

December 16, 2009

IMPORTANT 204(h) NOTICE TO PLAN PARTICIPANTS AND BENEFICIARIES

**Summary of Material Modifications
to the
NORTHERN MINNESOTA-WISCONSIN AREA RETAIL CLERKS PENSION PLAN**

The Internal Revenue Service recently announced a change in the Internal Revenue Regulations affecting the definition of “normal retirement age” under pension plans such as the Northern-Minnesota-Wisconsin Area Retail Clerks Pension Plan. These regulations require that pension plans that have a normal retirement age that the IRS deems to be too low be amended to increase the normal retirement age. These regulations are complicated, but in essence, the IRS disapproves of normal retirement ages lower than 62.

The Plan's Normal Retirement Age was increased to 65 in 2003, but before that it was as low as 55. The amendment is designed to bring the Plan into compliance with the Regulations. It has two effects:

First, the Normal Retirement Age will be increased to 65, and

Second, ages younger than 65 that were defined as Normal Retirement Age before will now be re-defined Early Retirement Age. This means that benefits that were previously available as Normal Retirement benefits at ages lower than 65 will be preserved as Early Retirement benefits. No benefits are being reduced or eliminated. Benefits previously available as Normal Retirement benefits will simply now be called Early Retirement benefits instead of Normal Retirement benefits.

Here is a summary of the changes.

1. ***Change to Normal Retirement Age*** – Normal Retirement Age will be re-defined as the later of age 65 or the Participant's fifth anniversary of participation in the Plan. This is the same definition that has been in effect since January 1, 2003. All younger ages previously defined as Normal Retirement Age are eliminated.

2. ***Changes to Early Retirement Benefits*** – The current Plan provision regarding Early Retirement which permits Participants who are at least age 50 and who have accumulated at least 5 Years of Credited Service to elect Early Retirement will be continued. Under this form of Early Retirement, the amount of the benefit is reduced by 5/12ths of 1% for each month that the Participant retires before Normal Retirement Age. For this purpose, the age from which the reduction is calculated will be the Normal Retirement Age that was in effect when you accrued the Credited Service on which the benefit is calculated (if that age was lower than the new Normal Retirement Age of 65).

(over)

In addition, a Participant is eligible for Early Retirement without a reduction in benefit for retirements as follows:

- a. At age 55 or higher with 5 or more Years of Credited Service, if the Participant retired on or after January 1, 1996 and on or before December 31, 2000,
- b. At age 55 or higher with 5 or more Years of Credited Service, if the Participant retired on or after January 1, 2001 and on or before December 31, 2002, provided the Participant retired directly from active employment with a participating Employer, or
At age 62 or higher with 5 or more Years of Credited Service, if the Participant retired on or after January 1, 2001 and on or before December 31, 2002, if the Participant did not retire directly from active employment with a participating Employer.
- c. At age 55 or higher with 30 or more Years of Credited Service, if the Participant retired on or after January 1, 2003, provided the Participant retired directly from active employment with a participating Employer.

Except for these changes, the Plan will operate just as it does now.

Note – the effect of the amendment is to bring the Plan into compliance with the new IRS Regulations. No benefits are being reduced or eliminated.

If you have questions, you may contact the Plan Administrator, Wilson-McShane Corporation, 2002 London Road, Suite 300, Duluth, Minnesota 55812; telephone 218-728-4231 or 877-752-3863.