NONE	280769	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☐

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

TEMPLETON INVESTMENT COUNSEL, LLC

94-3385113

(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 28 51 52 68	NONE	213402	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☐

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)

THE SEGAL COMPANY

94-1503999

(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 50 17	NONE	152096	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

DODGE & COX

94-1441976

(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?
28 51 52 68	NONE	82040	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☐

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

R.V. KUHNS & ASSOCIATES, INC.

93-0910652

(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?
27 50	NONE	70000	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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)

RCM CAPITAL MANAGEMENT LLC

94-3244780

(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?
27 28 51 52 68	NONE	54203	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☐

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

MCKENZIE ROTHWELL BARLOW & COUGHRAN

91-0889948

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
29 50	NONE	52315	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

ALLIANZ GLOBAL INVESTORS US LLC

01-0645160

(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?
27 28 51 52 68	NONE	43627	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☐

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)

LINDQUIST LLP

52-2385296

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
10 50	NONE	42256	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

STATE STREET BANK & TRUST CO

04-1867445

(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?
50 99 19 28	NONE	42113	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☐

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

RAEL & LETSON

94-1701048

(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 50	NONE	23688	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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)

WELLS FARGO

94-1347393

(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?
50 18	NONE	13223	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

CHEIRON, INC.

13-4215617

(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 17 50	NONE	7705	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 III **Termination Information on Accountants and Enrolled Actuaries (see instructions)**
(complete as many entries as needed)

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE D (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small>	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 2012 This Form is Open to Public Inspection.
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For calendar plan year 2012 or fiscal plan year beginning 07/01/2012 and ending 06/30/2013

A Name of plan <u>WASHINGTON MEAT INDUSTRY PENSION TRUST</u>	B Three-digit plan number (PN) ► <u>001</u>	
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 <u>BOARD OF TRUSTEES, WASHINGTON MEAT</u>	D Employer Identification Number (EIN) <u>91-6134141</u>	

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)
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a Name of MTIA, CCT, PSA, or 103-12 IE: RCM SMALL CAP FUND

b Name of sponsor of entity listed in (a): RCM CAPITAL MANAGEMENT LLC

c EIN-PN <u>74-3109939-002</u>	d Entity code <u>E</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>0</u>
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a Name of MTIA, CCT, PSA, or 103-12 IE: TEMPLETON INTERNATIONAL FOREIGN FD

b Name of sponsor of entity listed in (a): FIDUCIARY TRUST INTERNATIONAL OF THE SOUTH

c EIN-PN <u>59-6945805-001</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>15974491</u>
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a Name of MTIA, CCT, PSA, or 103-12 IE: EB DV GLOBAL ALPHA I FUND

b Name of sponsor of entity listed in (a): THE BANK OF NEW YORK MELLON

c EIN-PN <u>25-6078093-126</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>19984985</u>
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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)
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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)
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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)
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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)
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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)
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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 H (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	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 2012 This Form is Open to Public Inspection
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For calendar plan year 2012 or fiscal plan year beginning 07/01/2012 and ending 06/30/2013		
A Name of plan WASHINGTON MEAT INDUSTRY PENSION TRUST	B Three-digit plan number (PN) ►	001
C Plan sponsor's name as shown on line 2a of Form 5500 BOARD OF TRUSTEES, WASHINGTON MEAT	D Employer Identification Number (EIN) 91-6134141	

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	6681786	6464965
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	759868	805509
(2) Participant contributions	1b(2)		
(3) Other.....	1b(3)	3512863	3388400
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	1819271	370617
(2) U.S. Government securities.....	1c(2)	6804484	
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other.....	1c(3)(B)	5959206	
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)	103702	
(B) Common	1c(4)(B)	55457362	31125451
(5) Partnership/joint venture interests	1c(5)	47454054	51407645
(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)	103443522	35959476
(10) Value of interest in pooled separate accounts.....	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)	1576703	
(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)	35393661	102925593
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
(15) Other	1c(15)		33715643

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	268966482	266163299

Liabilities

g Benefit claims payable	1g		
h Operating payables	1h	247175	157910
i Acquisition indebtedness	1i		
j Other liabilities	1j	147753	227212
k Total liabilities (add all amounts in lines 1g through 1j)	1k	394928	385122

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	268571554	265778177
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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)	9686831	
(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)		9686831
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	6783	
(B) U.S. Government securities	2b(1)(B)	66758	
(C) Corporate debt instruments	2b(1)(C)	136270	
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)		
(F) Other	2b(1)(F)	1508400	
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		1718211
(2) Dividends: (A) Preferred stock	2b(2)(A)	3741	
(B) Common stock	2b(2)(B)	741425	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	2633463	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		3378629
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	61815508	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	58397730	
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		3417778
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)	8596215	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		8596215

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		12765955
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		39453
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		-2281082
c Other income.....	2c		44951
d Total income. Add all income amounts in column (b) and enter total.....	2d		37366941

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	38202777	
(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)		38202777
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)	307893	
(2) Contract administrator fees	2i(2)	286980	
(3) Investment advisory and management fees	2i(3)	1167183	
(4) Other	2i(4)	195485	
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		1957541
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		40160318

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d.....	2k		-2793377
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: LINDQUIST LLP

(2) EIN: 52-2385296

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 lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 4l.

During the plan year:

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.).....

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.).....

	Yes	No	Amount
4a		X	
4b		X	

	Yes	No	Amount
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)		X	
e Was this plan covered by a fidelity bond?	X		500000
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		51407645
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	X		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	X		
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?		X	
l Has the plan failed to provide any benefit when due under the plan?		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)		X	
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.		X	

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

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

5b(1) Name of plan(s)

5b(2) EIN(s)	5b(3) PN(s)

Part V Trust Information (optional)

6a Name of trust

6b Trust's EIN

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 2012 This Form is Open to Public Inspection.	
For calendar plan year 2012 or fiscal plan year beginning 07/01/2012 and ending 06/30/2013					
A Name of plan WASHINGTON MEAT INDUSTRY PENSION TRUST				B Three-digit plan number (PN) ▶	001
C Plan sponsor's name as shown on line 2a of Form 5500 BOARD OF TRUSTEES, WASHINGTON MEAT				D Employer Identification Number (EIN) 91-6134141	
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	0
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): 91-6134141					
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	0
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 (include any prior year accumulated funding deficiency not waived)				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 or other authority 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. 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) 2012 v. 120126	

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 **ALBERTSONS INC**

b EIN **20-4057706**

c Dollar amount contributed by employer **1083723**

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 lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) **2.27**

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☒ Other (specify): **SEE ATTACHED**

a Name of contributing employer **HAGGEN INC**

b EIN **91-0504583**

c Dollar amount contributed by employer **515304**

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 lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) **2.27**

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☒ Other (specify): **SEE ATTACHED**

a Name of contributing employer **KROGER, DBA FRED MEYER**

b EIN **91-1826443**

c Dollar amount contributed by employer **1292472**

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 lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) **2.27**

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☒ Other (specify): **SEE ATTACHED**

a Name of contributing employer **KROGER, DBA QFC**

b EIN **91-1330075**

c Dollar amount contributed by employer **1613579**

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 lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) **2.27**

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☒ Other (specify): **SEE ATTACHED**

a Name of contributing employer **SAFeway STORES INC**

b EIN **94-3019135**

c Dollar amount contributed by employer **3145996**

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 lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) **3.29**

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☒ Other (specify): **SEE ATTACHED**

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 lines 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	61
b The plan year immediately preceding the current plan year	14b	36
c The second preceding plan year	14c	13

- 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	1.01
b The corresponding number for the second preceding plan year	15b	1.02

- 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	2
b If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	16b	931137

- 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 lines (a) through (c)

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

Stock: 39.7% Investment-Grade Debt: 24.2% High-Yield Debt: 0.9% Real Estate: 6.6% Other: 28.6%

- 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 line 19(b)?

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

**WASHINGTON MEAT INDUSTRY
PENSION TRUST**

FINANCIAL STATEMENTS

JUNE 30, 2013

**WASHINGTON MEAT INDUSTRY
PENSION TRUST**

FINANCIAL STATEMENTS WITH ADDITIONAL INFORMATION

JUNE 30, 2013 AND 2012

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INDEPENDENT AUDITORS' REPORT

To the Participants and Trustees of
Washington Meat Industry Pension Trust

Report on the Financial Statements

We have audited the accompanying financial statements of Washington Meat Industry Pension Trust (the Plan), which comprise the statements of net assets available for benefits as of June 30, 2013 and 2012; the related statements of changes in net assets available for benefits for the years then ended; and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America, which includes the design, implementation and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditors consider internal control relevant to the Plan's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Plan's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

To the Participants and Trustees of
Washington Meat Industry Pension Trust
Page two

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, information regarding Washington Meat Industry Pension Trust's net assets available for benefits as of June 30, 2013, and changes therein for the year ended and its financial status as of June 30, 2012, and changes therein for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Lindquist LLP

February 19, 2014

**WASHINGTON MEAT INDUSTRY
PENSION TRUST**

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

JUNE 30, 2013 AND 2012

	<u>2013</u>	<u>2012</u>
ASSETS		
INVESTMENTS - at fair value		
U.S. Government and Government		
Agency obligations	\$ -	\$ 6,804,484
Short-term funds	370,617	1,819,271
Corporate bonds	-	5,959,206
Common and preferred stock	31,125,451	55,561,064
Mutual funds	102,925,593	35,393,661
Common/collective trusts	35,959,476	103,443,522
103-12 investment entity	-	1,576,703
Limited partnerships	51,407,645	47,454,054
Other private equity	33,715,643	-
Total investments	<u>255,504,425</u>	<u>258,011,965</u>
RECEIVABLES		
Employer contributions	805,509	759,868
Withdrawal liability	124,272	-
Accrued dividends and interest	48,910	254,510
Due from broker for securities sold	273,275	432,885
Total receivables	<u>1,251,966</u>	<u>1,447,263</u>
PREPAID EXPENSES	<u>2,941,943</u>	<u>2,825,468</u>
CASH	<u>6,464,965</u>	<u>6,681,786</u>
Total assets	<u>266,163,299</u>	<u>268,966,482</u>
LIABILITIES AND NET ASSETS		
LIABILITIES		
Administrative expenses payable	157,910	247,175
Due to broker for securities purchased	227,212	147,753
Total liabilities	<u>385,122</u>	<u>394,928</u>
NET ASSETS AVAILABLE FOR BENEFITS	<u>\$ 265,778,177</u>	<u>\$ 268,571,554</u>

See accompanying notes to financial statements.

**WASHINGTON MEAT INDUSTRY
PENSION TRUST**

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

YEARS ENDED JUNE 30, 2013 AND 2012

	<u>2013</u>	<u>2012</u>
ADDITIONS		
Investment income		
Net appreciation (depreciation) in fair value of investments	\$ 22,538,319	\$ (10,747,949)
Interest	203,641	582,093
Dividends	4,893,199	3,339,774
Other investment income	44,951	100,716
	<u>27,680,110</u>	<u>(6,725,366)</u>
Less investment expenses	(1,167,183)	(1,517,717)
Investment income (loss) - net	26,512,927	(8,243,083)
Employer contributions	9,686,831	8,873,658
Total additions	<u>36,199,758</u>	<u>630,575</u>
DEDUCTIONS		
Pension and death benefits paid	38,202,777	36,887,104
Administrative expenses	790,358	721,870
Total deductions	<u>38,993,135</u>	<u>37,608,974</u>
NET CHANGE	(2,793,377)	(36,978,399)
NET ASSETS AVAILABLE FOR BENEFITS		
Beginning of year	268,571,554	305,549,953
End of year	<u>\$ 265,778,177</u>	<u>\$ 268,571,554</u>

See accompanying notes to financial statements.

WASHINGTON MEAT INDUSTRY PENSION TRUST

NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2013 AND 2012

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Method of Accounting - The accompanying financial statements are prepared using the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America.

Investment Valuation, Transactions and Income Recognition -

General - Investments are carried at fair value, which is determined, presented and disclosed in accordance with Financial Accounting Standards Board Accounting Standards Codification (FASB ASC) 820, *Fair Value Measurements and Disclosures*. Under FASB ASC 820, fair value is defined as the price that would be received to sell an asset or paid to transfer a liability (i.e., the “exit price”) in an orderly transaction between market participants at the measurement date.

FASB ASC 820 establishes a fair value hierarchy for inputs used in measuring fair value that maximizes the use of observable inputs and minimizes the use of unobservable inputs by requiring that the most observable inputs be used when available. Observable inputs are those that market participants would use in pricing the asset or liability based on market data obtained from sources independent of the Plan. Unobservable inputs reflect the Plan’s assumptions about inputs that market participants would use in pricing the investments developed based on the best information available in the circumstances. The fair value hierarchy is categorized into three levels, based on the inputs, as follows:

Level 1 - Valuations based on quoted prices in active markets for identical assets or liabilities that the Plan has the ability to access.

Level 2 - Valuations based on quoted prices in markets that are not active, quoted prices for similar investments in active markets or model-based valuations for which all significant assumptions are observable and can be corroborated by observable market data.

Level 3 - Valuations based on unobservable inputs that are supported by little or no market activity and are significant to the overall fair value measurement. Values are determined using proprietary pricing models, discounted cash flow models that include the investment entities’ own judgments and estimations, or some other pricing method using unobservable inputs.

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

In May 2011, the FASB issued Accounting Standards Update (ASU) 2011-04, *Amendments to Achieve Common Fair Value Measurement and Disclosure Requirements in U.S. GAAP and IFRSs*. ASU 2011-04 amends FASB ASC 820, *Fair Value Measurements and Disclosures*, to converge the fair value measurement guidance in U.S. generally accepted accounting principles and International Financial Reporting Standards. The primary provisions applicable to the Plan are (1) the application of the highest and best use and valuation premise concepts, (2) quantitative information required for certain fair value measurements categorized within Level 3, and (3) non-public entities are no longer required to disclose information about transfers between Level 1 and Level 2 of the fair value hierarchy. ASU 2011-04 is effective for annual reporting periods beginning after December 15, 2011. The Plan adopted the provisions of ASU 2011-04 on July 1, 2012. The adoption of ASU 2011-04 did not have a material impact on the financial statements.

Inputs and Valuation Methods - In determining fair value, FASB ASC 820 allows various valuation approaches. The specific methods used for each of the Plan's investment classes are presented below.

U.S. Government and Government Agency obligations: The fair value of U.S. Treasuries is generally based on quoted prices in active markets (Level 1). When quoted prices are not available, valuation is determined based on a model that uses inputs such as interest-rate yield curves or cross-currency-basis index spreads, which are similar to the valued bond in terms of issuer, maturity and seniority (Level 2).

Short-term funds: The value of temporary cash held in short-term investment funds is based on quoted prices for similar assets in active markets or at cost, which approximates fair value (Level 2).

Corporate bonds: The fair value of corporate bonds that are not traded in active markets is generally determined based on a model that uses inputs such as interest-rate yield curves, cross-currency-basis index spreads or country credit-spreads, which are similar to the valued bond in terms of issuer, maturity and seniority (Level 2).

Common and preferred stock and mutual funds: The fair value of common and preferred stock and mutual funds is generally based on quoted prices in active markets (Level 1).

Common/collective trusts: Common/collective trusts hold investments in domestic and foreign equity securities, debt securities and units in other affiliated and unaffiliated commingled trusts. The underlying assets may be valued based on quoted market prices, independent pricing services or by dealers making a market for certain securities. The unit values of the common/collective trusts are

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

determined by dividing the underlying net asset values (assets less liabilities) by the outstanding number of units (Level 2).

103-12 investment entity: The 103-12 investment entity is valued based on the net asset value and has been determined based on the unit values of the fund, which are determined by dividing the fund's net assets at fair value by its units outstanding at the valuation date (Level 2).

Limited partnerships and other private equity investments: Limited partnerships and other private equity investments are valued using net asset value, which approximates fair value. Net asset value of these funds is based on the underlying assets' fair values, which include a combination of quoted market prices and estimated fair values determined by the general partners and managers of the other private equity investments using the most recent net asset values or capital account information available, independent appraisals, significant judgments and various mathematical models and methodologies (Level 2 or 3).

Valuation Methods, Consistency - The valuation techniques used in the accompanying financial statements have been consistently applied.

Transactions and Income Recognition - Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date.

Contributions Receivable - Employer contributions due but not paid at year-end are recorded as employer contributions receivable. An allowance for uncollectible accounts is considered unnecessary and is not provided. Employer contributions due as a result of payroll audits have been recorded net of an allowance equal to the amount due because collectability is uncertain.

Actuarial Present Value of Accumulated Plan Benefits - Accumulated Plan benefits are those future periodic payments, including lump-sum distributions, that are attributable under the Plan's provisions to the service that employees have rendered. Accumulated Plan benefits include benefits expected to be paid to (1) retired or terminated employees or their beneficiaries, (2) beneficiaries of employees or their beneficiaries, and (3) present employees or their beneficiaries.

Withdrawal Contributions Income and Receivable - Withdrawal contributions income is recognized when the withdrawal liability amount has been assessed. An allowance for uncollectible accounts is deemed necessary as collectability is uncertain.

Estimates - The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions

NOTE 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

that affect certain reported amounts and disclosures in the financial statements. Actual results could differ from those estimates.

Risks and Uncertainties - The actuarial present value of accumulated Plan benefits is calculated based on certain assumptions pertaining to interest rates, participant demographics and other assumptions, all of which are subject to change. Due to the inherent uncertainty of the assumption process, it is at least reasonably possible that changes in these assumptions in the near term would be material to the disclosure to the financial statements of the actuarial present value of accumulated Plan benefits.

The Plan invests primarily in U.S. Government and Government Agency obligations, short-term funds, equity securities, corporate debt securities, mutual funds, common/collective trusts, a 103-12 investment entity, limited partnerships and other private equity investments. Such investments are exposed to various risks, such as interest rate, market and credit. In addition, from time to time, cash balances may exceed amounts insured by the Federal Deposit Insurance Corporation. Due to the level of risk associated with certain investments and the level of uncertainty with respect to changes in the value of investments, it is at least reasonably possible that changes in risks in the near term would materially affect the amounts reported in the statements of net assets available for benefits and the statements of changes in net assets available for benefits.

NOTE 2. DESCRIPTION OF THE PLAN

The following brief description of the Washington Meat Industry Pension Trust (the Plan) is provided for general information purposes only. Participants should refer to the Plan Agreement for more complete information.

General - The Plan is a defined benefit pension plan that was established on July 1, 1958, for purposes of covering employees of employers as specified in the collective bargaining agreement. The Plan was revised and restated effective March 22, 2007. It is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA), as amended.

Board of Trustees - The Plan is administered by a Board of Trustees composed of four union trustees and four employer trustees.

Pension Benefits - A participant's monthly accrued benefit is equal to the sum of their past and future service benefits at their retirement date. For each year of credited past service, a monthly past service benefit of \$6.00 is earned. Future service benefits are determined based on the criteria set forth in the Plan Agreement. Effective October 1, 2004, contributions made for covered hours of employment that are deemed to be supplemental contributions are not included in the calculation of the participant's future service benefit.

NOTE 2. DESCRIPTION OF THE PLAN (CONT'D)

Normal Retirement Benefit: A participant is eligible for a normal retirement benefit upon: (1) attainment of age 65, and (2) meeting the earlier of the following requirements: (a) completion of five or more years of service (including at least one year of credited future service), or (b) reaching the fifth anniversary of their participation date on or after their 65th birthday, either while an active participant in the Plan or an inactive participant earning uncovered hours of employment.

Early Retirement Benefit (Reduced): A participant is eligible for a reduced early retirement if they have reached the age of 55. Early retirement benefits are reduced on an actuarial basis based on the participant's age. Active participants who met the Rule of 85 (age plus years of credited service [past and future] add up to 85 or more) as of June 30, 2009, are eligible for an unreduced early retirement equal to their normal retirement benefit. The Rule of 85 is not available for participants who were not eligible as of June 30, 2009.

Death and Disability Benefits: If a married, active vested participant dies, a death benefit equal to the 50% joint and survivor option will be paid to the spouse. If the participant was younger than age 55 at the time of death, payments will be deferred to the date when the participant would have attained that age. Disability benefits equal to normal retirement pension amounts are available if a participant is not yet age 65, has completed five or more years of credited service (including at least one year of credited future service), has earned at least 360 hours of service in either of the two Plan years before the Plan year of disability, and is totally and permanently disabled for life.

Spouse Options: A participant may elect to provide for monthly benefits to their spouse if they die before their spouse. The normal monthly retirement benefit is reduced to reflect possible payments to the spouse after the participant's death. Depending on the participant's election, 50% or 75% of the monthly benefit being received will continue to be paid to the spouse.

Vesting Provisions - Participants are 100% vested when they have five years of service in a Plan year starting on or after July 1, 1985.

NOTE 3. PRIORITIES UPON TERMINATION

The Plan Agreement shall remain in existence until such time as it is terminated by one of the following means:

- a. In the event the Plan shall, in the opinion of the trustees, be inadequate to carry out the intent and purpose of the Plan Agreement or be inadequate to meet the payments due or to become due under the Plan Agreement and under the plan of benefits to participants and beneficiaries already drawing benefits.

NOTE 3. PRIORITIES UPON TERMINATION (CONT'D)

- b. In the event there are no individuals living who can qualify as employees.
- c. In the event of termination by action of the signatory parties.
- d. In the event of termination as may be otherwise provided by law.

Upon termination of the Plan Agreement, the trustees shall: arrange to pay all obligations of the Plan, including expenses incidental to such termination; arrange for a final audit and report; give notice and file any reports required by law; and distribute the remaining assets among participants and beneficiaries of the Plan in accordance with the provisions of ERISA.

In the event of a partial or total termination of the Plan or complete discontinuance of employer contributions, the normal retirement benefit credited to each participant to the extent funded as of the date of termination or discontinuance will be non-forfeitable. A more complete discussion of the priority order of participants' claims to the assets of the Plan upon Plan termination and benefits guaranteed by the Pension Benefit Guaranty Corporation (PBGC) is located in the Plan booklet. Should the Plan terminate at some future time, its net assets generally will not be available on a pro-rata basis to provide participants' benefits. Whether a particular participant's accumulated Plan benefits will be paid depends on both the priority of those benefits and the level of benefits guaranteed by PBGC at that time. Some benefits may be fully or partially provided by the then-existing assets and the PBGC guaranty, while other benefits may not be provided at all.

NOTE 4. TAX STATUS

The Internal Revenue Service has determined and informed the Plan, by letter dated October 14, 2010, that the Plan and related trust are designed in accordance with applicable sections of the Internal Revenue Code (IRC). The Plan has been amended since receiving the determination letter. However, the Plan's administrator and the Plan's tax counsel believe that the Plan is currently designed and being operated in compliance with the applicable requirements of the IRC. Therefore, they believe that the Plan was qualified and the related trust was tax exempt as of the financial statement date.

Accounting principles generally accepted in the United States of America require management to evaluate tax positions taken by the Plan and to recognize a tax liability if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the Internal Revenue Service. Management has analyzed the tax positions taken or expected to be taken that would require recognition of a liability or disclosure to the financial statements. The Plan is subject to routine audits by the taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan believes it is no longer subject to income tax examination for the fiscal years prior to 2010.

NOTE 5. ACTUARIAL INFORMATION

The actuarial valuations of accumulated Plan benefits, as calculated by The Segal Company, the Plan's actuary, at June 30, 2012 are as follows:

	<u>June 30,</u> <u>2012</u>
Actuarial present value of accumulated Plan benefits	
Vested benefits	
Participants currently receiving payments	\$ 355,103,640
Other participants	<u>142,090,393</u>
Total vested benefits	497,194,033
Non-vested benefits	<u>15,804,513</u>
Total actuarial present value of accumulated Plan benefits	<u>\$ 512,998,546</u>

As reported by the actuary, the change in the present value of accumulated Plan benefits for the year ended June 30, 2012, was as follows:

Actuarial present value of accumulated Plan benefits at beginning of year		\$ 512,485,456
Increase (decrease) during the year attributable to:		
Plan amendments	\$ (1,394,549)	
Interest	35,767,486	
Benefits accumulated and (gains) and losses	3,027,257	
Benefits paid	<u>(36,887,104)</u>	
Net increase		<u>513,090</u>
Actuarial present value of accumulated Plan benefits at end of year		<u>\$ 512,998,546</u>

The computations of the actuarial present value of accumulated Plan benefits were made as of July 1, 2012. Had the valuations been made as of June 30, 2012, there would be no material differences. No amendments were adopted on July 1, 2012.

NOTE 5. ACTUARIAL INFORMATION (CONT'D)

Some of the more significant actuarial assumptions used in the valuation were as follows. The entry-age normal-cost method was used in the valuation.

Mortality:	Healthy: RP-2000 Combined Healthy Blue Collar Table, set back two years. Disabled: RP-2000 Combined Healthy Blue Collar Table, set forward three years.
Investment return:	7.25%, net investment return.
Retirement:	For active participants, a graduated schedule over all eligible ages was used based on whether the participant was eligible for the Rule of 85, which allows participants to collect the accrued normal retirement pension amount if their age plus service total at least 85. Terminated participants with vested benefits are assumed to retire at age 60 or at their present age if greater than 60.
Future service credits:	Participants are assumed to earn one credit in future years based on a 1,700-hour work year.
Expenses:	Annual administrative expenses are assumed to be \$850,000.

The above 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 actuarial results. Pension benefits in excess of the present assets of the Plan are dependent upon contributions received under collective bargaining agreements with employers and income from investments.

NOTE 5. ACTUARIAL INFORMATION (CONT'D)

Because information on the accumulated Plan benefits at June 30, 2013, and the changes therein for the year then ended are not included above, these financial statements do not purport to present a complete presentation of the financial status of the Plan as of June 30, 2013, and the changes in its financial status for the year then ended, but only present the net assets available for benefits and the changes therein as of and for the year ended June 30, 2013. The complete financial status is presented as of June 30, 2012.

NOTE 6. PENSION PROTECTION ACT OF 2006

Under the Pension Protection Act of 2006 (the Act), the Plan's actuary certified, on September 28, 2012, that the Plan was in critical status as of July 1, 2012 (on March 3, 2012, the Plan was also certified in critical status for the Plan year beginning July 1, 2011). As required for plans in critical status under the Act, on May 26, 2010, the Board of Trustees adopted the Rehabilitation Plan and the Default Plan. The Board of Trustees adopted an amended Rehabilitation Plan and Default Plan on December 31, 2010. The additional contributions under the Rehabilitation Plan will be utilized solely for improving the funding of the Plan.

Beginning January 1, 2010, for hours worked in December 2009, a 5% surcharge was imposed on contributions made or required to be made to the Plan and applied to all hours worked through June 30, 2010. For all hours worked after June 30, 2010, the surcharge was 10% for all contributions made or required to be made to the Plan. Contribution surcharges will continue until new collective bargaining agreements are negotiated, consistent with the Rehabilitation Plan. This contribution surcharge will not result in any monthly benefit accrual and will be utilized solely to improve the funding of the Plan.

NOTE 7. FUNDING POLICY

The participating employers contribute such amounts as are specified in the collective bargaining agreements. The Plan's actuary has advised that the minimum funding requirements of ERISA are currently being met as of June 30, 2013 and 2012.

The Participating employers contribute such amounts as are specified in the collective bargaining agreements. Beginning with collective bargaining agreements ratified or renewed after September 1, 2007, 60% of the base contribution made on behalf of each eligible employee will be applied toward deficit reduction and will not be recognized for the purposes of benefit accrual.

NOTE 8. INVESTMENTS

The following summary presents the fair value for each of the Plan's investment categories.

	<u>June 30,</u>	
	<u>2013</u>	<u>2012</u>
Investments at fair value, as determined by quoted market prices		
Common and preferred stock	\$ 31,125,451	\$ 55,561,064
Mutual funds	102,925,593	35,393,661
U.S. Government and Government Agency obligations	-	992,029
	<u>134,051,044</u>	<u>91,946,754</u>
Investments at estimated fair value, based on models, cash flow analyses or other observable inputs		
U.S. Government and Government Agency obligations	-	5,812,455
Short-term funds	370,617	1,819,271
Common/collective trusts	35,959,476	103,443,522
Corporate bonds	-	5,959,206
Other private equity	33,715,643	-
103-12 investment entity	-	1,576,703
	<u>70,045,736</u>	<u>118,611,157</u>
Investments at estimated fair value, as determined by the investment manager or other unobservable inputs		
Limited partnerships	<u>51,407,645</u>	<u>47,454,054</u>
Total	<u>\$ 255,504,425</u>	<u>\$ 258,011,965</u>

NOTE 8. INVESTMENTS (CONT'D)

Investments that represent 5% or more of the Plan's net assets available for benefits are as follows:

	<u>2013</u>	<u>June 30,</u> <u>2012</u>
Investments at fair value, as determined by quoted market prices		
Mutual funds		
Dodge & Cox Int'l Stock Fund	\$ 14,969,390	\$ 19,740,910
Dodge & Cox Income Fund	16,419,102	-
GMO Benchmark-Free Allocation Fund	18,235,466	-
PIMCO Inflation Response MultiAsset Fund	34,530,841	-
PIMCO Total Return Fund	15,895,884	14,410,600
Investments at estimated fair value, based on models, cash flow analyses or other observable inputs		
Common/collective trusts		
Mellon EB Global Alpha I Fund	19,984,985	61,788,518
Templeton Int'l Foreign Fund	15,974,491	41,655,004
Other private equity		
FQ Essential Beta Fund Ltd.	16,310,892	-
AQR Global Risk Premium Tactical Offshore Fund II Ltd.	17,404,751	-
Investments at estimated fair value, as determined by the investment manager or other unobservable inputs		
Limited partnerships		
Grosvenor Institutional Partners, L.P.	17,711,482	15,796,612
Mesirow Inst'l Multi-Strategy Fund, L.P.	16,787,917	15,506,289
Sentinel Realty Partners IV, L.P.	16,908,246	16,151,153

NOTE 8. INVESTMENTS (CONT'D)

The Plan's investments, including investments bought, sold and held during 2013 and 2012, appreciated (depreciated) in value as follows:

	<u>Years Ended June 30,</u>	
	<u>2013</u>	<u>2012</u>
Investments at fair value, as determined by quoted market prices		
Common and preferred stock	\$ 8,061,478	\$ (941,642)
Mutual funds	(2,281,082)	(4,063,721)
U.S. Government and Government Agency obligations	<u>(1,497)</u>	<u>(2,765)</u>
	<u>5,778,899</u>	<u>(5,008,128)</u>
Investments at estimated fair value, based on models, cash flow analyses or other observable inputs		
U.S. Government and Government Agency obligations	8,063	87,049
Common/collective trusts	12,765,955	(8,622,456)
Corporate bonds	203,114	214,371
Other private equity	(2,284,357)	-
103-12 investment entity	<u>39,453</u>	<u>(88,661)</u>
	<u>10,732,228</u>	<u>(8,409,697)</u>
Investments at estimated fair value, as determined by the investment manager or other unobservable inputs		
Limited partnerships	<u>6,027,192</u>	<u>2,669,876</u>
Total	<u>\$ 22,538,319</u>	<u>\$ (10,747,949)</u>

NOTE 9. INVESTMENTS AT FAIR VALUE HIERARCHY

Assets measured at fair value on a recurring basis, based on their fair value hierarchy at June 30, 2013, are as follows:

<u>Description</u>	June 30, 2013	Fair Value Measurements at Reporting Date using:		
		Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Short-term funds	\$ 370,617	\$ -	\$ 370,617	\$ -
Common and preferred stock				
Information technology	7,588,688	7,588,688	-	-
Health care	4,935,575	4,935,575	-	-
Consumer discretionary	5,609,085	5,609,085	-	-
Financials	4,939,087	4,939,087	-	-
Energy	2,111,496	2,111,496	-	-
Industrials	2,836,040	2,836,040	-	-
Consumer staples	1,168,669	1,168,669	-	-
Materials	1,113,161	1,113,161	-	-
Telecommunication services	823,650	823,650	-	-
Total common and preferred stock	31,125,451	31,125,451	-	-
Mutual funds				
International equity	33,204,856	33,204,856	-	-
Intermediate-term bonds	32,314,986	32,314,986	-	-
Mid-cap domestic equity	2,874,910	2,874,910	-	-
Tactical allocation	34,530,841	34,530,841	-	-
Total mutual funds	102,925,593	102,925,593	-	-
Common/collective trusts				
Foreign marketable securities	35,959,476	-	35,959,476	-
Limited partnerships				
Offshore	17,711,482	-	-	17,711,482
Multi-strategy	16,787,917	-	-	16,787,917
Real estate	16,908,246	-	-	16,908,246
Total limited partnerships	51,407,645	-	-	51,407,645
Other private equity				
Multi-strategy	33,715,643	-	33,715,643	-
Total	\$ 255,504,425	\$ 134,051,044	\$ 70,045,736	\$ 51,407,645

NOTE 9. INVESTMENTS AT FAIR VALUE HIERARCHY (CONT'D)

Assets measured at fair value on a recurring basis, based on their fair value hierarchy at June 30, 2012, are as follows:

<u>Description</u>	<u>June 30,</u> <u>2012</u>	<u>Fair Value Measurements at Reporting Date using:</u>		
		<u>Quoted Prices</u> <u>in Active Markets</u> <u>for Identical Assets</u> <u>(Level 1)</u>	<u>Significant</u> <u>Other Observable</u> <u>Inputs</u> <u>(Level 2)</u>	<u>Significant</u> <u>Unobservable</u> <u>Inputs</u> <u>(Level 3)</u>
U.S. Government and				
Government Agency obligations				
Mortgage-backed securities	\$ 4,923,160	\$ -	\$ 4,923,160	\$ -
U.S. Treasuries	992,029	992,029	-	-
Municipal obligations	889,295	-	889,295	-
Total U.S. Government and				
Government Agency obligations	6,804,484	992,029	5,812,455	-
Short-term funds	1,819,271	-	1,819,271	-
Corporate bonds				
Corporate bonds	5,748,583	-	5,748,583	-
Asset-backed securities	210,623	-	210,623	-
Total corporate bonds	5,959,206	-	5,959,206	-
Common and preferred stock				
Information technology	14,691,910	14,691,910	-	-
Health care	8,557,613	8,557,613	-	-
Consumer discretionary	9,345,146	9,345,146	-	-
Financials	7,671,088	7,671,088	-	-
Energy	4,639,759	4,639,759	-	-
Industrials	5,270,277	5,270,277	-	-
Consumer staples	2,301,503	2,301,503	-	-
Materials	2,138,342	2,138,342	-	-
Telecommunication services	945,426	945,426	-	-
Total common and preferred stock	55,561,064	55,561,064	-	-
Mutual funds				
International equity	19,740,910	19,740,910	-	-
Intermediate-term bonds	14,410,600	14,410,600	-	-
Mid-cap domestic equity	1,242,151	1,242,151	-	-
Total mutual funds	35,393,661	35,393,661	-	-
Common/collective trusts				
Foreign marketable securities	103,443,522	-	103,443,522	-
103-12 investment entity				
Small-cap domestic equity	1,576,703	-	1,576,703	-
Limited partnerships				
Offshore	15,796,612	-	-	15,796,612
Multi-strategy	15,506,289	-	-	15,506,289
Real estate	16,151,153	-	-	16,151,153
Total limited partnerships	47,454,054	-	-	47,454,054
Total	\$ 258,011,965	\$ 91,946,754	\$ 118,611,157	\$ 47,454,054

NOTE 9. INVESTMENTS AT FAIR VALUE HIERARCHY (CONT'D)

A reconciliation of the activity from the beginning to the end of year for assets measured at fair value on a recurring basis using significant unobservable inputs (Level 3) at June 30, 2013 and 2012, is as follows:

Description	Balance, Beginning of year July 1, 2012	Fair Value Measurements using Significant Unobservable Inputs (Level 3):				
		Total Realized and Unrealized Gains and Losses included in Changes in Net Assets	Purchases	Sales, Withdrawals and Distributions	Investment Income (net of Expenses)	Balance, End of Year
Limited partnerships	\$ 47,454,054	\$ 6,027,192	\$ 1,508,400	\$ (4,709,372)	\$ 1,127,371	\$ 51,407,645

<u>Description</u>	Balance, Beginning of year <u>July 1, 2011</u>	Fair Value Measurements using Significant Unobservable Inputs (Level 3):				
		Total Realized and Unrealized Gains and Losses included in Changes in Net Assets	<u>Purchases</u>	Sales, Withdrawals and Distributions	Investment Income (net of Expenses)	Balance, End of Year
Limited partnerships	\$ 44,051,950	\$ 2,669,876	\$ 1,162,571	\$ (1,162,571)	\$ 732,228	\$ 47,454,054

For the years ended June 30, 2013 and 2012, the amounts of total gains and losses included in the changes in net assets available for benefits attributed to the unrealized gains and losses of Level 3 assets still held at year-end are as follows:

<u>Description</u>	<u>2013</u>	<u>2012</u>
	<u>Unrealized Gains (Losses)</u>	<u>Unrealized Gains (Losses)</u>
Limited partnerships	\$ 7,027,781	\$ 2,669,876

NOTE 10. INVESTMENTS IN CERTAIN ENTITIES THAT CALCULATE NET ASSET VALUE

Investments in certain entities that calculate net asset value per share, or its equivalent, for which the value is not readily determinable, on the basis of that net asset value per share, or its equivalent, without adjustment, are as follows:

<u>Investment Types</u>	<u>Fair Value as of June 30,</u>		<u>Redemption Frequency</u>	<u>Redemption Notice Period</u>
	<u>2013</u>	<u>2012</u>		
Common/collective trusts				
Mellon EB Global Alpha I Fund	\$ 19,984,985 {a}	\$ 61,788,518	Daily	2 days
Templeton Int'l Foreign Fund	15,974,491 {b}	41,655,004	Daily	None
103-12 investment entity				
Dresdner RCM Small-Cap Fund	- {c}	1,576,703	Daily	None
Limited partnerships				
Grosvenor Inst'l Partners, L.P.	17,711,482 {d}	15,796,612	Quarterly	70 days
Mesirow Inst'l Multi-Strategy Fund, L.P. (MIMSF)	16,787,917 {e}	15,506,289	Quarterly	95 days
Sentinel Realty Partners VI, L.P.	16,908,246 {f}	16,151,153	Not permitted	NA
Other private equity				
AQR Global Risk Premiums				
Tactical Offshore Fund II Ltd.	17,404,751 {g}	-	Monthly	15 days
FQ Essential Beta Fund Ltd.	16,310,892 {h}	-	Monthly	30 days

There were no unfunded commitments as of June 30, 2013 and 2012.

- {a} The fund seeks to deliver exposure to a broadly diversified set of global risk premia covering equities, government bonds, commodities and credit while incorporating an active tactical overlay.
- {b} The fund seeks to achieve equity-like returns with balanced portfolio volatility and a low correlation to equities.
- {c} The investment objective of this fund is to exceed the performance of the returns on a static mix of 60% Morgan Stanley Capital International World Index (50% hedged into the U.S. dollar) and 40% Citigroup World Government Bond Index (50% hedged into the U.S. dollar).

NOTE 10. INVESTMENTS IN CERTAIN ENTITIES THAT CALCULATE NET ASSET VALUE (CONT'D)

- {d} The partnership has adopted non-traditional or alternative investment strategies, investing primarily in offshore investment funds, investment partnerships and pooled investment vehicles. The partnership commenced operations on January 1, 2000, will continue indefinitely and shall only be dissolved as set forth in the partnership agreement.
- {e} The partnership is a multi-strategy product for U.S. tax-exempt investors subject to ERISA. The partnership allocates to six primary sub-strategies, including hedged equity, credit, event, relative value, multi-strategy, macro and commodity. Allocations to these sub-strategies will shift dynamically over time, depending upon investment outlook. MIMSF is managed to be broadly diversified in terms of both strategy and manager exposures. The partnership commenced operations on April 1, 2005, and will be dissolved upon the occurrence of certain events as set forth in the partnership agreement.
- {f} The fund's goal is to generate current income and long-term capital appreciation through the ownership and management of a geographically diversified portfolio of multi-family rental properties. The fund has a term of 10 years from final closing date, ending December 31, 2015.
- {g} The fund seeks to achieve long-term capital growth through a flexible policy of investing in stocks and fixed-income securities of foreign companies and governments.
- {h} The fund seeks to achieve capital appreciation through investment in small-cap equity securities.

NOTE 11. EMPLOYER WITHDRAWAL LIABILITY

The Plan complies with the provisions of the Multiemployer Pension Plan Amendment Act of 1980 (MPPAA), which requires imposition of withdrawal liability on a contributing employer that partially or totally withdraws from the Plan. Under the provisions of MPPAA, a portion of the Plan's unfunded vested liability would be allocated to a withdrawing employer. The Plan's actuary has advised the Plan that, as of June 30, 2012 and 2011, the Plan has an estimated unfunded vested liability of \$364 million and \$317 million, respectively.

For the year ended June 30, 2012, employers who withdrew from the Plan have been assessed a withdrawal liability of \$1,253,198. This amount has been recorded net of an allowance equal to the total amount assessed because collectability is uncertain. For the year ended June 30, 2013, there were no new assessments; however, \$124,272 in previous assessments was deemed collectable and was accrued.

NOTE 12. CONCENTRATION OF REVENUE

During the years ended June 30, 2013 and 2012, the Plan received approximately 75% and 74% respectively, of employer contributions from four employers.

NOTE 13. SUBSEQUENT EVENTS

Subsequent events were evaluated through the date on which the financial statements were available to be issued. This date is approximately the same as the independent auditors' report date.

ADDITIONAL INFORMATION

INDEPENDENT AUDITORS' REPORT ON ADDITIONAL INFORMATION

To the Participants and Trustees of
Washington Meat Industry Pension Trust

We have audited the financial statements of Washington Meat Industry Pension Trust (the Plan) for the years ended June 30, 2013 and 2012, and have issued our report thereon dated February 19, 2014, which contained an unmodified opinion on those financial statements. Our audits were performed for the purpose of forming an opinion on the financial statements taken as a whole. The accompanying information, included on page 24 and Schedule H - Financial Schedules (IRS Form 5500), is presented for the purpose of additional analysis and is not a required part of the basic financial statements. The Schedule H - Financial Schedules (IRS Form 5500) is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. Such information is the responsibility of the Plan's management and was derived from, and relates directly to, the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated, in all material respects, in relation to the financial statements taken as a whole.

Lindquist LLP

February 19, 2014

**WASHINGTON MEAT INDUSTRY
PENSION TRUST**

SCHEDULES OF ADMINISTRATIVE EXPENSES

YEARS ENDED JUNE 30, 2013 AND 2012

	<u>2013</u>	<u>2012</u>
Actuarial fees	\$ 175,784	\$ 96,088
Administration fees	286,980	279,306
Audit fees	24,200	28,850
Bank fees	13,223	12,414
Conferences and trustee travel	8,486	5,090
Consultant fees	15,850	1,134
Dues - International Foundation	880	855
Fidelity bond	450	550
Fiduciary liability insurance	70,416	57,659
Legal fees	52,315	46,408
Office and printing	34,387	78,498
Payroll review fees	18,056	24,650
PBGC insurance	76,129	84,789
Trustee meeting expenses	13,202	5,579
Total	<u>\$ 790,358</u>	<u>\$ 721,870</u>

SECTION 4: Certificate of Actuarial Valuation as of July 1, 2012 for the Washington Meat Industry Pension Trust

EIN 91-6134141/ PN 001

EXHIBIT VIII

Summary of Plan Provisions
(Schedule MB, line 6)

This exhibit summarizes the major provisions of the Plan included in the valuation. It is not intended to be, nor should it be interpreted as, a complete statement of all plan provisions.

Plan Year: July 1 through June 30

Pension Credit Year: July 1 through June 30

Plan Status: Ongoing plan

Normal Retirement:

Age and Service Requirements

Amount

65 and 5 years or fifth anniversary of participation.

The monthly amount is \$6.00 for each year of Past Service earned prior to the Contribution Date (25 years maximum); plus \$5.00 per year of Future Service earned between July 1, 1958 through June 30, 1960; plus \$10.00 per year of Future Service earned between July 1, 1960 and June 30, 1967; plus 5.60% of the contributions received on the participant's behalf for service rendered from July 1, 1967 through September 30, 2004, plus 2.15% of contributions for service from October 1, 2004 through October 31, 2007; plus 1.35% of the contributions for service rendered thereafter. In addition, benefits earned between July 1, 1967 and July 1, 1975 are increased by 30%, and benefits earned between July 1, 2001 and July 1, 2004 are increased by 50%.

Only 10/13 of contributions received from September 30, 2004 through October 31, 2007 are credited toward benefit accruals. After October 31, 2007, only 10/16 of contributions that are not part of the Rehabilitation Plan Schedules are credited toward benefits accruals. Contribution increases under the Rehabilitation Plan are not counted towards benefit accruals.

SECTION 4: Certificate of Actuarial Valuation as of July 1, 2012 for the Washington Meat Industry Pension Trust

EIN 91-6134141/ PN 001

Early Retirement:

Age and Service Requirements

55 and 5 years

Amount

Accrued Normal Retirement Pension amount, reduced 6% for each year that the retiring participant is younger than age 63 but not younger than age 60; and reduced an additional 4% for each year younger than age 60. For inactive members as of July 1, 2010 or active members covered under the Preferred Schedule of the Rehabilitation Plan, the Early Retirement benefit is reduced from age 65, using the plan's actuarial equivalence basis (UP84.7%). For members under the Default Schedule, future accruals are actuarially reduced from age 65.

Rule of 85:

Age and Service Requirements

Age plus service total at least 85.

Amount

Accrued Normal Retirement Pension amount.

For members covered under the Preferred Schedule of the Rehabilitation Plan, the Rule of 85 benefit is only available for those retiring from active status and the amount is the greater of (a) the unreduced accrued benefit as of July 1, 2010 or (b) the unsubsidized Early Retirement benefit. This Rule of 85 is not available to inactive vested members as of July 1, 2010. The Rule of 85 is not available on future accruals for those under the Default Schedule.

Disability Retirement:

Age and Service Requirements

5 years, regardless of age

Other Requirements

Totally disabled, and must have been an active participant at the time disability occurred. Not available to those under the Default Schedule.

Amount

Normal Retirement Pension amount.

Partial Pension:

This pension is available to participants who have earned at least five years of combined credited service under this plan and related pension plans, provided they have earned the required Future Service credits.

SECTION 4: Certificate of Actuarial Valuation as of July 1, 2012 for the Washington Meat Industry Pension Trust

EIN 91-6134141/ PN 001

Vested Rights:

<i>Age and Service Requirements</i>	5 years, regardless of age.
<i>Amount</i>	Normal Retirement Pension amount accrued, payable commencing at Normal Retirement Age or (on a reduced basis) as early as age 55.

Normal Retirement Age: 65 or, if later, after the fifth anniversary of participation.

Spouse's Death Benefit:

<i>Age and Service Requirements</i>	5 years, regardless of age.
<i>Amount</i>	50% of the benefit that the participant would have received had he or she retired on a 50% Spouse Pension the day before death. If the participant was younger than age 55 at the time of death, payments will be deferred to the date when the participant would have attained that age.

Pre-retirement Death Benefits:

<i>Age and Service Requirements</i>	5 years, regardless of age.
<i>Amount</i>	A lump sum payment to the Designated Beneficiary equal to 75% of the contributions made on the participant's behalf, subject to a maximum benefit payment of \$10,000. At Spouse's option, this benefit is payable to the spouse in lieu of the Spouse's Death Benefit. This benefit was eliminated for those who are inactive vested participants as of July 1, 2010 and to those covered under the Preferred or Default Schedule of the Rehabilitation Plan.

Post-Retirement Death Benefits:

If married, pension benefits are paid in the form of a 50% joint and survivor annuity unless this form is rejected by the participant and spouse. If not rejected, the benefit amount otherwise payable is reduced to reflect the joint and survivor coverage. If not rejected, and the spouse predeceases the participant, the participant's benefit amount in some instances may "pop-up" and subsequently be increased to the unreduced amount payable had the joint and survivor coverage been rejected. If rejected, or if not married, benefits are payable for the life of the participant (with 60 payments guaranteed, if available) without reduction, or in any other available optional form elected by the participant in an actuarially equivalent amount.

SECTION 4: Certificate of Actuarial Valuation as of July 1, 2012 for the Washington Meat Industry Pension Trust

EIN 91-6134141/ PN 001

Optional Forms of Payment:

- Five Year Certain and Life Thereafter Option (the 5-year guarantee period is not available to those who were inactive vested members as of July 1, 2010 or to those covered under the Preferred Schedule of the Rehabilitation Plan and not available on future accruals to those under the Default Schedule).
- 100% Spouse Option (not available to those who were inactive vested members as of July 1, 2010 or to those covered under the Preferred Schedule of the Rehabilitation Plan and not available on future accruals to those under the Default Schedule).
- 75% Spouse Option (the “pop-up” feature is not available to those who were inactive vested members as of July 1, 2010 or to those covered under the Preferred Schedule of the Rehabilitation Plan and not available on future accruals to those under the Default Schedule).
- 50% Spouse Option (the “pop-up” feature is not available to those who were inactive vested members as of July 1, 2010 or to those covered under the Preferred Schedule of the Rehabilitation Plan and not available on future accruals to those under the Default Schedule).

Credited Service Schedule:

Commencing July 1, 1967, a participant who works at least 360 hours in a Plan Year receives one year of Credited Service.

Participation:

Participation occurs on the first day of the month for which employer contributions are made or owed.

Break in Service Rules:

One Year Break

A Participant incurs a One Year Break in Service upon failure to work at least 360 hours in a Plan Year.

Permanent Break

A non-vested Participant incurs a Permanent Break in Service if the number of consecutive One Year Breaks in Service is at least five. At this time, all the accumulated credited service and accrued benefits are canceled.

Schedule of Contribution Rates:

As of July 1, 2012, contribution rates for benefit accrual purposes ranged from \$0.05 to \$1.76 per hour, with an average rate of \$0.81 per hour. Prior to the implementation of the Rehabilitation Plan, additional contribution equal to 60% of the credited contributions were payable. The extra contributions do not count towards benefits accruals. In addition, contribution increases under the Rehabilitation Plan do not count towards benefit accruals.

SECTION 4: Certificate of Actuarial Valuation as of July 1, 2012 for the Washington Meat Industry Pension Trust

EIN 91-6134141/ PN 001

Rehabilitation Plan Schedules:

The Trustees have adopted a Rehabilitation Plan with the following two schedules:

Under the Preferred Schedule, the following benefits were changed:

- the subsidies under the Early Retirement benefit are eliminated,
- the Rule of 85 benefit is reduced to the greater of (a) the unreduced accrued benefit as of July 1, 2010 or (b) the unsubsidized Early Retirement benefit.
- all joint and life annuity subsidies are eliminated,
- the “pop-up” feature from the joint and life annuities is eliminated,
- the five-year guarantee period from the Life Annuity is eliminated, and
- the lump sum Pre-Retirement Death Benefit is eliminated

Under the Default Schedule, the following benefits were changed. All reductions apply to future accruals, except for the Disability Retirement and Pre-Retirement Death Benefit.

- the subsidies under the Early Retirement benefit are eliminated,
- the Rule of 85 pension is eliminated,
- all joint and life annuity subsidies are eliminated,
- the “pop-up” feature from the joint and life annuities is eliminated,
- the five-year guarantee period from the Life option is eliminated,
- the Disability Retirement is eliminated, and
- the lump sum Pre-Retirement Death Benefit is eliminated

Plan Amendments:

This valuation reflects the Rehabilitation Plan schedules that have been renegotiated into the CBAs by the valuation date. The plan of benefits did not change for any continuing actives and no amendment base was established this year in the Funding Standard Account.

5235518v1/00253.001

FYE: June 30, 2013

Plan Number: 001

Schedule of Assets Held for Investment Purposes, Form 5500, Schedule H, Line 4i

[illegible]

(A) FUND	(B) IDENTITY OF ISSUER	(C) DESCRIPTION OF INVESTMENT SHARES/PAR	RATE (D) COST	MAT DATE	(E) CURRENT VALUE
CORPORATE STOCKS - COMMON					
WMP3	G02602103	AMDOCS LTD	COMMON STOCK GBP.0001		
		2,300.000		68,841.07	85,307.00
		2,300.000		68,841.07	85,307.00
WMP2	G1151C101	ACCENTURE PLC CL A	COMMON STOCK USD..0022.5		
		2,660.000		144,974.54	191,413.60
		2,660.000		144,974.54	191,413.60
WMP2	G29183103	EATON CORP PLC	COMMON STOCK USD.01		
		3,655.000		188,159.40	240,535.55
		3,655.000		188,159.40	240,535.55
WMP2	G60754101	MICHAEL KORS HOLDINGS LTD	COMMON STOCK NPV		
		3,607.000		216,365.93	223,706.14
		3,607.000		216,365.93	223,706.14
WMP3	H27013103	WEATHERFORD INTL LTD	COMMON STOCK USD1.		
		6,400.000		78,519.66	87,680.00
		6,400.000		78,519.66	87,680.00
WMP3	H84989104	TE CONNECTIVITY LTD	COMMON STOCK CHF.57		
		5,650.000		155,603.42	257,301.00
		5,650.000		155,603.42	257,301.00
WMP3	H89128104	TYCO INTERNATIONAL LTD	COMMON STOCK CHF6.7		
		3,550.000		89,810.05	116,972.50
		3,550.000		89,810.05	116,972.50
WMP2	N53745100	LYONDELLBASELL INDU CL A	COMMON STOCK		
		2,870.000		149,932.71	190,166.20
		2,870.000		149,932.71	190,166.20
WMP3	00101J106	ADT CORP/THE	COMMON STOCK USD.01		
		3,425.000		119,526.11	136,486.25
		3,425.000		119,526.11	136,486.25
WMP3	00184X105	AOL INC	COMMON STOCK USD.01		
		2,127.000		40,891.45	77,592.96
		2,127.000		40,891.45	77,592.96
WMP2	00287Y109	ABBVIE INC	COMMON STOCK USD.01		
		4,620.000		214,707.28	190,990.80
		4,620.000		214,707.28	190,990.80

(A) FUND	(B) IDENTITY OF ISSUER	(C) DESCRIPTION OF INVESTMENT SHARES/PAR	RATE (D) COST	MAT DATE	(E) CURRENT VALUE
WMP3	00724F101	ADOBE SYSTEMS INC	COMMON STOCK USD.0001		
		5,200.000		137,582.61	236,912.00
		5,200.000		137,582.61	236,912.00
WMP3	007924103	AEGON N.V. NY REG SHR	NY REG SHRS		
		22,325.000		144,687.28	150,917.00
		22,325.000		144,687.28	150,917.00
WMP2	018490102	ALLERGAN INC	COMMON STOCK USD.01		
		2,205.000		142,755.87	185,749.20
		2,205.000		142,755.87	185,749.20
WMP2	023135106	AMAZON.COM INC	COMMON STOCK USD.01		
		900.000		237,325.19	249,921.00
		900.000		237,325.19	249,921.00
WMP2	031100100	AMETEK INC	COMMON STOCK USD.01		
		4,295.000		179,752.95	181,678.50
		4,295.000		179,752.95	181,678.50
WMP3	037411105	APACHE CORP	COMMON STOCK USD.625		
		2,000.000		170,910.08	167,660.00
		2,000.000		170,910.08	167,660.00
WMP2	037833100	APPLE INC	COMMON STOCK NPV		
		1,451.000		122,264.56	574,712.08
		1,451.000		122,264.56	574,712.08
WMP3	054937107	BB+T CORP	COMMON STOCK USD5.		
		4,300.000		91,540.37	145,684.00
		4,300.000		91,540.37	145,684.00
WMP3	057224107	BAKER HUGHES INC	COMMON STOCK USD1.		
		6,200.000		246,904.60	286,006.00
		6,200.000		246,904.60	286,006.00
WMP3	060505104	BANK OF AMERICA CORP	COMMON STOCK USD.01		
		29,500.000		295,043.73	379,370.00
		29,500.000		295,043.73	379,370.00
WMP3	064058100	BANK OF NEW YORK MELLON CORP	COMMON STOCK USD.01		
		13,500.000		358,986.20	378,675.00
		13,500.000		358,986.20	378,675.00
WMP2	075896100	BED BATH + BEYOND INC	COMMON STOCK USD.01		
		3,015.000		142,771.83	213,763.50
		3,015.000		142,771.83	213,763.50

(A) FUND	(B) IDENTITY OF ISSUER	(C) DESCRIPTION OF INVESTMENT SHARES/PAR	RATE (D) COST	MAT DATE	(E) CURRENT VALUE
		BIOGEN IDEC INC	COMMON STOCK USD.0005		
		925.000		136,763.60	199,060.00
WMP2	09062X103	925.000		136,763.60	199,060.00
		BORGWARNER INC	COMMON STOCK USD.01		
		2,195.000		155,205.94	189,099.25
WMP2	099724106	2,195.000		155,205.94	189,099.25
		BOSTON SCIENTIFIC CORP	COMMON STOCK USD.01		
		16,600.000		181,615.91	153,882.00
WMP3	101137107	16,600.000		181,615.91	153,882.00
		CBS CORP CLASS B NON VOTING	COMMON STOCK USD.001		
		5,150.000		73,415.79	251,680.50
WMP2	124857202	5,150.000		73,415.79	251,680.50
		CIGNA CORP	COMMON STOCK USD.25		
		1,400.000		75,208.25	101,486.00
WMP3	125509109	1,400.000		75,208.25	101,486.00
		CADENCE DESIGN SYS INC	COMMON STOCK USD.01		
		5,600.000		45,851.10	81,088.00
WMP3	127387108	5,600.000		45,851.10	81,088.00
		CAMERON INTERNATIONAL CORP	COMMON STOCK USD.01		
		2,570.000		118,301.72	157,181.20
WMP2	13342B105	2,570.000		118,301.72	157,181.20
		CAPITAL ONE FINANCIAL CORP	COMMON STOCK USD.01		
		10,700.000		429,886.78	672,067.00
WMP3	14040H105	10,700.000		429,886.78	672,067.00
		CARMAX INC	COMMON STOCK USD.5		
		1,800.000		28,434.19	83,088.00
WMP3	143130102	1,800.000		28,434.19	83,088.00
		CATERPILLAR INC	COMMON STOCK USD1.		
		2,116.000		189,356.31	174,548.84
WMP2	149123101	2,116.000		189,356.31	174,548.84
		CELANESE CORP SERIES A	COMMON STOCK USD.0001		
		3,500.000		151,455.39	156,800.00
WMP3	150870103	3,500.000		151,455.39	156,800.00
		CELGENE CORP	COMMON STOCK USD.01		
		1,530.000		114,692.08	178,872.30
WMP2	151020104	1,530.000		114,692.08	178,872.30

(A) FUND	(B) IDENTITY OF ISSUER	(C) DESCRIPTION OF INVESTMENT SHARES/PAR	RATE (D) COST	MAT DATE	(E) CURRENT VALUE
		CHEVRON CORP	COMMON STOCK USD.75		
		2,830.000	243,819.38		334,902.20
WMP3	166764100	2,830.000	243,819.38		334,902.20
		CITIGROUP INC	COMMON STOCK USD.01		
		4,020.000	167,445.62		192,839.40
WMP2	172967424	4,020.000	167,445.62		192,839.40
		COACH INC	COMMON STOCK USD.01		
		1,700.000	87,283.93		97,053.00
WMP3	189754104	1,700.000	87,283.93		97,053.00
		COMCAST CORP CLASS A	COMMON STOCK USD1.		
		19,266.000	504,875.93		806,860.08
WMP2	20030N101	5,255.000	215,235.20		220,079.40
WMP3	20030N101	14,011.000	289,640.73		586,780.68
		COMPUTER SCIENCES CORP	COMMON STOCK USD1.		
		2,700.000	97,931.50		118,179.00
WMP3	205363104	2,700.000	97,931.50		118,179.00
		COMPUWARE CORP	COMMON STOCK USD.01		
		4,400.000	38,830.57		45,540.00
WMP3	205638109	4,400.000	38,830.57		45,540.00
		CORNING INC	COMMON STOCK USD.5		
		13,600.000	175,656.36		193,528.00
WMP3	219350105	13,600.000	175,656.36		193,528.00
		DANAHER CORP	COMMON STOCK USD.01		
		2,795.000	149,362.46		176,923.50
WMP2	235851102	2,795.000	149,362.46		176,923.50
		DAVITA HEALTHCARE PARTNERS I	COMMON STOCK USD.001		
		1,295.000	140,527.96		156,436.00
WMP2	23918K108	1,295.000	140,527.96		156,436.00
		DISH NETWORK CORP A	COMMON STOCK USD.01		
		2,800.000	37,238.35		119,056.00
WMP3	25470M109	2,800.000	37,238.35		119,056.00
		DOLLAR TREE INC	COMMON STOCK USD.01		
		4,315.000	146,002.54		219,374.60
WMP2	256746108	4,315.000	146,002.54		219,374.60
		DOMTAR CORP	COMMON STOCK USD.01		
		333.000	21,055.58		22,144.50
WMP3	257559203	333.000	21,055.58		22,144.50

(A) FUND	(B) IDENTITY OF ISSUER	(C) DESCRIPTION OF INVESTMENT SHARES/PAR	RATE (D) COST	MAT DATE	(E) CURRENT VALUE
		DOW CHEMICAL CO/THE	COMMON STOCK USD2.5		
		6,600.000	201,367.52		212,322.00
WMP3	260543103	6,600.000	201,367.52		212,322.00
		EOG RESOURCES INC	COMMON STOCK USD.01		
		1,310.000	168,276.27		172,500.80
WMP2	26875P101	1,310.000	168,276.27		172,500.80
		EBAY INC	COMMON STOCK USD.001		
		5,878.000	245,302.87		304,010.16
WMP2	278642103	3,378.000	184,806.21		174,710.16
WMP3	278642103	2,500.000	60,496.66		129,300.00
		FACEBOOK INC A	COMMON STOCK USD.000006		
		10,980.000	268,118.07		272,962.80
WMP2	30303M102	10,980.000	268,118.07		272,962.80
		FEDEX CORP	COMMON STOCK USD.1		
		4,100.000	252,999.41		404,178.00
WMP3	31428X106	4,100.000	252,999.41		404,178.00
		F5 NETWORKS INC	COMMON STOCK NPV		
		1,705.000	174,887.16		117,304.00
WMP2	315616102	1,705.000	174,887.16		117,304.00
		FRANKLIN RESOURCES INC	COMMON STOCK USD.1		
		1,165.000	142,529.28		158,463.30
WMP2	354613101	1,165.000	142,529.28		158,463.30
		GENERAL ELECTRIC CO	COMMON STOCK USD.06		
		22,000.000	504,100.04		510,180.00
WMP3	369604103	22,000.000	504,100.04		510,180.00
		GENWORTH FINANCIAL INC CL A	COMMON STOCK USD.001		
		10,200.000	140,273.84		116,382.00
WMP3	37247D106	10,200.000	140,273.84		116,382.00
		GILEAD SCIENCES INC	COMMON STOCK USD.001		
		3,975.000	185,536.55		203,559.75
WMP2	375558103	3,975.000	185,536.55		203,559.75
		GLAXOSMITHKLINE PLC SPON ADR	ADR		
		9,700.000	457,090.59		484,709.00
WMP3	37733W105	9,700.000	457,090.59		484,709.00
		GOLDMAN SACHS GROUP INC	COMMON STOCK USD.01		
		2,700.000	329,872.10		408,375.00
WMP3	38141G104	2,700.000	329,872.10		408,375.00

(A) FUND	(B) IDENTITY OF ISSUER	(C) DESCRIPTION OF INVESTMENT SHARES/PAR	RATE (D) COST	MAT DATE	(E) CURRENT VALUE
		GOOGLE INC CL A	COMMON STOCK USD.001		
		880.000	491,011.87		774,725.60
WMP2	38259P508	580.000	279,029.84		510,614.60
WMP3	38259P508	300.000	211,982.03		264,111.00
		HCA HOLDINGS INC	COMMON STOCK USD.01		
		6,090.000	182,403.49		219,605.40
WMP2	40412C101	6,090.000	182,403.49		219,605.40
		HSBC HOLDINGS PLC SPONS ADR	ADR		
		1,844.000	121,160.83		95,703.60
WMP3	404280406	1,844.000	121,160.83		95,703.60
		HERSHEY CO/THE	COMMON STOCK USD1.		
		2,775.000	159,544.79		247,752.00
WMP2	427866108	2,775.000	159,544.79		247,752.00
		HEWLETT PACKARD CO	COMMON STOCK USD.01		
		28,212.000	665,547.20		699,657.60
WMP3	428236103	28,212.000	665,547.20		699,657.60
		INTEL CORP	COMMON STOCK USD.001		
		9,140.000	196,162.51		221,370.80
WMP2	458140100	9,140.000	196,162.51		221,370.80
		JPMORGAN CHASE + CO	COMMON STOCK USD1.		
		6,535.000	271,407.57		344,982.65
WMP2	46625H100	4,035.000	171,543.61		213,007.65
WMP3	46625H100	2,500.000	99,863.96		131,975.00
		KONINKLIJKE PHILIPS NVR NY	NY REG SHRS		
		4,000.000	84,963.47		108,760.00
WMP3	500472303	4,000.000	84,963.47		108,760.00
		ESTEE LAUDER COMPANIES CL A	COMMON STOCK USD.01		
		3,665.000	215,651.07		241,047.05
WMP2	518439104	3,665.000	215,651.07		241,047.05
		LIBERTY INTERACTIVE CORP A	COMMON STOCK USD.01		
		6,139.000	48,925.72		141,258.39
WMP3	53071M104	6,139.000	48,925.72		141,258.39
		MAXIM INTEGRATED PRODUCTS	COMMON STOCK USD.001		
		2,800.000	55,598.34		77,784.00
WMP3	57772K101	2,800.000	55,598.34		77,784.00
		MCGRAW HILL FINANCIAL INC	COMMON STOCK USD1.		
		2,100.000	82,082.14		111,699.00

(A) FUND	(B) IDENTITY OF ISSUER	(C) DESCRIPTION OF INVESTMENT SHARES/PAR	RATE (D) COST	MAT DATE	(E) CURRENT VALUE
WMP3	580645109	2,100.000	82,082.14		111,699.00
	MEAD JOHNSON NUTRITION CO	COMMON STOCK USD.01 2,050.000	148,490.65		162,421.50
WMP2	582839106	2,050.000	148,490.65		162,421.50
	MEDTRONIC INC	COMMON STOCK USD.1 2,400.000	85,249.77		123,528.00
WMP3	585055106	2,400.000	85,249.77		123,528.00
	MERCK + CO. INC.	COMMON STOCK USD.5 17,195.000	561,538.13		798,707.75
WMP2	58933Y105	4,795.000	211,623.65		222,727.75
WMP3	58933Y105	12,400.000	349,914.48		575,980.00
	METLIFE INC	COMMON STOCK USD.01 3,500.000	117,834.37		160,160.00
WMP3	59156R108	3,500.000	117,834.37		160,160.00
	MICROSOFT CORP	COMMON STOCK USD..006.25 32,240.000	867,202.81		1,113,247.20
WMP2	594918104	15,940.000	433,840.65		550,408.20
WMP3	594918104	16,300.000	433,362.16		562,839.00
	MICROCHIP TECHNOLOGY INC	COMMON STOCK USD.001 4,420.000	116,128.30		164,645.00
WMP2	595017104	4,420.000	116,128.30		164,645.00
	MOHAWK INDUSTRIES INC	COMMON STOCK USD.01 1,650.000	182,248.29		185,608.50
WMP2	608190104	1,650.000	182,248.29		185,608.50
	MOLEX INC	COMMON STOCK USD.05 700.000	17,998.67		20,538.00
WMP3	608554101	700.000	17,998.67		20,538.00
	MOLEX INC CL A	COMMON STOCK USD.05 4,200.000	93,589.73		104,412.00
WMP3	608554200	4,200.000	93,589.73		104,412.00
	MONSANTO CO	COMMON STOCK USD.01 2,790.000	251,933.49		275,652.00
WMP2	61166W101	2,790.000	251,933.49		275,652.00
	MONSTER BEVERAGE CORP	COMMON STOCK USD.005 3,649.000	151,433.51		221,749.73
WMP2	611740101	3,649.000	151,433.51		221,749.73

(A) FUND	(B) IDENTITY OF ISSUER	(C) DESCRIPTION OF INVESTMENT SHARES/PAR	RATE (D) COST	MAT DATE	(E) CURRENT VALUE
		NVR INC	COMMON STOCK USD.01		
		50.000		32,776.82	46,100.00
WMP3	62944T105	50.000		32,776.82	46,100.00
		NETAPP INC	COMMON STOCK USD.001		
		5,700.000		181,182.42	215,346.00
WMP3	64110D104	5,700.000		181,182.42	215,346.00
		NIKE INC CL B	COMMON STOCK NPV		
		3,955.000		181,521.10	251,854.40
WMP2	654106103	3,955.000		181,521.10	251,854.40
		NOKIA CORP SPON ADR	ADR		
		28,800.000		211,213.81	107,712.00
WMP3	654902204	28,800.000		211,213.81	107,712.00
		NOVARTIS AG ADR	ADR		
		7,200.000		395,257.93	509,112.00
WMP3	66987V109	7,200.000		395,257.93	509,112.00
		ORACLE CORP	COMMON STOCK USD.01		
		3,640.000		90,933.99	111,820.80
WMP2	68389X105	3,640.000		90,933.99	111,820.80
		PPG INDUSTRIES INC	COMMON STOCK USD1.67		
		1,220.000		147,878.92	178,620.20
WMP2	693506107	1,220.000		147,878.92	178,620.20
		PANASONIC CORP SPON ADR	ADR		
		9,400.000		74,608.68	76,046.00
WMP3	69832A205	9,400.000		74,608.68	76,046.00
		PFIZER INC W/D	COMMON STOCK USD.05		
		30,985.000		628,017.36	867,889.85
WMP2	717081103	13,085.000		268,371.42	366,510.85
WMP3	717081103	17,900.000		359,645.94	501,379.00
		PIONEER NATURAL RESOURCES CO	COMMON STOCK USD.01		
		1,355.000		144,502.00	196,136.25
WMP2	723787107	1,355.000		144,502.00	196,136.25
		PRECISION CASTPARTS CORP	COMMON STOCK NPV		
		1,300.000		200,273.76	293,813.00
WMP2	740189105	1,300.000		200,273.76	293,813.00
		PRICELINE.COM INC	COMMON STOCK USD.008		
		260.000		160,178.92	215,053.80
WMP2	741503403	260.000		160,178.92	215,053.80

(A) FUND	(B) IDENTITY OF ISSUER	(C) DESCRIPTION OF INVESTMENT SHARES/PAR	RATE (D) COST	MAT DATE	(E) CURRENT VALUE
		RANGE RESOURCES CORP	COMMON STOCK USD.01		
		1,835.000	141,655.45		141,882.20
WMP2	75281A109	1,835.000	141,655.45		141,882.20
		SALESFORCE.COM INC	COMMON STOCK USD.001		
		6,634.000	232,961.98		253,286.12
WMP2	79466L302	6,634.000	232,961.98		253,286.12
		SANOFI ADR	ADR		
		10,656.000	429,951.05		548,890.56
WMP3	80105N105	10,656.000	429,951.05		548,890.56
		SCHLUMBERGER LTD	COMMON STOCK USD.01		
		7,920.000	448,117.92		567,547.20
WMP2	806857108	2,370.000	157,982.57		169,834.20
WMP3	806857108	5,550.000	290,135.35		397,713.00
		SCHWAB (CHARLES) CORP	COMMON STOCK USD.01		
		21,000.000	329,515.58		445,830.00
WMP3	808513105	21,000.000	329,515.58		445,830.00
		SPRINT COMMUNICATIONS INC	COMMON STOCK USD2.		
		55,700.000	456,004.20		391,014.00
WMP3	852061100	55,700.000	456,004.20		391,014.00
		STARBUCKS CORP	COMMON STOCK USD.001		
		3,110.000	76,591.12		203,673.90
WMP2	855244109	3,110.000	76,591.12		203,673.90
		SUNTRUST BANKS INC	COMMON STOCK USD1.		
		4,700.000	98,830.45		148,379.00
WMP3	867914103	4,700.000	98,830.45		148,379.00
		SYMANTEC CORP	COMMON STOCK USD.01		
		14,400.000	227,720.20		323,568.00
WMP3	871503108	14,400.000	227,720.20		323,568.00
		SYNOPSYS INC	COMMON STOCK USD.01		
		4,400.000	103,792.13		157,300.00
WMP3	871607107	4,400.000	103,792.13		157,300.00
		TEXAS INSTRUMENTS INC	COMMON STOCK USD1.		
		5,175.000	146,841.43		180,452.25
WMP2	882508104	5,175.000	146,841.43		180,452.25
		TIME WARNER INC	COMMON STOCK USD.01		
		13,420.000	451,751.00		775,944.40
WMP2	887317303	4,920.000	176,979.69		284,474.40

WA MEAT INDUSTRY PEN TRUST
COMPOSITE
SCHEDULE H, LINE 4I - SCHEDULE OF ASSETS
(HELD AT END OF YEAR)

(A) FUND	(B) IDENTITY OF ISSUER	(C) DESCRIPTION OF INVESTMENT SHARES/PAR	RATE	MAT DATE (D) COST	(E) CURRENT VALUE
WMP3	887317303	8,500.000		274,771.31	491,470.00
	TIME WARNER CABLE	COMMON STOCK USD.01			
		3,686.000		190,039.25	414,601.28
WMP3	88732J207	3,686.000		190,039.25	414,601.28
	TRACTOR SUPPLY COMPANY	COMMON STOCK USD.008			
		2,375.000		148,403.74	279,323.75
WMP2	892356106	2,375.000		148,403.74	279,323.75
	TWENTY FIRST CENTURY FOX INC	COMMON STOCK USD.01			
		10,600.000		157,370.11	345,560.00
WMP3	90130A101	10,600.000		157,370.11	345,560.00
	US BANCORP	COMMON STOCK USD.01			
		5,300.000		142,529.14	191,595.00
WMP2	902973304	5,300.000		142,529.14	191,595.00
	UNILEVER PLC SPONSORED ADR	ADR			
		3,300.000		112,463.40	133,485.00
WMP3	904767704	3,300.000		112,463.40	133,485.00
	UNION PACIFIC CORP	COMMON STOCK USD2.5			
		2,095.000		163,358.52	323,216.60
WMP2	907818108	2,095.000		163,358.52	323,216.60
	UNITED TECHNOLOGIES CORP	COMMON STOCK USD1.			
		3,110.000		226,872.04	289,043.40
WMP2	913017109	3,110.000		226,872.04	289,043.40
	UNITEDHEALTH GROUP INC	COMMON STOCK USD.01			
		200.000		13,138.94	13,096.00
WMP3	91324P102	200.000		13,138.94	13,096.00
	VERIZON COMMUNICATIONS INC	COMMON STOCK USD.1			
		3,600.000		184,642.04	181,224.00
WMP2	92343V104	3,600.000		184,642.04	181,224.00
	VISA INC CLASS A SHARES	COMMON STOCK USD.0001			
		2,010.000		157,568.43	367,327.50
WMP2	92826C839	2,010.000		157,568.43	367,327.50
	VODAFONE GROUP PLC SP ADR	ADR			
		5,000.000		108,246.69	143,700.00
WMP3	92857W209	5,000.000		108,246.69	143,700.00
	VULCAN MATERIALS CO	COMMON STOCK USD1.			
		1,600.000		78,175.07	77,456.00
WMP3	929160109	1,600.000		78,175.07	77,456.00

(A) FUND	(B) IDENTITY OF ISSUER	(C) DESCRIPTION OF INVESTMENT SHARES/PAR	RATE (D) COST	MAT DATE	(E) CURRENT VALUE
		WALGREEN CO	COMMON STOCK USD.078125		
		3,670.000		177,878.17	162,214.00
WMP2	931422109	3,670.000		177,878.17	162,214.00
		WELLS FARGO + CO	COMMON STOCK USD1.666		
		23,011.000		895,464.44	949,663.97
WMP2	949746101	6,375.000		175,336.78	263,096.25
WMP3	949746101	16,636.000		720,127.66	686,567.72
		XEROX CORP	COMMON STOCK USD1.		
		26,000.000		195,085.68	235,820.00
WMP3	984121103	26,000.000		195,085.68	235,820.00
		-----	-----	-----	-----
		817,554.000		24,029,848.43	31,125,450.66

SECTION 4: Certificate of Actuarial Valuation as of July 1, 2012 for the Washington Meat Industry Pension Trust

EIN 91-6134141/ PN 001

EXHIBIT III
Schedule of Active Participant Data
(Schedule MB, line 8b)

The participant data is for the year ended June 30, 2012.

Age	Total	Years of Credited Service										40 & over
		1-4	5-9	10-14	15-19	20-24	25-29	30-34	35-39			
Under 20	50	50	--	--	--	--	--	--	--	--	--	
20 - 24	367	330	37	--	--	--	--	--	--	--	--	
25 - 29	316	165	134	17	--	--	--	--	--	--	--	
30 - 34	320	114	121	74	11	--	--	--	--	--	--	
35 - 39	286	66	96	67	44	13	--	--	--	--	--	
40 - 44	337	64	95	68	59	40	11	--	--	--	--	
45 - 49	385	62	78	75	53	59	50	8	--	--	--	
50 - 54	446	50	55	85	69	80	60	42	5	--	--	
55 - 59	291	33	64	62	38	44	34	12	3	1	--	
60 - 64	148	23	32	30	16	28	7	7	5	--	--	
65 - 69	37	7	9	9	8	2	--	1	1	--	--	
70 & over	9	3	6	--	--	--	--	--	--	--	--	
Unknown	5	5	--	--	--	--	--	--	--	--	--	
Total	2,997	972	727	487	298	266	162	70	14	1	1	



THE SEGAL COMPANY
100 Montgomery Street, Suite 500 San Francisco, CA 94104
T 415.263.8200 F 415.263.8290 www.segalco.com

September 28, 2012

*Board of Trustees
Washington Meat Industry Pension Trust
Seattle, Washington 98109*

Dear Trustees:

As required by ERISA Section 305 and Internal Revenue Code (IRC) Section 432, we have completed the Plan's actuarial status certification as of July 1, 2012. The attached exhibits outline the projections performed and the results of the various tests required by the statute. These projections have been prepared based on the Actuarial Valuation as of July 1, 2011 and in accordance with generally accepted actuarial principles and practices and a current understanding of the law. The actuarial calculations were completed under the supervision of Paul C. Poon, ASA, MAAA, Enrolled Actuary.

As of July 1, 2012, the Plan is in critical status (Red Zone). This certification also notifies the IRS that the plan is making the scheduled progress in meeting the requirements of its rehabilitation plan, based on the annual standards in the rehabilitation plan. This certification is being filed with the Internal Revenue Service, pursuant to ERISA section 305(b)(3) and IRC section 432(b)(3).

The Segal Company ("Segal") does not practice law and, therefore, cannot and does not provide legal advice. Any statutory interpretation on which the certification is based reflects Segal's understanding as an actuarial firm. Due to the complexity of the statute and the significance of its ramifications, Segal recommends that the Board of Trustees consult with legal counsel when making any decisions regarding compliance with ERISA and the Internal Revenue Code.

We look forward to reviewing this certification with you at your next meeting and to answering any questions you may have.
We are available to assist the Trustees in communicating this information to plan stakeholders as well as in updating the
Rehabilitation Plan.

Sincerely,

THE SEGAL COMPANY

By:



Dave Bergerson, FCA, ASA, MAAA, EA
Vice President & Actuary



Paul C. Poon, ASA, MAAA, EA
Associate Actuary

PXP/gxk

cc: David J. Barlow, Esq.
Leanne Bough
Bruce C. Cable, ASA
Kyle Whittemore, CPA

September 28, 2012

Illustration Supporting Actuarial Certification of Status (Schedule MB, line 4a)
ACTUARIAL STATUS CERTIFICATION AS OF JULY 1, 2012 UNDER IRC SECTION 432

This is to certify that The Segal Company ("Segal") has prepared an actuarial status certification under Internal Revenue Code Section 432 for the Washington Meat Industry Pension Trust as of July 1, 2012 in accordance with generally accepted actuarial principles and practices. It has been prepared at the request of the Board of Trustees to assist in administering the Fund and meeting filing and compliance requirements under federal law. This certification may not otherwise be copied or reproduced in any form without the consent of the Board of Trustees and may only be provided to other parties in its entirety.

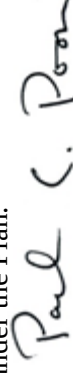
The measurements shown in this actuarial certification may not be applicable for other purposes. Future actuarial measurements may differ significantly from the current measurements presented in this report due to such factors as the following: plan experience differing from that anticipated by the economic or demographic assumptions; changes in economic or demographic assumptions; increases or decreases expected as part of the natural operation of the methodology used for these measurements; differences in statutory interpretation and changes in plan provisions or applicable law.

This certification is based on the July 1, 2011 actuarial valuation, dated March 6, 2012. Additional assumptions required for the projections and sources of financial information used are summarized in Exhibit V.

The Segal Company does not practice law and, therefore, cannot and does not provide legal advice. Any statutory interpretations on which this certification is based reflect Segal's understanding as an actuarial firm.

This certification was based on the assumption that the Plan was qualified as a multiemployer plan for the year.

I am a member of the American Academy of Actuaries and I meet the Qualification Standards of the American Academy of Actuaries to render the actuarial opinion herein. To the best of my knowledge, the information supplied in this actuarial certification is complete and accurate. As required by IRC Section 432(b)(3)(B)(iii), the projected industry activity is based on information provided by the plan sponsor. In my opinion, the projections are based on reasonable actuarial estimates, assumptions and methods that (other than projected industry activity) offer my best estimate of anticipated experience under the Plan.



Paul C. Poon, ASA, MAAA
Associate Actuary
Enrolled Actuary No. 11-06069

Actuarial Status Certification as of July 1, 2012 under IRC Section 432 for the Washington Meat Industry Pension Trust

EIN 91-6134141/ PN 001

Certificate Contents

EXHIBIT I	Status Determination as of July 1, 2012
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EXHIBIT III	Funding Standard Account Projections
EXHIBIT IV	Funding Standard Account – Projected Bases Assumed Established After July 1, 2011
EXHIBIT V	Actuarial Assumptions and Methodology
EXHIBIT VI	Documentation Regarding Scheduled Progress under Rehabilitation Plan

Actuarial Status Certification as of July 1, 2012 under IRC Section 432 for the Washington Meat Industry Pension Trust

EIN 91-6134141/ PN 001

EXHIBIT I

Status Determination as of July 1, 2012

Status	Condition	Test Component Result	Final Result
Critical Status			
1. Funding deficiency projected in four years?			Yes
2. Funding deficiency projected in five years		Yes	
AND present value of vested benefits for non-actives more than present value of vested benefits for actives		Yes	
AND normal cost plus interest on unfunded actuarial accrued liability (unit credit basis) greater than contributions for current year?		Yes	Yes
3. Funding deficiency projected in five years		Yes	
AND funded percentage less than 65%?		Yes	Yes
4. Funded percentage less than 65%		Yes	
AND assets plus contributions less than benefit payments and administrative expenses over seven years?		No	No
5. Assets plus contributions less than benefit payments and administrative expenses over five years?			No
6. In critical status for immediately preceding plan year and funding deficiency projected in ten years?			Yes
In Critical Status?			Yes
Endangered Status			
1. Funded percentage less than 80%		N/A	
AND not in Critical Status?		N/A	N/A
2. Funding deficiency projected in seven years		N/A	
AND not in Critical Status?		N/A	N/A
In Endangered Status?			No
In Seriously Endangered Status?			No
Neither Critical Status Nor Endangered Status			
Neither Critical nor Endangered Status?			No

This certification also notifies the IRS that the plan is making the scheduled progress in meeting the requirements of its rehabilitation plan, based on the annual standards of the rehabilitation plan.

Actuarial Status Certification as of July 1, 2012 under IRC Section 432 for the Washington Meat Industry Pension Trust

EIN 91-6134141/ PN 001

EXHIBIT II

Summary of Actuarial Valuation Projections

The actuarial factors as of July 1, 2012 (based on projections from the July 1, 2011 valuation certificate):

	July 1, 2012
I. Asset and Contribution Information	
1. Market value of assets	\$267,458,443
2. Actuarial value of assets	320,950,132
3. Reasonably anticipated contributions	
a. Upcoming year	9,371,700
b. Present value for the next five years	40,074,975
c. Present value for the next seven years	52,616,705
II. Liabilities	
1. Present value of vested benefits for active participants	83,601,166
2. Present value of vested benefits for non-active participants	411,549,889
3. Total unit credit accrued liability	511,431,816
4. Present value of payments	Total
a. Next five years	\$171,186,021
b. Next seven years	227,627,873
5. Unit credit normal cost plus expenses	2,085,056
III. Funded Percentage (1.2)/(11.3)	62.7%
IV. Funding Standard Account	
1. Credit Balance as of the end of prior year	\$28,163,758
2. Years to projected funding deficiency, if within ten years	3

Actuarial Status Certification as of July 1, 2012 under IRC Section 432 for the Washington Meat Industry Pension Trust

EIN 91-6134141/ PN 001

EXHIBIT III
Funding Standard Account Projections

The table below presents the Funding Standard Account Projections for the Plan Years beginning July 1, 2011 through 2018.

	Year Beginning July 1,							
	2011	2012	2013	2014	2015	2016	2017	2018
1. Credit balance at beginning of year	\$33,716,779	\$28,163,758	\$19,265,786	\$9,172,561	-\$2,382,153	-\$28,562,894	-\$69,152,359	-\$106,678,202
2. Interest on (1)	2,444,466	2,041,872	1,396,769	665,011	-172,706	-2,070,810	-5,013,546	-7,734,170
3. Normal cost	1,035,662	1,006,640	1,006,640	1,006,640	1,006,640	1,006,640	1,006,640	1,006,640
4. Administrative expenses	818,543	770,394	793,506	817,311	841,830	867,085	893,098	919,891
5. Net amortization charges	14,152,552	17,478,228	18,122,861	18,779,458	31,611,172	43,250,831	37,624,484	33,895,188
6. Interest on (3), (4) and (5)	1,164,180	1,396,006	1,444,418	1,493,747	2,425,824	3,271,530	2,865,506	2,597,075
7. Expected contributions	8,852,545	9,371,700	9,531,900	9,531,900	9,531,900	9,531,900	9,531,900	9,531,900
8. Interest on (7)	<u>320,905</u>	<u>339,724</u>	<u>345,531</u>	<u>345,531</u>	<u>345,531</u>	<u>345,531</u>	<u>345,531</u>	<u>345,531</u>
9. Credit balance at end of year: (1) + (2) - (3) - (4) - (5) - (6) + (7) + (8)	\$28,163,758	\$19,265,786	\$9,172,561	-\$2,382,153	-\$28,562,894	-\$69,152,359	-\$106,678,202	-\$142,953,735

Actuarial Status Certification as of July 1, 2012 under IRC Section 432 for the Washington Meat Industry Pension Trust

EIN 91-6134141/ PN 001

EXHIBIT IV

Funding Standard Account – Projected Bases Assumed Established After July 1, 2011

Schedule of Funding Standard Account Bases

Type of Base	Date Established	Base Established	Amortization Period	Amortization Payment
Experience Loss	07/01/2012	\$32,958,057	15	\$3,427,474
Experience Loss	07/01/2013	6,198,688	15	644,633
Experience Loss	07/01/2014	6,313,732	15	656,597
Experience Loss	07/01/2015	11,205,061	15	1,165,270
Experience Loss	07/01/2016	20,644,531	15	2,146,928
Experience Loss	07/01/2017	13,283,664	15	1,381,435
Experience Loss	07/01/2018	12,442,558	15	1,293,964

Actuarial Status Certification as of July 1, 2012 under IRC Section 432 for the Washington Meat Industry Pension Trust

EIN 91-6134141/ PN 001

EXHIBIT V

Actuarial Assumptions and Methodology

The actuarial assumptions and plan of benefits are as used in the July 1, 2011 actuarial valuation certificate, dated March 6, 2012, except as specifically described below. We also assumed that experience would emerge as projected, except as described below. The calculations are based on a current understanding of the requirements of ERISA Section 305 and IRC Section 432.

Contribution Rate Increases:

For active members subject to the Preferred Schedule, this certification reflects the first three annual contribution rate increases as called for under that schedule.

Asset Information:

The financial information as of June 30, 2012 was based on an unaudited financial statement provided by the Fund Administrator.

For projections after that date, the assumed administrative expenses are \$800,000 for the 2012 Plan Year, increasing by 3.0% per year, and the benefit payments were projected based on the July 1, 2011 actuarial valuation. The projected net investment return was assumed to be 7.25% of the average market value of assets for the 2012 - 2018 Plan Years. Any resulting investment gains or losses due to the operation of the asset valuation method are amortized over 15 years in the Funding Standard Account.

Projected Industry Activity:

As required by Internal Revenue Code Section 432, assumptions with respect to projected industry activity are based on information provided by the plan sponsor. Based on this information, the total contributory hours are assumed to be 5.34 million each year.

Future Normal Costs:

Based on the assumed industry activity and the assumption that replacement employees will have the same entry age as employees leaving the work force, the Entry Age Normal Cost method used in the valuation results in level Normal Costs per active. The Normal Costs for the 2012 and subsequent plan years are assumed to equal the 2011 Normal Cost, adjusted to recognize the mid-year amendment for a full year and for the projected industry activity.

Actuarial Status Certification as of July 1, 2012 under IRC Section 432 for the Washington Meat Industry Pension Trust

EIN 91-6134141/ PN 001

EXHIBIT VI
Documentation Regarding Scheduled Progress Under Rehabilitation Plan

Based on the Rehabilitation Plan in effect as of June 30, 2012, the applicable standard for July 1, 2012 was that the credit balance projected to June 30, 2013 would be at least \$0, using the plan provisions, assumptions/methods, and contribution levels that form the basis of this certification.

The Funding Standard Account Projections from this certification show a projected credit balance of \$19,265,786 as of June 30, 2013 and therefore demonstrate that this standard is met.

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SECTION 4: Certificate of Actuarial Valuation as of July 1, 2012 for the Washington Meat Industry Pension Trust

EIN 91-6134141/ PN 001

EXHIBIT IV (continued)

Funding Standard Account

Schedule of Funding Standard Account Bases (Charges)
(Schedule MB, line 9c)

Type of Base	Date Established	Amortization Amount	Years Remaining	Outstanding Balance
Plan Amendment	07/01/1995	\$1,247,791	13	\$11,027,894
Combined Bases	07/01/1995	8,400,627	5.32	38,635,149
Plan Amendment	07/01/1997	512,805	15	4,931,049
Plan Amendment	07/01/1998	3,218,045	16	32,070,466
Plan Amendment	07/01/1999	22,622	17	232,824
Change in Assumptions	07/01/1999	600,899	17	6,184,534
Plan Amendment	07/01/2000	6,422	18	68,052
Plan Amendment	07/01/2001	1,775,976	19	19,322,796
Experience Loss	07/01/2002	1,359,591	5	5,938,943
Plan Amendment	07/01/2003	50,225	21	572,130
Change in Assumptions	07/01/2003	631,313	21	7,191,448
Experience Loss	07/01/2003	2,270,824	6	11,519,658
Experience Loss	07/01/2004	2,814,873	7	16,129,146
Plan Amendment	07/01/2005	10,271	23	121,558
Experience Loss	07/01/2005	3,012,575	8	19,107,655
Experience Loss	07/01/2006	1,244,022	9	8,601,013
Change in Assumptions	07/01/2007	720,531	25	8,806,295
Experience Loss	07/01/2008	1,843,357	11	14,642,018
Experience Loss	07/01/2009	12,738,104	12	107,078,800
Change in Assumptions	07/01/2011	1,751,344	14	16,183,281
Experience Loss	07/01/2012	<u>3,422,768</u>	15	<u>32,912,806</u>
Total		47,654,985		361,277,515

SECTION 4: Certificate of Actuarial Valuation as of July 1, 2012 for the Washington Meat Industry Pension Trust

EIN 91-6134141/ PN 001

EXHIBIT IV (continued)

Funding Standard Account

Schedule of Funding Standard Account Bases (Credits)
(Schedule MB, line 9h)

Type of Base	Date Established	Amortization Amount	Years Remaining	Outstanding Balance
Combined Bases	07/01/2007	\$21,159,176	3.44	\$66,978,029
Plan Amendment	11/01/2007	450,632	25.33	5,534,061
Change in Asset Method	07/01/2009	3,623,325	7	20,761,560
Experience Gain	07/01/2010	448,905	13	3,967,388
Plan Amendment	07/01/2010	2,303,453	13	20,357,753
Plan Amendment	01/01/2011	1,348,750	13.5	12,196,388
Experience Gain	07/01/2011	643,622	14	5,947,384
Plan Amendment	01/01/2012	<u>203,596</u>	14.5	<u>1,920,206</u>
Total		\$30,181,459		\$137,662,769

SECTION 4: Certificate of Actuarial Valuation as of July 1, 2012 for the Washington Meat Industry Pension Trust

EIN 91-6134141/ PN 001

Estimated Rate of Investment Return:

<i>On actuarial value of assets</i> (Schedule MB, line 6g):	-2.0%, for the Plan Year ending June 30, 2012
<i>On current (market) value of assets</i> (Schedule MB, line 6h):	-2.8%, for the Plan Year ending June 30, 2012

**Funding Standard Account
Contribution Timing
(Schedule MB, line 3):**

Unless otherwise noted, contributions are paid periodically throughout the year pursuant to collective bargaining agreements. The interest credited in the Funding Standard Account is therefore assumed to be equivalent to a January 1 contribution date.

SECTION 4: Certificate of Actuarial Valuation as of July 1, 2012 for the Washington Meat Industry Pension Trust

EIN 91-6134141/ PN 001

EXHIBIT VII

Statement of Actuarial Assumptions/Methods
(Schedule MB, line 6)

Mortality Rates:	Healthy:	RP-2000 Combined Healthy Blue Collar Table, set back two years.
	Disabled:	RP-2000 Combined Healthy Blue Collar Table, set forward three years.
The above mortality tables were determined to contain sufficient provision appropriate to reasonably reflect future mortality improvement, based on a review of mortality experience as of the measurement date.		

Termination Rates before
Retirement:

	Rate (%)			
	Mortality		Withdrawal*	
Age	Male	Female	Meat	Service Counter
20	0.03	0.02	11.94	6.88
25	0.04	0.02	11.62	4.90
30	0.04	0.02	11.21	3.76
35	0.09	0.04	10.55	2.90
40	0.13	0.07	9.40	2.18
45	0.16	0.12	7.54	1.48
50	0.21	0.17	4.83	0.73
55	0.33	0.24	1.73	0.00
60	0.64	0.38	0.16	0.00
				Disability Incidence
				0.06
				0.09
				0.11
				0.15
				0.22
				0.36
				0.61
				1.01
				1.63

* The withdrawal rates shown are ultimate rates. The 5-year select rates for Meat participants are increased by 10 percentage points per year. The 5-year select rates for Service Counter participants are increased by 3.5 percentage points. Withdrawal rates cut out at first assumed retirement age.

Retirement Rates:	<u>Not Eligible for Rule of 85 Pension*</u>		<u>Eligible for Rule of 85 Pension*</u>	
	Age	Rate	Age	Rate
	55 – 60	8%	50 – 56	35%
	61 – 64	15	57 – 62	25
	65	100		

* Rule of 85 rates apply only to active participants who (a) are within 10 years of eligibility for Rule of 85 and (b) had at least 16 years of service, as of July 1, 2011.

Description of Weighted Average Retirement Age:
Age 60.2, determined as follows: The weighted average retirement age for each participant is calculated as the sum of the product of each potential retirement age times the probability of retirement rate at that age, assuming no other decrements. The overall weighted retirement age is the average of the individual retirement ages, based on all the active participants included in this actuarial valuation.

Retirement Age for Inactive Vested Participants: 60

Future Benefit Accruals: 1,700 hours per year per active participant.
Unknown Data for Participants: Same as those exhibited by participants with similar known characteristics. If not specified, participants are assumed to be male.

Definition of Active Participants: Active participants are defined as those with at least 360 hours in the most recent Plan Year, excluding those who have retired as of the valuation date.

Exclusion of Inactive Vested: Inactive participants over age 70 excluded from the valuation.
Percent Married: 85% for males and 65% for females.

Age of Spouse: Females four years younger than males.

Benefit Election: 50% of future pensioners are assumed to elect the 50% Spouse Option and the other 50% are assumed to elect the Single Life Annuity (with five-year guarantee, if available).

SECTION 4: Certificate of Actuarial Valuation as of July 1, 2012 for the Washington Meat Industry Pension Trust

EIN 91-6134141/ PN 001

Net Investment Return:	7.25%
Annual Administrative Expenses:	\$850,000, payable monthly, (equivalent to \$818,543 payable at the beginning of the year).
Actuarial Value of Assets:	The market value of assets less unrecognized returns in each of the last five years, but not before July 1, 2007. Unrecognized return is equal to the difference between the actual and the projected market return, and is recognized over a five-year period. The actuarial value is further adjusted, if necessary, to be within 20% of the market value. Due to the PRA 2010 election, the unrecognized return for the year ended June 30, 2009 is recognized over a ten-year period instead of five.
Actuarial Cost Method:	Entry Age Normal Actuarial Cost Method. Entry Age is the current age minus years of Credited Service. Normal Cost and Actuarial Accrued Liability are calculated on an individual basis and are allocated by service, with Normal Cost determined as if the current benefit accrual rate had always been in effect.
Benefits Valued:	Unless otherwise indicated, includes all benefits summarized in Exhibit VIII.
Current Liability Assumptions:	
<i>Interest</i>	4.02%, within the permissible range prescribed under IRC Section 431(c)(6)(E)
<i>Mortality</i>	Mortality prescribed under IRS Regulations 1.431(c)(6)-1 and 1.430(h)(3)-1, using the static tables with separate tables for annuitants and nonannuitants (RP-2000 tables projected forward to the valuation year plus seven years for annuitants and 15 years for nonannuitants)
Justification for Change in Actuarial Assumptions (Schedule MB, line 11):	For purposes of determining current liability, the current liability interest rate was changed due to a change in the permissible range and recognizing that any rate within the permissible range satisfies the requirements of IRC Section 431(c)(6)(E) and the mortality tables were changed in accordance with IRS Regulations 1.431(c)(6)-1 and 1.430(h)(3)-1.

SECTION 4: Certificate of Actuarial Valuation as of July 1, 2012 for the Washington Meat Industry Pension Trust

EIN 91-6134141/ PN 001

Estimated Rate of Investment Return:

<i>On actuarial value of assets</i> (Schedule MB, line 6g):	-2.0%, for the Plan Year ending June 30, 2012
<i>On current (market) value of assets</i> (Schedule MB, line 6h):	-2.8%, for the Plan Year ending June 30, 2012

Funding Standard Account
Contribution Timing
(Schedule MB, line 3):

Unless otherwise noted, contributions are paid periodically throughout the year pursuant to collective bargaining agreements. The interest credited in the Funding Standard Account is therefore assumed to be equivalent to a January 1 contribution date.

WASHINGTON MEAT INDUSTRY PENSION TRUST

Amendment to Rehabilitation Plan

The Board of Trustees hereby adopts the following amendment to the Rehabilitation Plan adopted May 26, 2010 and amended effective December 30, 2010 as follows:

1. Schedule 1 of the Rehabilitation Plan shall be amended to add a new Section 4:

4. Additional Contributions or Benefit Changes

Effective July 1, 2014, Schedule 1 of the Rehabilitation Plan (Preferred Schedule) is modified to provide that any bargaining agreement will be required to provide for an additional 12.2 cents an hour based on the average contribution rate in either additional contributions or benefit reductions for each remaining year of the Rehabilitation Schedule with the final allocation between additional contributions and benefit reductions to be determined by the Board of Trustees in advance of that date. Any additional contributions which the Board of Trustees determines are required will be converted to a percentage and added to the existing contribution rates in Section 2 of the Preferred Schedule.

2. Schedule 2 of the Rehabilitation Plan, the Default Schedule, is amended to add a new Section 4:

4. Additional Contributions or Benefit Changes

Effective July 1, 2014, Schedule 2 (Default Schedule) has been amended to provide that any bargaining agreement will be required to provide for an additional 6.5 cents an hour based on the average contribution rate in additional contributions for each remaining year of the Default Schedule. The additional contributions will be converted to a percentage and added to the existing contribution rates in Section 2 of the Default Schedule.

This amendment was adopted pursuant to a mail ballot completed April 5, 2013 and is effective as of that date.

WASHINGTON MEAT INDUSTRY PENSION TRUST

Amended Rehabilitation Plan

1. Overview

The Washington Meat Industry Pension Trust was certified as being in critical status for the Plan Year beginning July 1, 2009. The Trust's actuary certified such status on September 28, 2009. Notice of critical status was sent to Participants and beneficiaries, the bargaining parties, the Pension Benefit Guaranty Corporation and the Department of Labor on October 26, 2010.

Under ERISA § 305(e)(1), the Plan sponsor of the multiemployer plan in critical status is to adopt a Rehabilitation Plan not later than 240 days after the certification of critical status. Pursuant to this authority, the Board of Trustees of the Washington Meat Industry Pension Trust timely adopted a Rehabilitation Plan in May 2010. After the Rehabilitation Plan was sent to the bargaining parties, the Board of Trustees received feedback from the bargaining parties that they had been unable to reach agreement on any of the schedules provided. The Board of Trustees was asked to examine whether it would be appropriate, based on the "exhaustion of all reasonable measures" test in ERISA § 305(e)(3)(A)(ii) to adopt an alternative schedule that would provide for the Trust to emerge from critical status at a later time.

After considering the issue and seeking advice from legal counsel, the Board of Trustees decided to refer to an independent fiduciary the question of whether the Fund would not be able to emerge from critical status within the time allowed under ERISA §305(e)(4) based on reasonable actuarial assumptions and on exhaustion of all reasonable measures, and therefore satisfies ERISA § 305(e)(3)(A)(ii). The independent fiduciary reviewed whether the Fund should therefore adopt a Rehabilitation Plan and schedule based on an extended twenty-six (26) year rehabilitation period. The independent fiduciary reviewed the issues and determined that based on the facts and circumstances presented, the Trust could not reasonably expect to emerge from critical status by the end of the customary rehabilitation period as defined in ERISA § 305(e)(4), and voted in favor of a motion adopting a schedule based on an extended twenty-six year rehabilitation period.

Pursuant to the independent fiduciary's findings, and in order to implement the independent fiduciary's decision, the Board of Trustees adopted this revised Rehabilitation Plan which removes existing Schedules 1 through 4 and replaces them with a new Schedule 1. This Schedule is the Board of Trustees Preferred Schedule. The Board of Trustees has also renumbered existing Schedules 5(a) and 5(b) as Schedules 2(a) and 2(b).

2. Designation of Plan Sponsor

The Board of Trustees of the Washington Meat Industry Pension Trust is the Plan sponsor. Trust Agreement, Article III.2.

3. Rehabilitation Period and Rehabilitation Adoption Period

The rehabilitation period shall begin July 1, 2010 pursuant to ERISA § 305(e)(4)(A). The Board of Trustees, based on the action of the independent fiduciary, have determined that pursuant to ERISA § 305(e)(3)(A)(ii) to utilize a 26-year rehabilitation period commencing July 1, 2010.

The rehabilitation adoption period pursuant to ERISA § 305(e)(5) is the period from the date of the actuarial certification of critical status (September 28, 2009) through the day prior to the beginning of the rehabilitation period (June 30, 2010).

4. Limitations on Actions While Trust in Critical Status

In implementing this Rehabilitation Plan, the Board of Trustees recognizes that the Act prevents certain actions being taken during the rehabilitation plan adoption period, while the Plan is in critical status and after the Rehabilitation Plan is adopted.

a. During the Rehabilitation Plan Adoption Period

Pursuant to ERISA § 305(f)(4), during the rehabilitation plan adoption period the Board of Trustees will not accept a collective bargaining agreement or participation agreement that provides for a reduction in the level of contributions for any Participant, a suspension of contributions with respect to any period of service or any new direct or indirect exclusion of younger or newly hired employees from Plan participation. Additionally, the Board of Trustees acknowledges it shall adopt no amendment that increases the liabilities of the Plan by reason of an increase in benefits, any changes in the accrual of benefits or any change in the rate at which benefits become non-forfeitable unless the amendment is required as a condition of qualification under Part I of subchapter D of the Internal Revenue Code or to comply with other applicable law.

b. Limitations on Payment of Lump Sums

The Board of Trustees recognizes that while in critical status, the payment of amounts in excess of the monthly amount payable under the single life annuity is limited by ERISA § 305(f)(2). Consequently, any lump sum payment not representing a permitted small benefit cash-out payment cannot be paid while the Plan remains in critical status.

c. Restrictions After Rehabilitation Plan Adopted

The Board of Trustees recognizes that pursuant to ERISA § 305(f)(1) after the adoption of the Rehabilitation Plan, the plan provided by the Trust may not be amended so as to be inconsistent with the Rehabilitation Plan. It is also acknowledged after the date of the adoption of the Rehabilitation Plan, the plan provided may not be amended to increase benefits, including future benefit accruals, unless the plan actuary certifies that such increase is paid out of additional contributions not contemplated by the Rehabilitation Plan, and after taking into account the benefit increase, the Plan is still reasonably expected to emerge from critical status by the end of the rehabilitation period on the schedule contemplated in the Rehabilitation Plan.

5. Rehabilitation Schedules and Benefit Changes

The Board of Trustees shall provide the attached Schedules as Exhibits 1, 2(a) and 2(b) to the bargaining parties participating in the Trust.

a. Implementation of Default Schedule for Active Participants if Bargaining Parties Fail to Adopt Rehabilitation Schedule

Pursuant to ERISA § 305(e)(3)(C), the Board of Trustees shall implement the Default Schedule attached hereto as Exhibit 2(a) and 2(b) for a particular bargaining unit if their respective bargaining parties do not adopt the Preferred Schedule within the time frame required by the Act. In the event it becomes necessary to implement the Default Schedule for any bargaining unit, the Schedule shall consist of: (1) the Exhibit designated by agreement of the Board of Trustees; (2) the Exhibit which is consistent with any rule, regulation or other guidance issued by the Internal Revenue Service; or (3) if neither (1) nor (2) applies, the Exhibit selected in any final and binding arbitration or adjudication with respect to the terms of the Default Schedule. In addition, upon the occurrence of these events, the Rehabilitation Plan and Exhibit 2 will be promptly revised to reflect the appropriate revised Schedule. Notwithstanding the foregoing, if a court of law with jurisdiction over the Fund determines that any provision of the Default Schedule is invalid, that provision shall be removed and corrected as permitted by law. The Default Schedule shall otherwise be implemented in accordance with the requirements of the Act.

b. Adoption of Schedule by the Board of Trustees for Participants For Whom Contributions Are Not Currently Required

Consistent with the discretionary authority reserved to the Board of Trustees under ERISA § 305(e)(8)(A)(iii), the Board of Trustees adopted the following benefit modifications under the Rehabilitation Plan for Participants for whom contributions are not currently required to be made under a collective bargaining agreement (or other participation agreement). The listed modifications will apply to Terminated Vested and Terminated Non-Vested Participants as defined below whose benefit commencement date is on or after July 1, 2010:.

Benefits under the Plan will be reduced as follows effective July 1, 2010 subject to any required notice period:

All Adjustable and ancillary Benefits under the Plan, defined as the regular early retirement subsidy, Rule of 85 Retirement, disability benefit, lump sum death benefit and optional forms of benefits, but excluding the unsubsidized 50% Spouse Option and 75% Spouse Option and the applicable automatic form for unmarried Participants, shall be eliminated effective for Participants with an initial Annuity Starting Date on or after July 1, 2010.

Under the Plan, a Participant is considered a Terminated Vested Participant if he or she is not retired and did not complete 360 Hours of Service during the Plan Year. For purposes of the Rehabilitation Plan, individuals were designated as Terminated Vested Participants based on their status as of July 1, 2009 provided that they had not retired as of July 1, 2010.

A Participant is considered a Terminated Non-Vested Participant under the plan if he or she has not earned a vested pension benefit under the Plan and has failed to earn at least 360 Hours of Service during the Plan Year. This definition does not apply to a Participant whose Participation Date falls in the last six months of the Plan Year. For purposes of the Rehabilitation Plan, individuals were designated as Terminated Non-Vested Participants based on their status as of July 1, 2009.

c. Assignment of Inactive Participants

The Board of Trustees has reserved the right to adopt a schedule of benefits for Participants who will initially become Terminated Vested Participants or Terminated Non-Vested Participants during the Plan Year ending June 30, 2010 because they did not complete 360 Hours of Service during such Plan Year and terminated employment prior to May 1, 2010.

For Participants who left Covered Employment prior to May 2010 but were not Terminated Vested Participants or Terminated Non-Vested Participants as defined above, the Rehabilitation Plan schedule adopted in the collective bargaining agreement (or other participation agreement) under which the Participant last worked in Covered Employment will apply.

6. Annual Review and Update

The Board of Trustees shall annually review the Rehabilitation Plan with its actuary and confirm that annual standards are being met that satisfy the requirements of ERISA § 305(e)(3)(ii).. Following such review, the Board of Trustees shall annually update the Rehabilitation Plan as required by law. The measure against each year is whether the Plan is still projected to emerge from critical status by the end of the twenty-six (26) year rehabilitation period.. A Schedule of contribution rates provided by the Board of Trustees and relied upon by bargaining parties in negotiating a collective bargaining agreement shall remain in effect for the duration of that collective bargaining agreement.

7. Surcharges

Beginning with hours worked on or after December 1, 2009, a 5% contribution surcharge has been assessed on all contributions made or required to be made to the Trust. This surcharge shall apply to all hours worked through June 30, 2010. For hours worked after June 30, 2010, the surcharge shall be 10% or all contributions made or required to be made to the Trust.

This surcharge shall not apply as of the effective date of a collective bargaining agreement (or other agreement pursuant to which the employer contributes) that contains a Schedule that is consistent with this Rehabilitation Plan.

8. Application to Non-Bargaining Unit Employees

A. Employers that are Party to a Collective Bargaining Agreement. The Schedule that applies to the Employer's participating Employees will apply to any non-bargaining unit participating Employees of the Employer, effective as of the date required by law.

B. Employers that are not Party to a Collective Bargaining Agreement. In the case of an Employer that contributes to the Plan only on behalf of non-bargained Employees, the Participation Agreement between the Employer and the Fund will be treated as a collective bargaining agreement with a term ending on the first day of the Plan Year after the Employer is provided the Rehabilitation Plan.

9. Interpretation

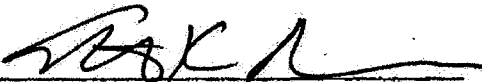
The Board of Trustees, as Plan sponsor of the Trust, shall retain the full discretionary authority to interpret this Rehabilitation Plan and to amend the Rehabilitation Plan as required by circumstances, changes in the law or other matters. This Rehabilitation period shall be interpreted in a way to assure compliance with the legal requirements imposed on multiemployer plans in critical status.

10. Annual Standards for Meeting the Requirements of the Rehabilitation Plan

The Fund will make adequate progress, to the extent reasonable based on financial markets activity and other relevant factors, toward enabling the Fund to satisfy the requirements of ERISA § 305(e)(3)(ii).

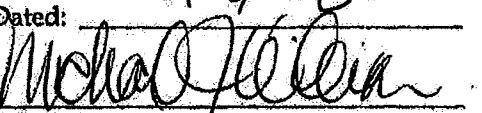
11. Effective Date

This Rehabilitation Plan was adopted by the Board of Trustees on May 26, 2010 and was effective as of that date. It was amended effective December 30, 2010.



Chairperson

Dated: 4-4-12


Secretary

Dated: 4-4-2012

333725v1

**Preferred Schedule
Revised Contributions and Benefits**

1. General Description. Schedule 1 is the Preferred Schedule for the bargaining parties. It contains the contribution increases and benefit reductions that will be necessary for the Fund to emerge from Critical Status by the end of a twenty-six (26) year Rehabilitation Period commencing July 1, 2010. All other provisions of the Plan shall continue to operate as described under the terms of the Plan.

2. Contributions. For expiring collective bargaining agreements (CBA) that were in effect at the time the Fund entered critical status, the following contribution rate increases will apply, effective the later of: (1) the first day of the month after the ratification date of the Employer's CBA; and, (2) the first day of the month after the expiration date of the Employer's CBA, and continuing thereafter for twenty-six (26) years.

Effective Date of Contribution Increase

The first day of the month after the ratification date of the Employer's CBA and July 1 of each subsequent year.

<u>Year</u>	<u>% Increase</u>
1	14.0%
2	12.3%
3	10.9%
4	9.9%
5	9.0%
6	8.2%
7	7.6%
8	7.1%
9	6.6%
10	6.2%
11	5.8%
12	5.5%
13	5.2%
14	5.0%
15	4.7%
16	4.5%
17	4.3%
18	4.1%
19	4.0%
20	3.8%
21	3.7%
22	3.6%
23	3.4%
24	3.3%
25	3.2%
26	3.1%

3. Benefits. Under this Schedule, benefits under the Plan will be reduced as follows effective as of the first day of the month following the adoption of this schedule by the bargaining parties and subject to any required notice period:

- a. **Benefit Accruals for Future Service.** Monthly Future Service Benefits will continue to accrue based on the Plan, as it is currently in effect, based on the Employer contribution rate in effect under the CBA between the Employer and the Union on the date before this Schedule is effective.
- b. **All Adjustable Benefits,** defined as the regular early retirement subsidy, lump sum death benefit, Rule of 85, thirty years of service, disability benefits not yet in pay status and optional forms of benefits, but excluding the unsubsidized 50% Spouse Option and unsubsidized 75% Spouse Option and the applicable automatic form for unmarried Participants, (i.e., a single life annuity without any minimum monthly payments guaranteed) shall be eliminated effective for Participants with an initial Annuity Starting Date on or after July 1, 2010, with the exception of: (1) the Rule of 85 retirement for benefits accrued prior to July 1, 2010 and subject to a wear-away provision, regardless of when a Participant elects to retire; and, (2) disability benefits (including individuals not currently in pay status). The Rule of 85 retirement and disability benefits are not available to Participants who are Terminated Vested Participants or Terminated Non-Vested Participants under the Rehabilitation Plan.

Schedule 2a
Default Schedule

1. Pursuant to Section 432(e)(1) of the Internal Revenue Code, this Default Schedule provides for those contribution increases that are necessary for the Fund to emerge from Critical Status by the end of its Rehabilitation Period, after future benefit accruals and adjustable benefits not protected from reduction by Section 411(d)(6) of the Internal Revenue Code have been reduced to the maximum extent permitted by law. This Default Schedule is intended to apply to the bargaining unit employees previously covered by an expired CBA if (1) the Union and Employer adopt the Default Schedule; or (2) the Union and Employer do not adopt the Current Benefit Schedule by the deadline required by law.

2. **Contributions.** The following contribution rate increases will apply to collective bargaining parties that adopt the Default Schedule, or upon whom the Default Schedule is imposed, beginning (1) the later of (a) the first day of the month after the ratification date of the Employer's CBA, and (b) the first day after the expiration date of the Employer's CBA if adopted, or (2) immediately upon imposition of the Default Schedule and continuing thereafter as follows. All remaining contribution increases will occur on the same schedule as described in this subsection.

<u>Effective Date of Increase</u>	<u>Percent Increase</u>
The effective date above	23.1%
July 1 of each subsequent year	18.8%
	15.8%
	13.6%
	12.0%
	10.7%
	9.7%
	8.8%
	8.1%
	7.5%
	7.0%
	6.5%
	6.1%

3. **Benefits.** Under this Schedule, benefits under the Plan will be reduced as follows effective as of the first day of the month following the imposition or adoption of this Schedule and subject to any required notice period.

- a. Benefit Accruals for Future Service. Monthly Future Service Benefits will continue to accrue based on the Plan, as it is currently in effect, based on the Employer contribution rate in effect on July 1, 2009 under the CBA between the Employer and the Union, but no less than the minimum accrual rate required by law.
- b. Elimination of: (1) all Adjustable Benefits, defined as the regular early retirement subsidy, lump sum death benefit, and optional forms of benefits, but excluding the unsubsidized 50% Spouse Option and 75% Spouse Option and the applicable automatic form for unmarried Participants; (2) lump sum death benefits; (3) disability benefits not yet in pay status under the Plan.

Schedule 2b
Default Schedule

1. Pursuant to Section 432(e)(1) of the Internal Revenue Code, this Default Schedule provides for those contribution increases that are necessary for the Fund to emerge from Critical Status by the end of its Rehabilitation Period, after future benefit accruals and adjustable benefits not protected from reduction by Section 411(d)(6) of the Internal Revenue Code have been reduced to the maximum extent permitted by law. This Default Schedule is intended to apply to the bargaining unit employees previously covered by an expired CBA if (1) the Union and Employer adopt the Default Schedule; or (2) the Union and Employer do not adopt the Current Benefit Schedule by the deadline required by law.

2. **Contributions.** The following contribution rate increases will apply to collective bargaining parties that adopt the Default Schedule, or upon whom the Default Schedule is imposed, beginning (1) the later of (a) the first day of the month after the ratification date of the Employer's CBA and (b) the first day of the month after the expiration date of the Employer's CBA, if adopted or (2) immediately upon imposition of the Default Schedule and continuing thereafter as follows. All remaining contribution increases will occur on the same schedule as described in this subsection.

<u>Effective Date of Increase</u>	<u>Percent Increase</u>
The effective date above	39.2%
July 1 of each subsequent year	28.2%
	22.0%
	18.0%
	15.3%
	13.2%
	11.7%
	10.5%
	9.5%
	8.7%
	8.0%
	7.4%
	6.9%

3. **Benefits.** Under this Schedule, benefits under the Plan will be reduced as follows effective as of the first day of the month following the imposition or adoption of this Schedule and subject to any required notice period.

- a. Benefit Accruals for Future Service. Monthly Future Service Benefits will continue to accrue based on the Plan, as it is currently in effect, based on the Employer contribution rate in effect on July 1, 2009 under the CBA between the Employer and the Union, but no less than the minimum accrual rate required by law.
- b. Elimination of: (1) all Adjustable Benefits, defined as the regular early retirement subsidy, lump sum death benefit, and optional forms of benefits, but excluding the unsubsidized 50% Spouse Option and 75% Spouse Option and the applicable automatic form for unmarried Participants, prospectively for accruals on or after the effective date of this Subsection 3; (2) lump sum death benefits; (3) disability benefits not yet in pay status under the Plan.

**Attachment to 2012 Schedule MB (Form 5500) for
Washington Meat Industry Pension Trust (EIN 91-6134141/PN 001)**

FOOTNOTES TO SCHEDULE MB

Line 3 All contributions are paid periodically throughout the year pursuant to collective bargaining agreements. Withdrawal liability payments of \$22,398 have been included. Amounts were obtained from a draft audit, excluding withdrawal liability payments expected to be made after year-end.

The Valuation was based on the assumption that the Plan was qualified for the year and on information supplied by the auditor with respect to contributions and assets and by the Fund Administrator with respect to the data required on participants.

Actuarial Status Certification as of July 1, 2012 under IRC Section 432 for the Washington Meat Industry Pension Trust

EIN 91-6134141/ PN 001

EXHIBIT VI
Documentation Regarding Scheduled Progress Under Rehabilitation Plan

Based on the Rehabilitation Plan in effect as of June 30, 2012, the applicable standard for July 1, 2012 was that the credit balance projected to June 30, 2013 would be at least \$0, using the plan provisions, assumptions/methods, and contribution levels that form the basis of this certification.

The Funding Standard Account Projections from this certification show a projected credit balance of \$19,265,786 as of June 30, 2013 and therefore demonstrate that this standard is met.

5209541v1/00253.010

Washington Meat Industry Pension Trust

EIN: 91-6134141

Plan Number: 001

FYE: June 30, 2013

Schedule R, line 13d - Collective Bargaining Agreement Expiration Date

<u>Albertsons</u> <u>20-4057706</u>	<u>Haggen</u> <u>91-0504583</u>	<u>Kroger</u> <u>dba Fred Meyer</u> <u>91-1826443</u>	<u>Kroger</u> <u>dba QFC</u> <u>91-1330075</u>	<u>Safeway</u> <u>94-3019135</u>
01/05/13	05/01/10	04/13/13	05/04/13	01/05/13
04/13/13	04/13/13	05/04/13	05/31/14	04/13/13
05/04/13	05/04/13	07/13/13		05/04/13
04/03/14	03/15/14	04/05/14		03/15/14
05/31/14	04/05/14			04/05/14
				05/31/14
				01/31/15

FYE: June 30, 2013[illegible]

FYE: June 30, 2013

Schedule of Reportable Transactions, Form 5500, Schedule H, Line 4j

[illegible]

WA MEAT INDUSTRY PEN TRUST

SCHEDULE H, LINE 4J - SCHEDULE OF REPORTABLE TRANSACTIONS - SERIES

BEGINNING NET ASSET VALUE: 257,735,253.04

5% OF ASSET VALUE: 12,886,762.65

(A) IDENTITY OF PARTY	(B) DESCRIPTION OF ASSET	RATE	MAT DATE					
#PUR (C) PURCHASE PRICE	#SALE (D) SELLING PRICE	(F) EXPENSES INCURRED	(G) COST OF ASSET	#TOTAL	(H) CURR VALUE	(I) GAIN/LOSS		

INTEREST BEARING CASH

8611249M9	STATE STREET BANK + TRUST CO	1.000	12/31/2030					
292	81,474,390.78	143	82,923,045.11	0.00	82,923,045.11	435	164,397,435.89	0.00

INTEREST BEARING CASH TOTALS

292	81,474,390.78	143	82,923,045.11	0.00	82,923,045.11	435	164,397,435.89	0.00
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WA MEAT INDUSTRY PEN TRUST

SCHEDULE H, LINE 4J - SCHEDULE OF REPORTABLE TRANSACTIONS - SERIES

BEGINNING NET ASSET VALUE: 257,735,253.04

5% OF ASSET VALUE: 12,886,762.65

(A)	IDENTITY OF PARTY	(B)	DESCRIPTION OF ASSET	RATE	MAT DATE				
#PUR	(C) PURCHASE PRICE	#SALE	(D) SELLING PRICE	(F) EXPENSES INCURRED	(G) COST OF ASSET	#TOTAL	(H) CURR VALUE	(I) GAIN/LOSS	

PARTN./JOINT VENTURE INTERESTS									

ACI02IFM9	FIRST QUADRANT BETA FUND LTD								
2	18,000,000.00	0	0.00	0.00	0.00	2	18,000,000.00	0.00	
PARTN./JOINT VENTURE INTERESTS TOTALS									

2	18,000,000.00	0	0.00	0.00	0.00	2	18,000,000.00	0.00	

WA MEAT INDUSTRY PEN TRUST

SCHEDULE H, LINE 4J - SCHEDULE OF REPORTABLE TRANSACTIONS - SERIES

BEGINNING NET ASSET VALUE: 257,735,253.04

5% OF ASSET VALUE: 12,886,762.65

(A) IDENTITY OF PARTY	(B) DESCRIPTION OF ASSET	RATE	MAT DATE					
#PUR (C) PURCHASE PRICE	#SALE (D) SELLING PRICE	(F) EXPENSES INCURRED	(G) COST OF ASSET	#TOTAL	(H) CURR VALUE	(I) GAIN/LOSS		

COMMON/COLLECTIVE TRUSTS								

58899R946	MELLON EB GLOBAL ALPHA 1 FUND							
0	0.00	3	49,000,000.00	0.00	32,986,319.92	3	49,000,000.00	16,013,680.08
880210984	TEMPLETON INTL FOREIGN FD							
0	0.00	6	31,250,000.00	0.00	9,574,716.35	6	31,250,000.00	21,675,283.65
COMMON/COLLECTIVE TRUSTS TOTALS								

0	0.00	9	80,250,000.00	0.00	42,561,036.27	9	80,250,000.00	37,688,963.73

WA MEAT INDUSTRY PEN TRUST

PLAN YEAR ENDING: 06/30/13

SCHEDULE H, LINE 4J - SCHEDULE OF REPORTABLE TRANSACTIONS - SERIES

BEGINNING NET ASSET VALUE: 257,735,253.04
5% OF ASSET VALUE: 12,886,762.65

(A) IDENTITY OF PARTY	(B) DESCRIPTION OF ASSET	RATE	MAT DATE						
#PUR (C) PURCHASE PRICE	#SALE (D) SELLING PRICE	(F) EXPENSES INCURRED	(G) COST OF ASSET	#TOTAL	(H) CURR VALUE	(I) GAIN/LOSS			

REGISTERED INVESTMENT COMPANY									

03999J964	AQR GLOBAL RISK PREMIUM								
2	18,000,000.00	0	0.00	0.00	0.00	2	18,000,000.00	0.00	
256210105	DODGE + COX INCOME FUND								
7	17,694,403.27	1	750,000.00	0.00	749,740.41	8	18,444,403.27	259.59	
362008310	GMO BENCHMARK FREE ALLOCATION								
1	19,000,000.00	0	0.00	0.00	0.00	1	19,000,000.00	0.00	
693390700	PIMCO TOTAL RETURN FUND								
22	17,472,737.38	6	15,168,683.79	0.00	14,918,453.13	28	32,641,421.17	250,230.66	
72201W337	PIMCO INFLATION RESPONSE MULTI								
6	38,693,077.56	0	0.00	0.00	0.00	6	38,693,077.56	0.00	
REGISTERED INVESTMENT COMPANY TOTALS									

38	110,860,218.21	7	15,918,683.79	0.00	15,668,193.54	45	126,778,902.00	250,490.25	

SCHEDULE H, LINE 4J - SCHEDULE OF REPORTABLE TRANSACTIONS - SINGLE

BEGINNING NET ASSET VALUE:257,735,253.04

5% OF ASSET VALUE:12,886,762.65

(A) IDENTITY OF PARTY	(B) DESCRIPTION OF ASSET	RATE	MAT DATE			
(C) PURCHASE PRICE	(D) SELLING PRICE	(F) EXPENSES INCURRED	(G) COST OF ASSET	(H) CURR VALUE	(I) GAIN/LOSS	
INTEREST BEARING CASH						
8611249M9	STATE STREET BANK + TRUST CO	1.000	12/31/2030			
15,000,000.00		0.00		0.00	15,000,000.00	0.00
8611249M9	STATE STREET BANK + TRUST CO	1.000	12/31/2030			
	24,000,000.00	0.00		24,000,000.00	24,000,000.00	0.00
8611249M9	STATE STREET BANK + TRUST CO	1.000	12/31/2030			
21,000,000.00		0.00		0.00	21,000,000.00	0.00
8611249M9	STATE STREET BANK + TRUST CO	1.000	12/31/2030			
	21,000,000.00	0.00		21,000,000.00	21,000,000.00	0.00
INTEREST BEARING CASH TOTALS						
		0.00		45,000,000.00	81,000,000.00	0.00

SCHEDULE H, LINE 4J - SCHEDULE OF REPORTABLE TRANSACTIONS - SINGLE

BEGINNING NET ASSET VALUE:257,735,253.04

5% OF ASSET VALUE:12,886,762.65

(A) IDENTITY OF PARTY	(B) DESCRIPTION OF ASSET	RATE	MAT DATE			
(C) PURCHASE PRICE	(D) SELLING PRICE	(F) EXPENSES INCURRED	(G) COST OF ASSET	(H) CURR VALUE	(I) GAIN/LOSS	
COMMON/COLLECTIVE TRUSTS						
58899R946	MELLON EB GLOBAL ALPHA 1 FUND					
	15,000,000.00	0.00	10,444,320.66	15,000,000.00	4,555,679.34	
58899R946	MELLON EB GLOBAL ALPHA 1 FUND					
	15,000,000.00	0.00	10,618,439.15	15,000,000.00	4,381,560.85	
58899R946	MELLON EB GLOBAL ALPHA 1 FUND					
	19,000,000.00	0.00	11,923,560.11	19,000,000.00	7,076,439.89	
880210984	TEMPLETON INTL FOREIGN FD					
	13,000,000.00	0.00	4,028,547.03	13,000,000.00	8,971,452.97	
880210984	TEMPLETON INTL FOREIGN FD					
	13,000,000.00	0.00	3,995,045.89	13,000,000.00	9,004,954.11	
COMMON/COLLECTIVE TRUSTS TOTALS						
		0.00	41,009,912.84	75,000,000.00	33,990,087.16	

SCHEDULE H, LINE 4J - SCHEDULE OF REPORTABLE TRANSACTIONS - SINGLE

BEGINNING NET ASSET VALUE:257,735,253.04

5% OF ASSET VALUE:12,886,762.65

(A) IDENTITY OF PARTY	(B) DESCRIPTION OF ASSET	RATE	MAT DATE			
(C) PURCHASE PRICE	(D) SELLING PRICE	(F) EXPENSES INCURRED	(G) COST OF ASSET	(H) CURR VALUE	(I) GAIN/LOSS	
REGISTERED INVESTMENT COMPANY						
362008310	GM0 BENCHMARK FREE ALLOCATION					
19,000,000.00		0.00	0.00	19,000,000.00	0.00	
72201W337	PIMCO INFLATION RESPONSE MULTI					
19,000,000.00		0.00	0.00	19,000,000.00	0.00	
72201W337	PIMCO INFLATION RESPONSE MULTI					
19,000,000.00		0.00	0.00	19,000,000.00	0.00	
REGISTERED INVESTMENT COMPANY TOTALS						
		0.00	0.00	57,000,000.00	0.00	

SCHEDULE MB (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation</small>	Multiemployer Defined Benefit Plan and Certain Money Purchase 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 2012 This Form is Open to Public Inspection
For calendar plan year 2012 or fiscal plan year beginning <u>07/01/2012</u> and ending <u>06/30/2013</u>		

▶ **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 WASHINGTON MEAT INDUSTRY PENSION TRUST	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 80%;">B Three-digit plan number (PN) ▶</td> <td style="width: 20%; text-align: center;">001</td> </tr> </table>	B Three-digit plan number (PN) ▶	001
B Three-digit plan number (PN) ▶	001		
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF BOARD OF TRUSTEES OF THE WASHINGTON MEAT INDUSTRY	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 80%;">D Employer Identification Number (EIN)</td> <td style="width: 20%; text-align: center;">91-6134141</td> </tr> </table>	D Employer Identification Number (EIN)	91-6134141
D Employer Identification Number (EIN)	91-6134141		

E Type of plan: (1) ☒ Multiemployer Defined Benefit (2) ☐ Money Purchase (see instructions)

1a Enter the valuation date: Month <u>07</u> Day <u>01</u> Year <u>2012</u>		
b Assets		
(1) Current value of assets	1b(1)	268571554
(2) Actuarial value of assets for funding standard account	1b(2)	322285865
c (1) Accrued liability for plan using immediate gain methods	1c(1)	517714974
(2) Information for plans using spread gain methods:		
(a) Unfunded liability for methods with bases	1c(2)(a)	
(b) Accrued liability under entry age normal method	1c(2)(b)	
(c) Normal cost under entry age normal method	1c(2)(c)	
(3) Accrued liability under unit credit cost method	1c(3)	512998546
d Information on current liabilities of the plan:		
(1) Amount excluded from current liability attributable to pre-participation service (see instructions)	1d(1)	
(2) "RPA '94" information:		
(a) Current liability	1d(2)(a)	740869619
(b) Expected increase in current liability due to benefits accruing during the plan year	1d(2)(b)	2555165
(c) Expected release from "RPA '94" current liability for the plan year	1d(2)(c)	38874460
(3) Expected plan disbursements for the plan year	1d(3)	39724460

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	PAUL C. POON <i>per</i> _____ Signature of actuary PAUL C. POON, ASA, MAAA _____ Type or print name of actuary THE SEGAL COMPANY _____ Firm name 100 MONTGOMERY STREET, SUITE 500 _____ SAN FRANCISCO CA 94104-4308 _____ Address of the firm	01/21/2014 _____ Date 1106069 _____ Most recent enrollment number 415-263-8200 _____ Telephone number (including area code)
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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 ☐

2 Operational information as of beginning of this plan year:

a Current value of assets (see instructions)	2a	268571554
b "RPA '94" current liability/participant count breakdown:	(1) Number of participants	(2) Current liability
(1) For retired participants and beneficiaries receiving payment	3523	469771059
(2) For terminated vested participants	2373	96328259
(3) For active participants:		
(a) Non-vested benefits		25228503
(b) Vested benefits		149541798
(c) Total active	2997	174770301
(4) Total	8893	740869619
c If the percentage resulting from dividing line 2a by line 2b(4), column (2), is less than 70%, enter such percentage	2c	36.25%

3 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
	9562559	0			
Totals ▶			3(b)	9562559	3(c) 0

4 Information on plan status:

a Enter code to indicate plan's status (see instructions for attachment of supporting evidence of plan's status). If code is "N," go to item 5.	4a	C
b Funded percentage for monitoring plan's status (line 1b(2) divided by line 1c(3))	4b	62.8%
c Is the plan making the scheduled progress under any applicable funding improvement or rehabilitation plan?		☒ Yes ☐ No
d If the plan is in critical status, were any adjustable benefits reduced?		☐ Yes ☒ No
e If line d is "Yes," enter the reduction in liability resulting from the reduction in adjustable benefits, measured as of the valuation date	4e	

5 Actuarial cost method used as the basis for this plan year's funding standard account computations (check all that apply):

a ☐ Attained age normal	b ☒ Entry age normal	c ☐ Accrued benefit (unit credit)	d ☐ Aggregate
e ☐ Frozen initial liability	f ☐ Individual level premium	g ☐ Individual aggregate	h ☐ Shortfall
i ☐ Reorganization	j ☐ Other (specify):		

k If box h is checked, enter period of use of shortfall method	5k	
l Has a change been made in funding method for this plan year?		☐ Yes ☒ No
m If line l is "Yes," was the change made pursuant to Revenue Procedure 2000-40 or other automatic approval?		☐ Yes ☐ No
n If line l is "Yes," and line m is "No," enter the date (MM-DD-YYYY) of the ruling letter (individual or class) approving the change in funding method	5n	

6 Checklist of certain actuarial assumptions:

a Interest rate for "RPA '94" current liability	6a	4.02%
b Rates specified in insurance or annuity contracts	<div style="display: flex; justify-content: space-around;"> ☐ Yes ☐ No ☒ N/A ☐ Yes ☐ No ☒ N/A </div>	
c Mortality table code for valuation purposes:		
(1) Males	6c(1)	A A
(2) Females	6c(2)	A A
d Valuation liability interest rate	6d	7.25% 7.25%
e Expense loading	6e	80.8% ☐ N/A % ☒ N/A
f Salary scale	6f	% ☒ N/A
g Estimated investment return on actuarial value of assets for year ending on the valuation date	6g	-2.0%
h Estimated investment return on current value of assets for year ending on the valuation date	6h	-2.8%

7 New amortization bases established in the current plan year:

(1) Type of base	(2) Initial balance	(3) Amortization Charge/Credit
1	32912806	3422768

8 Miscellaneous information:

a If a waiver of a funding deficiency has been approved for this plan year, enter the date (MM-DD-YYYY) of the ruling letter granting the approval	8a	
b Is the plan required to provide a Schedule of Active Participant Data? (See the instructions.) If "Yes," attach schedule.	☒ Yes ☐ No	
c Are any of the plan's amortization bases operating under an extension of time under section 412(e) (as in effect prior to 2008) or section 431(d) of the Code?	☐ Yes ☒ No	
d If line c is "Yes," provide the following additional information:		
(1) Was an extension granted automatic approval under section 431(d)(1) of the Code?	☐ Yes ☐ No	
(2) If line (1) is "Yes," enter the number of years by which the amortization period was extended	8d(2)	
(3) Was an extension approved by the Internal Revenue Service under section 412(e) (as in effect prior to 2008) or 431(d)(2) of the Code?	☐ Yes ☐ No	
(4) If line (3) is "Yes," enter number of years by which the amortization period was extended (not including the number of years in line (2))	8d(4)	
(5) If line (3) is "Yes," enter the date of the ruling letter approving the extension	8d(5)	
(6) If line (3) is "Yes," is the amortization base eligible for amortization using interest rates applicable under section 6621(b) of the Code for years beginning after 2007?	☐ Yes ☐ No	
e If box 5h is checked or line 8c is "Yes," enter the difference between the minimum required contribution for the year and the minimum that would have been required without using the shortfall method or extending the amortization base(s)	8e	

9 Funding standard account statement for this plan year:**Charges to funding standard account:**

a Prior year funding deficiency, if any	9a	0
b Employer's normal cost for plan year as of valuation date	9b	1831163
c Amortization charges as of valuation date:	Outstanding balance	
(1) All bases except funding waivers and certain bases for which the amortization period has been extended	9c(1)	361277515
(2) Funding waivers	9c(2)	0
(3) Certain bases for which the amortization period has been extended	9c(3)	0
d Interest as applicable on lines 9a, 9b, and 9c	9d	3587746
e Total charges. Add lines 9a through 9d	9e	53073894

Credits to funding standard account:

f Prior year credit balance, if any	9f	28185637
g Employer contributions. Total from column (b) of line 3	9g	9562559
	Outstanding balance	
h Amortization credits as of valuation date	9h	137662769
i Interest as applicable to end of plan year on lines 9f, 9g, and 9h	9i	4578257
j Full funding limitation (FFL) and credits:		
(1) ERISA FFL (accrued liability FFL)	9j(1)	299399336
(2) "RPA '94" override (90% current liability FFL)	9j(2)	355799118
(3) FFL credit	9j(3)	0
k (1) Waived funding deficiency	9k(1)	0
(2) Other credits	9k(2)	0
l Total credits. Add lines 9f through 9i, 9j(3), 9k(1), and 9k(2)	9l	72507912
m Credit balance: If line 9l is greater than line 9e, enter the difference	9m	19434018
n Funding deficiency: If line 9e is greater than line 9l, enter the difference	9n	
o Current year's accumulated reconciliation account:		
(1) Due to waived funding deficiency accumulated prior to the 2011 plan year	9o(1)	0
(2) Due to amortization bases extended and amortized using the interest rate under section 6621(b) of the Code:		
(a) Reconciliation outstanding balance as of valuation date	9o(2)(a)	0
(b) Reconciliation amount (line 9c(3) balance minus line 9o(2)(a))	9o(2)(b)	0
(3) Total as of valuation date	9o(3)	0

10 Contribution necessary to avoid an accumulated funding deficiency. (See instructions.)	10	
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11 Has a change been made in the actuarial assumptions for the current plan year? If "Yes," see instructions.	☒ Yes ☐ No
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