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).

▶ **Complete all entries in accordance with the instructions to the Form 5500.**

OMB Nos. 1210-0110
1210-0089

2014

This Form is Open to Public Inspection

Part I Annual Report Identification Information

For calendar plan year 2014 or fiscal plan year beginning 01/01/2014 and ending 12/31/2014

A This return/report is for:
- [ ] a multiemployer plan;
- [ ] a multiple-employer plan (Filers checking this box must attach a list of participating employer information in accordance with the form instructions); or
- [X] 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. . . . . ▶ [X]

D Check box if filing under:
- [X] Form 5558;
- [ ] automatic extension;
- [ ] the DFVC program;
- [ ] special extension (enter description)

Part II Basic Plan Information—enter all requested information

1a Name of plan
PSK DBA FOODTOWN UNION 401(K) PLAN

1b Three-digit plan number (PN) ▶ 002

1c Effective date of plan 10/04/2007

2a Plan sponsor's name and address; include room or suite number (employer, if for a single-employer plan)
PSK SUPERMARKETS, INC.

444 S. FULTON AVENUE
MT. VERNON, NY 10553

2b Employer Identification Number (EIN)
13-2669740

2c Plan Sponsor's telephone number
914-667-6400

2d Business code (see instructions)
445110

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.	10/08/2015	MAUREEN DUGGAN
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

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 [X] Same as Plan Sponsor	**3b**	Administrator's EIN
		3c	Administrator's telephone number
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:	**4b**	EIN
a	Sponsor's name	**4c**	PN

5	Total number of participants at the beginning of the plan year	**5**	590
6	Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines **6a(1), 6a(2), 6b, 6c,** and **6d**).		
a(1)	Total number of active participants at the beginning of the plan year	**6a(1)**	587
a(2)	Total number of active participants at the end of the plan year	**6a(2)**	521
b	Retired or separated participants receiving benefits	**6b**	0
c	Other retired or separated participants entitled to future benefits	**6c**	7
d	Subtotal. Add lines **6a(2)**, **6b**, and **6c**.	**6d**	528
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.	**6e**	0
f	Total. Add lines **6d** and **6e**.	**6f**	528
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	116
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	3
7	Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions:
2F 2G 2J 2K 2T 3D 3H

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)		**9b** Plan benefit arrangement (check all that apply)	
(1)	[ ] Insurance	**(1)**	[ ] Insurance
(2)	[ ] Code section 412(e)(3) insurance contracts	**(2)**	[ ] Code section 412(e)(3) insurance contracts
(3)	[X] Trust	**(3)**	[X] Trust
(4)	[ ] General assets of the sponsor	**(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)** [X] **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)** [X] **H** (Financial Information)
- **(2)** [ ] **I** (Financial Information – Small Plan)
- **(3)** [ ] ___ **A** (Insurance Information)
- **(4)** [X] **C** (Service Provider Information)
- **(5)** [ ] **D** (DFE/Participating Plan Information)
- **(6)** [ ] **G** (Financial Transaction Schedules)

Part III Form M-1 Compliance Information (to be completed by welfare benefit plans)

11a If the plan provides welfare benefits, was the plan subject to the Form M-1 filing requirements during the plan year? (See instructions and 29 CFR 2520.101-2.) .....…… ☐ Yes ☐ No

If "Yes" is checked, complete lines 11b and 11c.

11b Is the plan currently in compliance with the Form M-1 filing requirements? (See instructions and 29 CFR 2520.101-2.) ……..... ☐ Yes ☐ No

11c Enter the Receipt Confirmation Code for the 2014 Form M-1 annual report. If the plan was not required to file the 2014 Form M-1 annual report, enter the Receipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure to enter a valid Receipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.)

Receipt Confirmation Code_____

SCHEDULE C (Form 5500)	Service Provider Information	OMB No. 1210-0110
Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	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.**	**2014** **This Form is Open to Public Inspection.**

For calendar plan year 2014 or fiscal plan year beginning 01/01/2014 and ending 12/31/2014

A Name of plan	**B** Three-digit plan number (PN) ▶
PSK DBA FOODTOWN UNION 401(K) PLAN	002

C Plan sponsor's name as shown on line 2a of Form 5500	**D** Employer Identification Number (EIN)
PSK SUPERMARKETS, INC.	13-2669740

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).. . . . . [X] 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

FIDELITY INVESTMENTS INSTITUTIONAL

04-2647786

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

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

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

FIDELITY INVESTMENTS INSTITUTIONAL

04-2647786

(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?
37 60 64 65	RECORDKEEPER	4070	Yes [X] No [ ]	Yes [X] No [ ]	0	Yes [X] 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 [ ]

(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 [ ]

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)

(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 ☐

(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 ☐

(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
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
COL/ACORN SELECT Z - COLUMBIA MGT P.O. BOX 8081 BOSTON, MA 02266	0.40%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
LOOMIS SM CAP VAL R - BOSTON FINAN P.O. BOX 8480 BOSTON, MA 02266	0.40%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

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Part III Termination Information on Accountants and Enrolled Actuaries (see instructions)

(complete as many entries as needed)

a Name: LISS, OKUN & ASSOCIATES, CPA'S P.C

b EIN: 11-3091272

c Position: AUDITOR

d Address: 99 CUTTERMILL ROAD, SUITE 422N
GREAT NECK, NY 11021

e Telephone: 516-470-9191

Explanation: CHANGE OF ACCOUNTING FIRM

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 H (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Financial Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2014

This Form is Open to Public Inspection

For calendar plan year 2014 or fiscal plan year beginning 01/01/2014 and ending 12/31/2014

A Name of plan
PSK DBA FOODTOWN UNION 401(K) PLAN

B Three-digit plan number (PN) ▶ 002

C Plan sponsor's name as shown on line 2a of Form 5500
PSK SUPERMARKETS, INC.

D Employer Identification Number (EIN)
13-2669740

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	0	0
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	0	0
(2) Participant contributions	1b(2)	0	0
(3) Other	1b(3)	0	0
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	235605	272391
(2) U.S. Government securities	1c(2)	0	0
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)	0	0
(B) All other	1c(3)(B)	0	0
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)	0	0
(B) Common	1c(4)(B)	0	0
(5) Partnership/joint venture interests	1c(5)	0	0
(6) Real estate (other than employer real property)	1c(6)	0	0
(7) Loans (other than to participants)	1c(7)	0	0
(8) Participant loans	1c(8)	297000	264685
(9) Value of interest in common/collective trusts	1c(9)	0	0
(10) Value of interest in pooled separate accounts	1c(10)	0	0
(11) Value of interest in master trust investment accounts	1c(11)	0	0
(12) Value of interest in 103-12 investment entities	1c(12)	0	0
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	2867178	3504112
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)	0	0

		(a) Beginning of Year	(b) End of Year
1d Employer-related investments:			
(1) Employer securities	1d(1)	0	0
(2) Employer real property	1d(2)	0	0
e Buildings and other property used in plan operation	1e	0	0
f Total assets (add all amounts in lines 1a through 1e)	1f	3399783	4041188
Liabilities			
g Benefit claims payable	1g	0	0
h Operating payables	1h	0	0
i Acquisition indebtedness	1i	0	0
j Other liabilities	1j	0	0
k Total liabilities (add all amounts in lines 1g through1j)	1k	0	0
Net Assets			
l Net assets (subtract line 1k from line 1f)	1l	3399783	4041188

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)	102511	
(B) Participants	2a(1)(B)	531840	
(C) Others (including rollovers)	2a(1)(C)	0	
(2) Noncash contributions	2a(2)	0	
(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		634351
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	25	
(B) U.S. Government securities	2b(1)(B)	0	
(C) Corporate debt instruments	2b(1)(C)	0	
(D) Loans (other than to participants)	2b(1)(D)	0	
(E) Participant loans	2b(1)(E)	12251	
(F) Other	2b(1)(F)	0	
(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		12276
(2) Dividends: **(A)** Preferred stock	2b(2)(A)	0	
(B) Common stock	2b(2)(B)	0	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	223196	
(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		223196
(3) Rents	2b(3)		0
(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)	0	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	0	
(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		0
(5) Unrealized appreciation (depreciation) of assets: **(A)** Real estate	2b(5)(A)	0	
(B) Other	2b(5)(B)	0	
(C) Total unrealized appreciation of assets. Add lines **2b(5)(A)** and **(B)**	2b(5)(C)		0

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		0
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		0
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		0
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		0
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		-21049
c Other income	2c		0
d Total income. Add all **income** amounts in column (b) and enter total	2d		848774
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	166466	
(2) To insurance carriers for the provision of benefits	2e(2)	0	
(3) Other	2e(3)	0	
(4) Total benefit payments. Add lines **2e(1)** through **(3)**	2e(4)		166466
f Corrective distributions (see instructions)	2f		58
g Certain deemed distributions of participant loans (see instructions)	2g		36775
h Interest expense	2h		0
i Administrative expenses: **(1)** Professional fees	2i(1)	0	
(2) Contract administrator fees	2i(2)	0	
(3) Investment advisory and management fees	2i(3)	0	
(4) Other	2i(4)	4070	
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		4070
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		207369
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		641405
l Transfers of assets:			
(1) To this plan	2l(1)		0
(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)** [X] Disclaimer **(4)** [ ] Adverse

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

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

(1) Name: JANOVER LLC **(2)** EIN: 11-3258497

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:

		Yes	No	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)	4a		X	
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)	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.)	4c		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.)	4d		X	
e	Was this plan covered by a fidelity bond?	4e	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?	4f		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?	4g		X	
h	Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	4h		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.)	4i	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.)	4j		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?	4k		X	
l	Has the plan failed to provide any benefit when due under the plan?	4l		X	
m	If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m		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.	4n		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)

5c If the plan is a defined benefit plan, is it covered under the PBGC insurance program (see ERISA section 4021)? ..... ☐ Yes ☐ No ☐ Not determined

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

2014

This Form is Open to Public Inspection.

For calendar plan year 2014 or fiscal plan year beginning 01/01/2014 and ending 12/31/2014

A Name of plan
PSK DBA FOODTOWN UNION 401(K) PLAN

B Three-digit plan number (PN) ▶ 002

C Plan sponsor's name as shown on line 2a of Form 5500
PSK SUPERMARKETS, INC.

D Employer Identification Number (EIN)
13-2669740

Part I Distributions

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

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions **1**

2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits):

EIN(s): 04-6568107

Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.

3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year **3**

Part II Funding Information (If the plan is not subject to the minimum funding requirements of section of 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**

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

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

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

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

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

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

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

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

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

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

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

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

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete 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**	
b The plan year immediately preceding the current plan year	**14b**	
c The second preceding plan year	**14c**	

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

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

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

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

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

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

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

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

a Enter the percentage of plan assets held as:
Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____%

b Provide the average duration of the combined investment-grade and high-yield debt:
☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

c What duration measure was used to calculate line 19(b)?
☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify):

PSK DBA
FOODTOWN UNION
401(K) PLAN

Financial Statements

December 31, 2014

PSK DBA FOODTOWN UNION 401(K) PLAN

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JANOVER LLC
Certified Public Accountants • Advisors

Independent Auditors' Report

To the Plan Administrator and Participants of
PSK dba Foodtown Union 401(k) Plan:

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of PSK dba Foodtown Union 401(k) Plan (the "Plan"), which comprise the statement of net assets available for benefits as of December 31, 2014, and the related statement of changes in net assets available for benefits for the year 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; this 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.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audit in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 9, which was certified by Fidelity Management Trust Company, the trustee of the Plan, except for comparing the information with the related information included in the financial statements and supplemental information. We have been informed by the Plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The Plan administrator has obtained a certification from the trustee as of and for the year ended December 31, 2014, that the information provided to the Plan administrator by the trustee is complete and accurate.

Disclaimer of Opinion

Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient, appropriate audit evidence to provide a basis for an audit opinion on the 2014 financial statements. Accordingly, we do not express an opinion on the 2014 financial statements referred to in the first paragraph.

Other Matter - Supplemental Information

The supplemental information, *Schedule H, Line 4i - Schedule of Assets (Held at End of Year)* as of year ended December 31, 2014, is required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and is presented for the purpose of additional analysis and is not a required part of the financial statements. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on the supplemental information referred to above.

Other Matter - 2013 Financial Statements

The financial statements of the Plan as of December 31, 2013, were audited by Liss, Okun and Associates, CPA's, P.C. As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 ("ERISA"), the Plan administrator instructed Liss, Okun and Associates, CPA's, P.C. not to perform, and they did not perform, any auditing procedures with respect to the information certified by Fidelity Management Trust Company, the trustee of the Plan. Their report, dated June 23, 2014, indicated that (a) because of the significance of the information that they did not audit, they were unable to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion and accordingly, they did not express an opinion on the financial statements and (b) the form and content of the information included in the financial statements other than that derived from the information certified by the trustee, were presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

Report on Form and Content in Compliance with DOL Rules and Regulations 2014

The form and content of the information included in the 2014 financial statements and supplemental information, other than that derived from the information certified by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

Jonover LLC

Garden City, New York
October 6, 2015

PSK DBA FOODTOWN UNION 401(K) PLAN

Statements of Net Assets Available for Benefits

December 31,	*2014*	*2013*
Assets		
Investments at fair value:		
Money market funds	$ 272,391	$ 235,605
Mutual funds	3,504,112	2,867,178
Total investments at fair value	3,776,503	3,102,783
Receivables:		
Notes receivable from participants	264,685	297,000
Total assets	4,041,188	3,399,783
Liabilities	-	-
Net assets available for benefits	$ 4,041,188	$ 3,399,783

The accompanying notes are an integral part of the financial statements.

PSK DBA FOODTOWN UNION 401(K) PLAN

Statement of Changes in Net Assets Available for Benefits

For the Year Ended December 31, 2014

Additions:		
Investment income:		
Interest and dividends	$	223,221
Net depreciation in fair value of investments		(21,049)
Total investment income		202,172
Interest income on notes receivable from participants		12,251
Contributions:		
Employer		102,511
Participants		531,840
		634,351
Total additions		848,774
Deductions:		
Benefits paid to participants		203,299
Administrative expenses		4,070
Total deductions		207,369
Net increase		641,405
Net assets available for benefits:		
Beginning of year		3,399,783
End of year	$	4,041,188

The accompanying notes are an integral part of the financial statements.

1. Plan Description

The following is a brief description of the PSK dba Foodtown Union 401(k) Plan (the "Plan") and provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

General – The Plan is a participant directed defined contribution plan established on October 4, 2007 covering all full-time employees who are members of Retail, Wholesale and Chain Store Food Employees Local 338 of PSK Supermarkets, Inc. (the "Company"). With no age requirement, employees who have completed three months of service are eligible to participate. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA"). Various amendments have been made to the Plan since October 4, 2007 with the most recent amendment became effective on January 12, 2015.

Contributions – Each year, participants may contribute regular, catch-up, and additional contributions, as defined in the Plan. Participants who have attained age 50 before the end of the Plan year are eligible to make catch-up contributions. The total amount of these contributions may not exceed 90 percent of eligible annual pre-tax compensation. Participants may also contribute amounts representing distributions from other qualified defined benefit or defined contribution plans ("rollover contributions") except for rollover of designated Roth contributions. Participants direct the investment of their contributions into various investment options offered by the Plan. The Plan currently offers money market and various mutual funds as investment options for participants. Participant contributions were $531,840 for the year ended December 31, 2014. There were no rollover contributions for the 2014 Plan year.

The Company makes non-discretionary matching contributions in an amount equal to 50 percent of participants' contributions, up to four percent of eligible compensation as the deferral amounts. Total employer contribution was $102,511 for the year ended December 31, 2014. The Company may make contributions designated as "qualified non-elective contributions" to help the Plan pass one or more annually required Internal Revenue Code ("IRC") nondiscrimination tests. The Company did not make any qualified non-elective contributions for the year ended December 31, 2014. Total contributions are subject to, and may be limited by, annual limitations established by the IRC.

Participant accounts – Each participant's account is credited with (a) the participant's contribution, (b) the participant's account earnings and (c) an allocation of the Company contribution, if any. Each participant's account is charged with (a) an allocation of administrative expenses, and (b) participant's account losses. Allocations are based on participant earnings, account balances, or specific participant transactions, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

1. Plan Description *(continued)*

Vesting – Participants are immediately 100 percent vested in their contributions plus actual earnings thereon. Vesting in the Company's contribution portion of their accounts is based on years of continuous service. A participant is 100 percent vested in qualified non-elective contributions. The following table illustrates the percentage of Company contributions that an employee is entitled to base on the number of years of service:

Years of Service	Vesting Percentage
Less than 1	0%
1	20%
2	40%
3	60%
4	80%
5	100%

Notes receivable from participants – Participants may borrow from their fund accounts a minimum of $1,000 and up to a maximum equal to the lesser of $50,000 or 50 percent of their vested account balance reduced by the highest outstanding loan balance in the participant's account during the prior twelve month period. The participant may only have one loan outstanding at any given time. The loan is secured by the balance in the participant's account and bears interest at rates that are commensurate with local prevailing rates, as determined by the Plan administrator. The interest rate remains fixed throughout the duration of the loan. Principal and interest is paid in level payments through payroll deductions on at least a quarterly basis over a maximum of five year period unless it is for the purchase of the participant's principal residence, the loan repayment period may not extend beyond ten years from the date of loan. As of December 31, 2014 and 2013, the amounts of notes receivable from participants were $264,685 and $297,000, respectively.

Payment of benefits – On termination of service due to death, disability or retirement, the Plan participant or the Plan participant's beneficiary may elect to receive either a lump-sum or other amount equal to the value of the participant's vested interest in his or her account. For termination of service for other reasons, a participant may receive the value of the vested interest in his or her account as a lump sum distribution.

Total benefits paid to participants for the year ended December 31, 2014 were $203,299, including $58 of corrective distributions made for 2013 Plan year and $36,775 of deemed distributions of participant loans in 2014.

1. Plan Description *(continued)*

Withdrawals – The Plan permits hardship and age 59-1/2 withdrawals. Hardship withdrawals of the participant's contributions may be made in the event the participant demonstrates financial need in accordance with the guidelines set by the Plan. Hardship withdrawals by Plan participants may be made upon written request to, and upon approval of, the Plan administrator. If approved, the distribution is limited to the amount necessary to meet the financial need created by the hardship. Participants who are 59-1/2 or older may request withdrawal of all or part of their vested account balances, subject to certain provisions as outlined in the Plan.

Forfeited accounts – At December 31, 2014, forfeited non-vested accounts totaled $1,345. These accounts may first be used to pay administrative expenses. Any remaining amounts will be used to reduce future employer contributions payable under the Plan.

2. Significant Accounting Policies

Basis of accounting – The financial statements of the Plan have been prepared in accordance with accounting principles generally accepted in the United States of America. The financial statements of the Plan are prepared under the accrual method of accounting except in participant benefit payments, which are recorded when paid. The Plan presents in the statement of changes in net assets available for benefits, the net appreciation (depreciation) in the fair value of its investments which consists of realized gains or losses and the unrealized appreciation (depreciation) of those investments.

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

Investment valuation and income recognition – The Plan's investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The Plan management determines the Plan's valuation policies utilizing information provided by the trustee. 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. Gains or losses on investment sales are determined on the basis of average cost. Net appreciation (depreciation) includes the Plan's gains and losses on investment bought and sold as well as held during the year.

2. Significant Accounting Policies *(continued)*

Notes receivable from participants – Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Interest income is recorded on the accrual basis. Related fees are recorded as administrative expenses and are expensed when they are incurred. Delinquent participant loans are reclassified as distributions based upon the terms of the Plan document.

Excess contributions payable – Amounts payable to participants for contributions in excess of amounts allowed by the Internal Revenue Service ("IRS") are recorded as a liability with a corresponding reduction to contributions. As a result of the Average Deferral Percentage ("ADP") Test for the 2014 Plan year, the Plan distributed $745 of excess contribution and $12 of related earnings to the applicable participant on September 25, 2015. Since the corrective distribution was made after March 15, 2015, the Plan sponsor is liable for an excise tax. In addition, the Plan distributed $65 in 2015 to correct the failure of IRC 415 test for 2014 Plan year.

Payment of benefits – Benefits are recorded when paid.

Administrative expenses – Certain expenses of maintaining the Plan are paid by the Plan, unless otherwise paid by the Company. Expenses that are paid by the Company are excluded from these financial statements. Fees related to the administration of notes receivable from participants are charged directly to the participant's account and are included in administrative expenses. Investment related expenses are included in net appreciation (depreciation) of fair value of investments.

Reclassifications – Certain accounts in the prior year financial statements have been reclassified for comparative purposes to conform to the presentation in the current year financial statements. These reclassifications have no effect on previously reported income.

3. Fair Value Measurements

Financial Accounting Standards Board ("FASB") Accounting Standards Codification ("ASC") Topic 820, *Fair Value Measurements and Disclosures*, establishes a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements), and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy under FASB ASC 820 are described below:

3. Fair Value Measurements *(continued)*

Level 1		Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Plan has the ability to access.
Level 2		Inputs to the valuation methodology include: • Quoted prices for similar assets or liabilities in active markets. • Quoted prices for identical or similar assets or liabilities in inactive markets. • Inputs other than quoted prices that are observable for the asset or liability. • Inputs that are derived principally from or corroborated by observable marked data by correlation or other means.
Level 3		Inputs to the valuation methodology are unobservable.

If the asset or liability has a specified (contractual) term, the Level 2 input must be observable for substantially the full term of the asset or liability.

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

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2014 and 2013.

Money market account: Valued at amortized cost.

Mutual funds: Valued at the quoted net asset value (NAV) of shares held by the Plan at year end.

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

3. Fair Value Measurements *(continued)*

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2014:

	Level 1	Level 2	Level 3	Total
Money Market	$ 272,391	$ -	$ -	$ 272,391
Mutual Funds:				
Large Cap	466,314	-	-	466,314
Mid Cap	73,633	-	-	73,633
Small Cap	98,301	-	-	98,301
Balanced investments	2,708,877	-	-	2,708,877
Fixed income	52,011	-	-	52,011
International	86,007	-	-	86,007
Sector	18,969	-	-	18,969
	3,504,112	-	-	3,504,112
Total investments (at fair value)	$ 3,776,503	$ -	$ -	$ 3,776,503

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2013:

	Level 1	Level 2	Level 3	Total
Money Market	$ 235,605	$ -	$ -	$ 235,605
Mutual Funds:				
Large Cap	327,413	-	-	327,413
Mid Cap	52,088	-	-	52,088
Small Cap	51,377	-	-	51,377
Balanced investments	2,324,955	-	-	2,324,955
Fixed income	35,122	-	-	35,122
International	55,064	-	-	55,064
Sector	21,159	-	-	21,159
	2,867,178	-	-	2,867,178
Total investments (at fair value)	$ 3,102,783	$ -	$ -	$ 3,102,783

There were no transfers between the various levels.

4. Investments

The following presents investments that represent 5% or more of the Plan's net assets.

	For the Year Ended December 31,:	
	2014	2013
Fidelity Freedom 2025	$ 572,326	$ 474,933
Fidelity Freedom 2020	470,017	403,808
Fidelity Freedom 2015	328,335	306,699
Fidelity Freedom 2030	321,546	266,297
Fidelity Freedom 2040	316,304	239,857
Fidelity Freedom 2035	314,633	268,822
Fidelity Retirement Money Market	272,391	235,605
Fidelity Blue Chip Growth	237,032	-
Fidelity Freedom 2045	231,487	201,501

During 2014, the Plan's investments in mutual funds (including gains and losses on investments bought and sold, as well as held during the year) had depreciated in value by $21,049.

5. Party-in-Interest Transactions

Certain Plan investments are shares of mutual funds managed by Fidelity Investments Institutional Services Company, Inc., a wholly owned subsidiary of Fidelity Management & Research Company. Fidelity Management Trust Company, a subsidiary of Fidelity Management & Research Company, is the trustee as defined by the Plan and, therefore, these transactions qualify as party-in-interest transactions.

6. Plan Termination

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time, and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants would become 100 percent vested in their employer contributions. The net assets of the Plan, less any Plan expenses, would then be distributed to participants in accordance with the Plan provisions.

7. Tax Status

The IRS has determined and informed the Company by a letter dated March 31, 2014, that the Plan is designed in accordance with applicable sections of the IRC. Although the Plan has been amended since receiving the determination letter, the Plan administrator and the Plan's tax counsel believe that the Plan is designed, and is currently being operated, in compliance with the applicable requirements of the IRC and, therefore, believe that the Plan is qualified and is tax-exempt. Accordingly, no provision for income taxes has been included in the Plan's financial statements.

Accounting principles generally accepted in the United States of America require Plan management to evaluate tax positions taken by the plan and 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 IRS. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan administrator believes it is no longer subject to income tax examinations for years prior to 2011.

8. Risks and Uncertainties

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

9. Information Certified by Plan's Trustee

The Plan administrator has elected the method of compliance as permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

Accordingly, as permitted under such election, the Plan administrator instructed the Plan's independent auditor not to perform any auditing procedures with respect to the following information certified as complete and accurate by Fidelity Management Trust Company, the trustee, except for comparing such information certified by the trustee to information included in the Plan's financial statements and the attached supplemental information, *Schedule H, Line 4i - Schedule of Assets (Held at End of Year)*:

9. Information Certified by Plan's Trustee *(continued)*

	2014	2013
Investments	$ 3,776,503	$ 3,102,783
Notes receivable from participants	264,685	297,000
Interest and dividend income	235,472	137,761
Net realized and unrealized (depreciation) appreciation in fair value of investments	(21,049)	307,323

10. New Accounting Pronouncement

Accounting Standards Codification No. 962, "Plan Accounting – Defined Contribution Plans"

In July 2015, the FASB issued Accounting Standard Update ("ASU") 2015-12, "*Plan Accounting – Defined Contribution Plans*" to simplify employee benefit plan accounting. This three part amendment includes changes to the disclosure requirements for: fully benefit-responsive investment contracts, plan investments and measurement dates. Under the new amendment fully-benefit responsive investment contracts will be measured, presented and disclosed at contract value rather than fair value, detailed disclosures regarding plan investments will be reduced, and measurement dates will change for some plans. The amended guidance is effective for plan year's beginning after December 15, 2015. ASU 2015-12 is not expected to materially impact the Plan's current disclosures.

11. Subsequent Events

Management has evaluated events and transactions occurring after the statement of net assets available for benefits date and through the date of the independent auditors' report to determine whether any of these events or transactions was required to be recognized or disclosed in the financial statements. The date of the independent auditors' report is the date that the financial statements were available to be issued.

PSK DBA
FOODTOWN UNION
401(K) PLAN

Supplemental Information

December 31, 2014

PSK DBA FOODTOWN UNION 401(K) PLAN

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

December 31, 2014

EIN # 13-2669740
Plan # 002

(a)	(b) Identity of Issue, Borrower, Lessor or Similar Party	(c) Description of Investment	(e) Current Value
*	Fidelity Retirement Money Market	Money Market	$ 272,391
*	Fidelity Freedom 2025	Mutual Fund	572,326
*	Fidelity Freedom 2020	Mutual Fund	470,017
*	Fidelity Freedom 2015	Mutual Fund	328,335
*	Fidelity Freedom 2030	Mutual Fund	321,546
*	Fidelity Freedom 2040	Mutual Fund	316,304
*	Fidelity Freedom 2035	Mutual Fund	314,633
*	Fidelity Blue Chip Growth	Mutual Fund	237,032
*	Fidelity Freedom 2045	Mutual Fund	231,487
*	Fidelity Freedom 2050	Mutual Fund	99,032
*	Fidelity Small Cap Discovery	Mutual Fund	59,293
*	Fidelity International Discovery	Mutual Fund	57,459
*	Fidelity Large Cap Stock	Mutual Fund	50,582
*	Fidelity OTC Portfolio	Mutual Fund	43,572
*	Fidelity Small Cap Value	Mutual Fund	35,610
*	Fidelity Equity Dividend Income	Mutual Fund	33,169
*	Fidelity Investment Grade Bond	Mutual Fund	29,667
*	Fidelity Overseas	Mutual Fund	27,949
*	Fidelity Mid Cap Stock	Mutual Fund	25,122
*	Fidelity Freedom 2010	Mutual Fund	24,397
*	Fidelity Dividend Growth	Mutual Fund	22,424
*	Fidelity Spartan Total Market Index	Mutual Fund	21,505
*	Fidelity Value	Mutual Fund	18,994
*	Fidelity Real Estate Investment	Mutual Fund	18,969
*	Fidelity Freedom Income	Mutual Fund	17,956
*	Fidelity Intermediate Bond	Mutual Fund	14,428
*	Fidelity Export and Multinational	Mutual Fund	13,405
*	Fidelity Growth Strategies	Mutual Fund	12,554
*	Fidelity Puritan	Mutual Fund	11,920
*	Fidelity Fifty	Mutual Fund	10,648
*	Fidelity Equity Income	Mutual Fund	10,347
*	Fidelity Value Strategies	Mutual Fund	9,763
*	Fidelity Fund	Mutual Fund	8,902
*	Fidelity Capital Appreciation	Mutual Fund	7,389
	Columbia Acorn Select Z	Mutual Fund	4,848
*	Fidelity Government Income	Mutual Fund	4,496
*	Fidelity Spartan Total Market Index Fund Advantage	Mutual Fund	4,308
*	Fidelity Spartan U.S. Bond Index	Mutual Fund	3,420
	Loomis Sayles Small Cap Value Retail	Mutual Fund	3,398
*	Fidelity Contrafund	Mutual Fund	2,837
*	Fidelity Low Priced Stock	Mutual Fund	2,352
*	Fidelity Freedom 2055	Mutual Fund	924
*	Fidelity Diversified International	Mutual Fund	599
*	Fidelity Growth Company	Mutual Fund	194
			3,776,503
*	Participant loans	4.25% - 7.5%	264,685
			$ 4,041,188

* *Represents party-in-interest.*

See independent auditors' report.

PSK DBA
FOODTOWN UNION
401(K) PLAN

Financial Statements

December 31, 2014

PSK DBA FOODTOWN UNION 401(K) PLAN

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JANOVER LLC
Certified Public Accountants • Advisors

Independent Auditors' Report

To the Plan Administrator and Participants of
PSK dba Foodtown Union 401(k) Plan:

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of PSK dba Foodtown Union 401(k) Plan (the "Plan"), which comprise the statement of net assets available for benefits as of December 31, 2014, and the related statement of changes in net assets available for benefits for the year 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; this 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.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audit in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 9, which was certified by Fidelity Management Trust Company, the trustee of the Plan, except for comparing the information with the related information included in the financial statements and supplemental information. We have been informed by the Plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The Plan administrator has obtained a certification from the trustee as of and for the year ended December 31, 2014, that the information provided to the Plan administrator by the trustee is complete and accurate.

Disclaimer of Opinion

Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient, appropriate audit evidence to provide a basis for an audit opinion on the 2014 financial statements. Accordingly, we do not express an opinion on the 2014 financial statements referred to in the first paragraph.

Other Matter - Supplemental Information

The supplemental information, *Schedule H, Line 4i - Schedule of Assets (Held at End of Year)* as of year ended December 31, 2014, is required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and is presented for the purpose of additional analysis and is not a required part of the financial statements. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on the supplemental information referred to above.

Other Matter - 2013 Financial Statements

The financial statements of the Plan as of December 31, 2013, were audited by Liss, Okun and Associates, CPA's, P.C. As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 ("ERISA"), the Plan administrator instructed Liss, Okun and Associates, CPA's, P.C. not to perform, and they did not perform, any auditing procedures with respect to the information certified by Fidelity Management Trust Company, the trustee of the Plan. Their report, dated June 23, 2014, indicated that (a) because of the significance of the information that they did not audit, they were unable to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion and accordingly, they did not express an opinion on the financial statements and (b) the form and content of the information included in the financial statements other than that derived from the information certified by the trustee, were presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

Report on Form and Content in Compliance with DOL Rules and Regulations 2014

The form and content of the information included in the 2014 financial statements and supplemental information, other than that derived from the information certified by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

Jonover LLC

Garden City, New York
October 6, 2015

PSK DBA FOODTOWN UNION 401(K) PLAN

Statements of Net Assets Available for Benefits

December 31,	*2014*	*2013*
Assets		
Investments at fair value:		
Money market funds	$ 272,391	$ 235,605
Mutual funds	3,504,112	2,867,178
Total investments at fair value	3,776,503	3,102,783
Receivables:		
Notes receivable from participants	264,685	297,000
Total assets	4,041,188	3,399,783
Liabilities	-	-
Net assets available for benefits	$ 4,041,188	$ 3,399,783

The accompanying notes are an integral part of the financial statements.

PSK DBA FOODTOWN UNION 401(K) PLAN

Statement of Changes in Net Assets Available for Benefits

For the Year Ended December 31, 2014

Additions:		
Investment income:		
Interest and dividends	$	223,221
Net depreciation in fair value of investments		(21,049)
Total investment income		202,172
Interest income on notes receivable from participants		12,251
Contributions:		
Employer		102,511
Participants		531,840
		634,351
Total additions		848,774
Deductions:		
Benefits paid to participants		203,299
Administrative expenses		4,070
Total deductions		207,369
Net increase		641,405
Net assets available for benefits:		
Beginning of year		3,399,783
End of year	$	4,041,188

The accompanying notes are an integral part of the financial statements.

1. Plan Description

The following is a brief description of the PSK dba Foodtown Union 401(k) Plan (the "Plan") and provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

General – The Plan is a participant directed defined contribution plan established on October 4, 2007 covering all full-time employees who are members of Retail, Wholesale and Chain Store Food Employees Local 338 of PSK Supermarkets, Inc. (the "Company"). With no age requirement, employees who have completed three months of service are eligible to participate. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA"). Various amendments have been made to the Plan since October 4, 2007 with the most recent amendment became effective on January 12, 2015.

Contributions – Each year, participants may contribute regular, catch-up, and additional contributions, as defined in the Plan. Participants who have attained age 50 before the end of the Plan year are eligible to make catch-up contributions. The total amount of these contributions may not exceed 90 percent of eligible annual pre-tax compensation. Participants may also contribute amounts representing distributions from other qualified defined benefit or defined contribution plans ("rollover contributions") except for rollover of designated Roth contributions. Participants direct the investment of their contributions into various investment options offered by the Plan. The Plan currently offers money market and various mutual funds as investment options for participants. Participant contributions were $531,840 for the year ended December 31, 2014. There were no rollover contributions for the 2014 Plan year.

The Company makes non-discretionary matching contributions in an amount equal to 50 percent of participants' contributions, up to four percent of eligible compensation as the deferral amounts. Total employer contribution was $102,511 for the year ended December 31, 2014. The Company may make contributions designated as "qualified non-elective contributions" to help the Plan pass one or more annually required Internal Revenue Code ("IRC") nondiscrimination tests. The Company did not make any qualified non-elective contributions for the year ended December 31, 2014. Total contributions are subject to, and may be limited by, annual limitations established by the IRC.

Participant accounts – Each participant's account is credited with (a) the participant's contribution, (b) the participant's account earnings and (c) an allocation of the Company contribution, if any. Each participant's account is charged with (a) an allocation of administrative expenses, and (b) participant's account losses. Allocations are based on participant earnings, account balances, or specific participant transactions, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

1. Plan Description *(continued)*

Vesting – Participants are immediately 100 percent vested in their contributions plus actual earnings thereon. Vesting in the Company's contribution portion of their accounts is based on years of continuous service. A participant is 100 percent vested in qualified non-elective contributions. The following table illustrates the percentage of Company contributions that an employee is entitled to base on the number of years of service:

Years of Service	Vesting Percentage
Less than 1	0%
1	20%
2	40%
3	60%
4	80%
5	100%

Notes receivable from participants – Participants may borrow from their fund accounts a minimum of $1,000 and up to a maximum equal to the lesser of $50,000 or 50 percent of their vested account balance reduced by the highest outstanding loan balance in the participant's account during the prior twelve month period. The participant may only have one loan outstanding at any given time. The loan is secured by the balance in the participant's account and bears interest at rates that are commensurate with local prevailing rates, as determined by the Plan administrator. The interest rate remains fixed throughout the duration of the loan. Principal and interest is paid in level payments through payroll deductions on at least a quarterly basis over a maximum of five year period unless it is for the purchase of the participant's principal residence, the loan repayment period may not extend beyond ten years from the date of loan. As of December 31, 2014 and 2013, the amounts of notes receivable from participants were $264,685 and $297,000, respectively.

Payment of benefits – On termination of service due to death, disability or retirement, the Plan participant or the Plan participant's beneficiary may elect to receive either a lump-sum or other amount equal to the value of the participant's vested interest in his or her account. For termination of service for other reasons, a participant may receive the value of the vested interest in his or her account as a lump sum distribution.

Total benefits paid to participants for the year ended December 31, 2014 were $203,299, including $58 of corrective distributions made for 2013 Plan year and $36,775 of deemed distributions of participant loans in 2014.

1. Plan Description *(continued)*

Withdrawals – The Plan permits hardship and age 59-1/2 withdrawals. Hardship withdrawals of the participant's contributions may be made in the event the participant demonstrates financial need in accordance with the guidelines set by the Plan. Hardship withdrawals by Plan participants may be made upon written request to, and upon approval of, the Plan administrator. If approved, the distribution is limited to the amount necessary to meet the financial need created by the hardship. Participants who are 59-1/2 or older may request withdrawal of all or part of their vested account balances, subject to certain provisions as outlined in the Plan.

Forfeited accounts – At December 31, 2014, forfeited non-vested accounts totaled $1,345. These accounts may first be used to pay administrative expenses. Any remaining amounts will be used to reduce future employer contributions payable under the Plan.

2. Significant Accounting Policies

Basis of accounting – The financial statements of the Plan have been prepared in accordance with accounting principles generally accepted in the United States of America. The financial statements of the Plan are prepared under the accrual method of accounting except in participant benefit payments, which are recorded when paid. The Plan presents in the statement of changes in net assets available for benefits, the net appreciation (depreciation) in the fair value of its investments which consists of realized gains or losses and the unrealized appreciation (depreciation) of those investments.

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

Investment valuation and income recognition – The Plan's investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The Plan management determines the Plan's valuation policies utilizing information provided by the trustee. 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. Gains or losses on investment sales are determined on the basis of average cost. Net appreciation (depreciation) includes the Plan's gains and losses on investment bought and sold as well as held during the year.

2. Significant Accounting Policies *(continued)*

Notes receivable from participants – Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Interest income is recorded on the accrual basis. Related fees are recorded as administrative expenses and are expensed when they are incurred. Delinquent participant loans are reclassified as distributions based upon the terms of the Plan document.

Excess contributions payable – Amounts payable to participants for contributions in excess of amounts allowed by the Internal Revenue Service ("IRS") are recorded as a liability with a corresponding reduction to contributions. As a result of the Average Deferral Percentage ("ADP") Test for the 2014 Plan year, the Plan distributed $745 of excess contribution and $12 of related earnings to the applicable participant on September 25, 2015. Since the corrective distribution was made after March 15, 2015, the Plan sponsor is liable for an excise tax. In addition, the Plan distributed $65 in 2015 to correct the failure of IRC 415 test for 2014 Plan year.

Payment of benefits – Benefits are recorded when paid.

Administrative expenses – Certain expenses of maintaining the Plan are paid by the Plan, unless otherwise paid by the Company. Expenses that are paid by the Company are excluded from these financial statements. Fees related to the administration of notes receivable from participants are charged directly to the participant's account and are included in administrative expenses. Investment related expenses are included in net appreciation (depreciation) of fair value of investments.

Reclassifications – Certain accounts in the prior year financial statements have been reclassified for comparative purposes to conform to the presentation in the current year financial statements. These reclassifications have no effect on previously reported income.

3. Fair Value Measurements

Financial Accounting Standards Board ("FASB") Accounting Standards Codification ("ASC") Topic 820, *Fair Value Measurements and Disclosures*, establishes a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements), and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy under FASB ASC 820 are described below:

3. Fair Value Measurements *(continued)*

Level 1		Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Plan has the ability to access.
Level 2		Inputs to the valuation methodology include: • Quoted prices for similar assets or liabilities in active markets. • Quoted prices for identical or similar assets or liabilities in inactive markets. • Inputs other than quoted prices that are observable for the asset or liability. • Inputs that are derived principally from or corroborated by observable marked data by correlation or other means.
Level 3		Inputs to the valuation methodology are unobservable.

If the asset or liability has a specified (contractual) term, the Level 2 input must be observable for substantially the full term of the asset or liability.

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

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2014 and 2013.

Money market account: Valued at amortized cost.

Mutual funds: Valued at the quoted net asset value (NAV) of shares held by the Plan at year end.

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

3. Fair Value Measurements *(continued)*

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2014:

	Level 1	Level 2	Level 3	Total
Money Market	$ 272,391	$ -	$ -	$ 272,391
Mutual Funds:				
Large Cap	466,314	-	-	466,314
Mid Cap	73,633	-	-	73,633
Small Cap	98,301	-	-	98,301
Balanced investments	2,708,877	-	-	2,708,877
Fixed income	52,011	-	-	52,011
International	86,007	-	-	86,007
Sector	18,969	-	-	18,969
	3,504,112	-	-	3,504,112
Total investments (at fair value)	$ 3,776,503	$ -	$ -	$ 3,776,503

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2013:

	Level 1	Level 2	Level 3	Total
Money Market	$ 235,605	$ -	$ -	$ 235,605
Mutual Funds:				
Large Cap	327,413	-	-	327,413
Mid Cap	52,088	-	-	52,088
Small Cap	51,377	-	-	51,377
Balanced investments	2,324,955	-	-	2,324,955
Fixed income	35,122	-	-	35,122
International	55,064	-	-	55,064
Sector	21,159	-	-	21,159
	2,867,178	-	-	2,867,178
Total investments (at fair value)	$ 3,102,783	$ -	$ -	$ 3,102,783

There were no transfers between the various levels.

4. Investments

The following presents investments that represent 5% or more of the Plan's net assets.

	For the Year Ended December 31,:	
	2014	2013
Fidelity Freedom 2025	$ 572,326	$ 474,933
Fidelity Freedom 2020	470,017	403,808
Fidelity Freedom 2015	328,335	306,699
Fidelity Freedom 2030	321,546	266,297
Fidelity Freedom 2040	316,304	239,857
Fidelity Freedom 2035	314,633	268,822
Fidelity Retirement Money Market	272,391	235,605
Fidelity Blue Chip Growth	237,032	-
Fidelity Freedom 2045	231,487	201,501

During 2014, the Plan's investments in mutual funds (including gains and losses on investments bought and sold, as well as held during the year) had depreciated in value by $21,049.

5. Party-in-Interest Transactions

Certain Plan investments are shares of mutual funds managed by Fidelity Investments Institutional Services Company, Inc., a wholly owned subsidiary of Fidelity Management & Research Company. Fidelity Management Trust Company, a subsidiary of Fidelity Management & Research Company, is the trustee as defined by the Plan and, therefore, these transactions qualify as party-in-interest transactions.

6. Plan Termination

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time, and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants would become 100 percent vested in their employer contributions. The net assets of the Plan, less any Plan expenses, would then be distributed to participants in accordance with the Plan provisions.

7. Tax Status

The IRS has determined and informed the Company by a letter dated March 31, 2014, that the Plan is designed in accordance with applicable sections of the IRC. Although the Plan has been amended since receiving the determination letter, the Plan administrator and the Plan's tax counsel believe that the Plan is designed, and is currently being operated, in compliance with the applicable requirements of the IRC and, therefore, believe that the Plan is qualified and is tax-exempt. Accordingly, no provision for income taxes has been included in the Plan's financial statements.

Accounting principles generally accepted in the United States of America require Plan management to evaluate tax positions taken by the plan and 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 IRS. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan administrator believes it is no longer subject to income tax examinations for years prior to 2011.

8. Risks and Uncertainties

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

9. Information Certified by Plan's Trustee

The Plan administrator has elected the method of compliance as permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

Accordingly, as permitted under such election, the Plan administrator instructed the Plan's independent auditor not to perform any auditing procedures with respect to the following information certified as complete and accurate by Fidelity Management Trust Company, the trustee, except for comparing such information certified by the trustee to information included in the Plan's financial statements and the attached supplemental information, *Schedule H, Line 4i - Schedule of Assets (Held at End of Year)*:

9. Information Certified by Plan's Trustee *(continued)*

	2014	2013
Investments	$ 3,776,503	$ 3,102,783
Notes receivable from participants	264,685	297,000
Interest and dividend income	235,472	137,761
Net realized and unrealized (depreciation) appreciation in fair value of investments	(21,049)	307,323

10. New Accounting Pronouncement

Accounting Standards Codification No. 962, "Plan Accounting – Defined Contribution Plans"

In July 2015, the FASB issued Accounting Standard Update ("ASU") 2015-12, "*Plan Accounting – Defined Contribution Plans*" to simplify employee benefit plan accounting. This three part amendment includes changes to the disclosure requirements for: fully benefit-responsive investment contracts, plan investments and measurement dates. Under the new amendment fully-benefit responsive investment contracts will be measured, presented and disclosed at contract value rather than fair value, detailed disclosures regarding plan investments will be reduced, and measurement dates will change for some plans. The amended guidance is effective for plan year's beginning after December 15, 2015. ASU 2015-12 is not expected to materially impact the Plan's current disclosures.

11. Subsequent Events

Management has evaluated events and transactions occurring after the statement of net assets available for benefits date and through the date of the independent auditors' report to determine whether any of these events or transactions was required to be recognized or disclosed in the financial statements. The date of the independent auditors' report is the date that the financial statements were available to be issued.

PSK DBA
FOODTOWN UNION
401(K) PLAN

Supplemental Information

December 31, 2014

PSK DBA FOODTOWN UNION 401(K) PLAN

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

December 31, 2014

EIN # 13-2669740
Plan # 002

(a)	(b) Identity of Issue, Borrower, Lessor or Similar Party	(c) Description of Investment	(e) Current Value
*	Fidelity Retirement Money Market	Money Market	$ 272,391
*	Fidelity Freedom 2025	Mutual Fund	572,326
*	Fidelity Freedom 2020	Mutual Fund	470,017
*	Fidelity Freedom 2015	Mutual Fund	328,335
*	Fidelity Freedom 2030	Mutual Fund	321,546
*	Fidelity Freedom 2040	Mutual Fund	316,304
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*	Fidelity Freedom 2050	Mutual Fund	99,032
*	Fidelity Small Cap Discovery	Mutual Fund	59,293
*	Fidelity International Discovery	Mutual Fund	57,459
*	Fidelity Large Cap Stock	Mutual Fund	50,582
*	Fidelity OTC Portfolio	Mutual Fund	43,572
*	Fidelity Small Cap Value	Mutual Fund	35,610
*	Fidelity Equity Dividend Income	Mutual Fund	33,169
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*	Fidelity Mid Cap Stock	Mutual Fund	25,122
*	Fidelity Freedom 2010	Mutual Fund	24,397
*	Fidelity Dividend Growth	Mutual Fund	22,424
*	Fidelity Spartan Total Market Index	Mutual Fund	21,505
*	Fidelity Value	Mutual Fund	18,994
*	Fidelity Real Estate Investment	Mutual Fund	18,969
*	Fidelity Freedom Income	Mutual Fund	17,956
*	Fidelity Intermediate Bond	Mutual Fund	14,428
*	Fidelity Export and Multinational	Mutual Fund	13,405
*	Fidelity Growth Strategies	Mutual Fund	12,554
*	Fidelity Puritan	Mutual Fund	11,920
*	Fidelity Fifty	Mutual Fund	10,648
*	Fidelity Equity Income	Mutual Fund	10,347
*	Fidelity Value Strategies	Mutual Fund	9,763
*	Fidelity Fund	Mutual Fund	8,902
*	Fidelity Capital Appreciation	Mutual Fund	7,389
	Columbia Acorn Select Z	Mutual Fund	4,848
*	Fidelity Government Income	Mutual Fund	4,496
*	Fidelity Spartan Total Market Index Fund Advantage	Mutual Fund	4,308
*	Fidelity Spartan U.S. Bond Index	Mutual Fund	3,420
	Loomis Sayles Small Cap Value Retail	Mutual Fund	3,398
*	Fidelity Contrafund	Mutual Fund	2,837
*	Fidelity Low Priced Stock	Mutual Fund	2,352
*	Fidelity Freedom 2055	Mutual Fund	924
*	Fidelity Diversified International	Mutual Fund	599
*	Fidelity Growth Company	Mutual Fund	194
			3,776,503
*	Participant loans	4.25% - 7.5%	264,685
			$ 4,041,188

* *Represents party-in-interest.*

See independent auditors' report.