

ESOP Information

We have had an opportunity to look closely at the ESOP and it raises a number of concerns. Please provide the following information regarding the ESOP. Please provide this information for the period _____ to present unless otherwise indicated.:

1. Please provide a list of all members of the “Board of Directors” (Art 1.3) including the dates of service on the Board.
2. Please provide a list of all members of the Administrative Committee (Art 1.5) including the dates of service.
3. Provide a copy of all minutes of meetings of the Administrative Committee.
4. Provide a copy of all minutes of the meetings of the Board of Directors.
5. Provide a list of a owners of the voting common stock of _____ including the number of shares held, and the date of acquisition of each share. If there are any other classes of shares provide the same information.
6. Provide a copy of each Company Stock Loan in effect for any period since the ESOP was established.
7. Provide the Compensation paid to all employees within the meaning of Art 1.9 for each plan year since January 1, 1995 to the present.
8. Please list all corporations, trades or business which are members of the controlled group. See Art 1.10 and 1.11. For each entity give its EIN, principal place of business, address, phone number and name.
9. List the names and dates of disability for each person who has been determined disabled within the meaning of Art 1.12. List each person whom the Administrative Committee has considered whether he/she is disabled but has determined is not disabled.
10. For each bargaining unit member provide the date on which each employee first performed an Hour of Service. See Art. 1.14. Please provide the date upon which the employee completed 12 consecutive months of service.
11. Please list all employees (Art 1.16) who are not employees of EMPLOYER but who are employees within the meaning of Art 1.16 giving the person’s name, the name of the controlled group member for whom the employee has worked, the dates of employment and the person’s last known address.

12. Please list all employees (Art 1.16) who have been disqualified from being an “eligible employee” within the meaning of Art 1.15. Please provide the person’s name, the name of the controlled group member for whom the employee worked, the reason the person was deemed ineligible and the date the person was deemed ineligible.
13. Please list all employers within the meaning of Art 1.17 for the period from the date of the inception of the ESOP to the present.
14. Please provide the number of hours of service for all bargaining unit employees.
15. Please provide the names of all employees who were provided credit for periods in which service was not rendered within the meaning of Art 1.20(b) including the person’s name, the periods for which the employee was provided credit when service was not rendered and the reason the employee was given such credit.
16. Please provide the names of all employees provided credit for back pay within the meaning of Art 1.20(c) including the employee’s name, dates for which the employee received credit for back pay and the reason why the employee received such credit.
17. Provide a list of all employees whose hours were counted under Art 1.20(d) “for whom hours are not required to be counted and recorded by federal law...”
18. Provide a list of all “includable compensation” within the meaning of Art. 1.21 for all employees.
19. Provide a list of all employees who had any amounts excluded from includable compensation within the meaning of subparts (i) through (vii).
20. Provide a copy of the records of the loan suspense account for the period January 1, 1992 to present.
21. Provide a list of all employees who have suffered one year break in service from the period January 1, 1994 to present.
22. Provide a list of employees who have received hours of service credit within the meaning of Art. 1.24(b)(i)
23. Provide a list of all participants within the meaning of Art 1.25.
24. Provide a copy of any and all trust agreements (Art 1.2) since the inception of the plan.
25. Provide a statement of all amounts paid all consultants, third parties, providers, advisors to the Plan.

26. Provide a list of all valuation dates since the inception of the plan.
27. Provide a list of all assets which the Committee has determined have changed substantially within the meaning of Art 1.32.
28. Please provide the date which employees have either received a full year or half year of Hour of Service within the meaning of Art 1.33.
29. Please list all employees who received credit for hours of service but who were no longer eligible employees within the meaning of Art 2.2(a).
30. Please list all employees who were excluded from active participation but who became an eligible employee within the meaning of Art 2.1(b). Please provide the date for each such employee when he/she became eligible.
31. Please list all employees who have been terminated before becoming a participant and who has been reemployed by a Controlled Group Member with the meaning of Art. 2.3(a).
32. Please list all employees who have been terminated and reemployed within the meaning of Art. 2.3(b) including the date of reemployment and the name of the employer.
33. Please list the amount of employer contributions for each employer.
34. Please list the nature and date of each such contribution. See Art. 3.1.
35. Please provide the date each employer filed a federal income tax return. See Art. 3.2.
36. Please provide a statement of the account of each participant in the bargaining unit.
37. Please list each active participant who did not earn \$1,000 of Compensation for services rendered in any Plan Year since January 1, 1994 to present. See Art. 4.2.
38. Please provide the ratio used for each employee for determining that employee's contribution and forfeitures. See art. 4.2.
39. Please provide a list of all assets held by the Plan including the value of each asset since January 1, 1994 to present.
40. Provide a list of all Company Stock Loans within the meaning of Art 4.4.
41. Provide the amounts of any dividends paid and the dates of such payments since the inception of the ESOP.

42. Provide the amount of principal and the amount of interest payments under each company stock loan for each plan year. See Art 4.5(b).
43. Provide the interest rate used for each calculation referred to in Art. 4.5(b).
44. Please provide the dates of any share release made solely with reference to principal payments. See Art. 4.5 (c).
45. Provide the amounts charged any participant's account under the provision of Art 4.6.
46. Please list all employees eligible to receive a distribution of a portion of his/her account pursuant to Art. 4.8(a). Provide a list of all employees who have elected to receive such a distribution including the date and amount of the distribution.
47. List the amount of net income or net loss attributable to each account. See Art. 4.9(b).
48. Please list each independent appraiser within the meaning of Art 4.10 including name, address, and phone number. Provide a copy of all contracts with each appraiser and a copy of all qualifications which EMPLOYER possess regarding each such appraiser.
49. Please provide a copy of each appraisal used.
50. Provide a copy of all records upon which each independent appraisal was based.
51. Please list all employees whose interest became vested during the period mentioned above showing the name of the employee and the date the interest became vested.
52. List all employees who received accelerated vesting with the meaning of Art. 5.1(b).
53. Please list all participants whose accounts were forfeited during the period mentioned above giving the employee's name, date upon which the account was forfeited and the value of the account.
54. Please provide the name, and the last known of address of all person who have unclaimed distributions within the meaning of Art 5.3.
55. List all employees who have received distribution of their vested account within the meaning of Art 6.1. For each employee provide the date of distribution and the amount of the distribution.

56. For each participant for whom the Trustee has exercised the right of first refusal with the meaning of Art. 6.5(a), provide the employee's name, date of distribution and amount paid by the Trustee.
57. For each employee where the Trustee did not exercise the first right of refusal but the company exercised the right of first refusal within the meaning of Art 6.5(a). list the employee, the date the Company exercised the right of first refusal and the amount paid for the Company Stock.
58. If any employee has received a bona fide offer within the meaning of Art. 6.5(b)(1), state the amount of the offer, the name of the offeror, the name of the Distributee and the amount of the purchase price if any paid by the Trustee or the Company for the stock.
59. Provide the selling price as referred to in Art. 6.5(b)(3) for all sales.
60. Please list all Qualified Holders within the meaning of Art 6.5.
61. Please state the date upon which any put option within the meaning of Art 6.6 was exercised. State the name of the participant involved, the name of the Qualified Holder and the amount of the put option.
62. Provide a list of all designated beneficiaries for all bargaining unit employees. See Art. 7.1.
63. Provide the names of all beneficiaries to whom amounts have been distributed. For each such distribution, provide the name of the employee, the date of death, the name of the beneficiary and the amount of the distribution
- 0 Please state the date of all annual or special meetings. Art. 8.1
65. Provide copies of all minutes of all annual or special meetings.
66. Provide a tape recording of all annual or special meetings.
67. Provide a copy of all proxy statements for all annual or special meetings.
68. Please provide a list of all issues which the shareholders have voted upon giving the nature of the issue, the date of the vote and the outcome of the vote. Provide a copy of all proxy solicitation materials sent to shareholders.
69. Provide a copy of any agreement with the Trustee.
70. Provide a list of expenses and fees paid to the Trustee giving the date of the payment and the nature of the charge for which payment was made.

71. Provide a copy of all forms utilized for proxy solicitation purposes.
72. List all sales of Company stock within the meaning of Art. 8.2 giving the date of the sale, the name of the seller, the amounts of shares sold, the price paid and the name of the purchaser.
73. List all tender offers for Company stock including the date of the offer, the amount offered and the name of the offeror..
74. List the dates upon which the Trustee has notified participants of any tender offer.
75. Provide a copy of all documents provided in any tender offer.
76. Provide the dates upon which the Administrative Committee has directed the Trustee either to sell, convey, or transfer any shares for which no instructions have been received as provided for in Art 8.3.
77. If the Committee has tendered or exchanged any unallocated shares, please provide the dates of such action and described the factors taken into account in deciding whether to take such action as provided for in art. 8.3.
78. Provide a copy of any long-term business plan as referred to Art 8.3.
79. Provide a list of all short term investments made by the Committee as provided for in Art 8.3 listing the amount of the investment, the name of the investment, the dates of the investment, the price paid and the price sold.
80. Provide a copy of all written resignations from the Administrative Committee.
81. List all Committee Secretaries and Chairpersons listing the names and dates of service.
82. Please provide a copy of all records of the Committee's proceedings as provided for in Art 9.2.
83. List all persons or organizations who have been employed under Art. 9.2 providing the names, dates of employment, amounts paid and the reason for he employment of those individuals.
84. List all votes of the Committee giving the dates, the names of the Committee members voting, the votes of each member of he Committee, whether the vote was at a meeting or otherwise and the nature of the issue voted upon.

85. Provide a copy of all certificates or written directions issued by the Committee as provided for in art 9.4.
86. Provide a list of all expenses of the Committee which have been paid by the Trust Fund giving the dates of the payments, the nature of the payments and the amount of the payments.
87. Describe all actions taken by the Committee providing the dates of the action, the nature of each action and the purpose of each action. Art. 9.3
88. Provide copies of all fiduciary insurance.
89. Provide the names of employees whose eligibility has been the subject of a determination by the Committee providing the name, date of determination and nature of dispute.
90. Provide a record of all disbursements from the Trust Fund.
91. Provide copies of all agreements to engage administrative, legal, medical, accounting, clerical or other services as provided for in Art 9.6(iv)
92. Provide copies of all rules for administration of the Plan and the Trust Agreement as provided for in Art. 9.6(v).
93. Provide copies of all records compiled or maintained by the Committee. Art 9.6(vi).
94. Describe all reviews with respect to the Trustee's duties giving the nature of the review, the date the review was conducted and the results.
95. Provide copies of all allocation or delegation of fiduciary duties as provided for in Art. 9.7 since the ESOP was created..
96. Describe all breaches of fiduciary duty which have occurred since the ESOP was created.
97. Provide copies of a information which the Employers have supplied to the Committee as provided for in Art. 9.8.
98. Provide copies of all disclosures and reports required by ERISA as provided for in Art. 9.9.
99. Provide copies of all Claims for Benefits which have been filed and provide copies of all documents describing the claim, and the results of the claims procedure.
100. State who the agent for service of process is as provided for in Art 9.11.

101. Describe all corrections which have occurred as provided for in Art. 9.12.
102. List all situations where payments to conservators or guardians or estates which have occurred as provided for in Art. 9.13.
103. Provide a list and copy of all rules and polices as provided for in Art. 9.14.
104. Provide a list of all employer contributions. See Art. 9.15.
105. Provide the amount of the Annual Addition for each employee and participant in the Plan.
106. For each amount of Annual Addition define the amount attributable to each category (Art. 10.2(a)(i) through (vii)).
107. Provide a list of all employees whose Annual Addition exceeds the limitation provided for in Art. 10.3 including the amount of the excess Annual Addition.
108. Provide copies of Defined Benefit Plans which are aggregated in Art. 10.6.
109. Provide a list of all participants who have had distributions made, the date of such distributions and the amount of the distribution. Provide for each employee his/her termination date, a copy of the annual statement of the participants benefits and the employee's birthdate.
110. Provide a list of all employees including their includable compensation.
111. Provide a copy of all working papers and tests to determine whether the Plan is top heavy.
112. Provide a list of the Aggregation Group.
113. Provide a list of all key employees including their includable compensation.
114. List all Controlled Group Members which are employers under the terms of the Plan. See Art 13.1. For each such employer provide a copy of approval by the Board of the adoption of the plan, a copy of any adoption of the Plan by the Controlled Group member and a copy of any resolution by the Board of the Controlled Group member approving participation in the Plan.
115. Provide a copy of all amendments to the Plan since its inception including the date of the amendment.

116. Provide a copy of all bonds provided for in Art 16.2(a).

117. Provide a copy of all insurance as provided for in Art. 16.2(b).

118. Provide us copies of the financial statements of the Employers for the period January 1, 1994 to present.

Please notify us of any action to be taken by the Administrative Committee and/or the Employers with respect to the Plan so that we may bargain over any action which is to be taken. Please advise us of the date of any meeting of the Administrative Committee so that we may attend to observe and participate.

We don't expect the Employer will comply with the law. We however will continue to hope that we can get information regarding the ESOP so that employees may make intelligent decisions regarding the Plan.