



2005 Community Involvement Report



Dear Friends:
At C&S, we're wholeheartedly committed to good corporate citizenship and to "giving back." Fortunately, as the country's

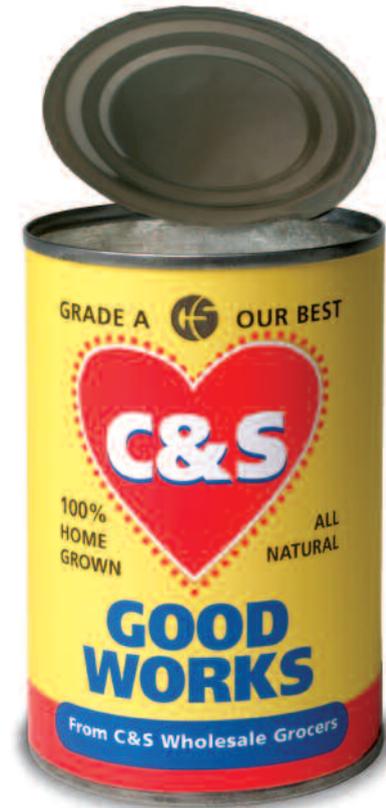
leading wholesale grocery distributor we have the resources necessary to make significant contributions to a wide range of worthy causes in our communities.

As you might expect, the issue of hunger is one that speaks to us most strongly. I'm proud to note that in 2005, C&S donated food and funds to provide over five million meals to families in need. We also donated or helped raise millions of dollars for a wide spectrum of nonprofit and charitable organizations. And of course our Associates, with their can-do spirit, are making a difference in volunteer organizations all across America.

In this annual report of our community giving and involvement, you'll get a glimpse of some of the good works we do and the causes we support. You'll also meet some C&S employees who are doing extraordinary things to make this world a better place.

Thank you for your interest and your support of C&S—and I hope you'll be inspired by what you read.

Richard B. Cohen
Chairman and Chief Executive Officer
C&S Wholesale Grocers, Inc.



The C&S Recipe for Community Involvement

Take one big, healthy company.

Add over 20,000 energetic workers.

Spread out in 15 states.

Season with enthusiasm, compassion and commitment.

Serve to families and communities in need all across America—and beyond.

At C&S we nourish community and nonprofit organizations in three ways:

with **food donations**, with **financial support**, and through **volunteering**.

In this 2005 Community Involvement Report you'll learn more about what goes into the C&S recipe for caring—and how our work helps make a difference.

C&S VISION

Braggably happy customers

Quality in everything we do

Everyone involved in everything

Braggably happy team members

And have fun in the process

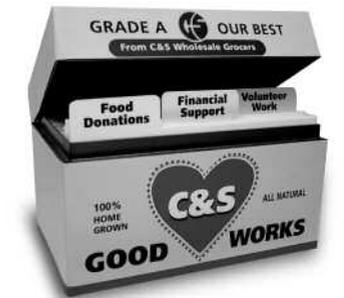


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Food Donations

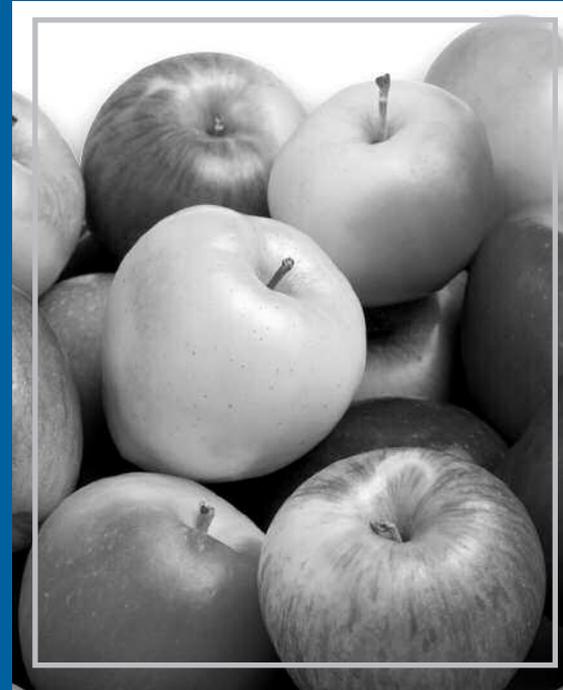
The first line of defense in the fight against hunger

Here in the United States millions of people, many of them children, go to bed hungry. Millions more are “food insecure”—meaning they lack access to enough nourishment for healthy, active living.

The statistics are sobering. According to the U.S. Department of Agriculture:

- Over 35 million Americans—including one out of every three children—experience hunger or food insecurity.
- In 3.8 million American families, someone had to skip a meal today because there was insufficient food to feed everyone in the household.
- Since 1998, hunger and food insecurity in the United States has not declined—in fact, it is increasing.
- In each of the last five years, the percentage of families seeking emergency food assistance in metropolitan areas has increased from 12% to 17%.*

* U.S. Conference of Mayors reports, 2001-2005.



Together, we can fight hunger and feed hope.

The Faces of Hunger

Hunger and food insecurity affect a wide spectrum of Americans.



Households with Children

Households with children are twice as likely to experience food insecurity than households without children. Often, it is the parent(s) who will go without a meal in order to feed the rest of the family. In over a quarter of a million households, there is insufficient food for everyone, including the children.



Minorities

Hispanic and African-American households, especially those headed by single women and those with incomes below the poverty line, experience the greatest risk of hunger.



The Elderly

Fixed incomes and high prescription drug prices can create an impossible situation for senior citizens, who too often must choose between life-saving medications and their next meal.



Urban Families

Economic downturns experienced by many cities have left millions of families living below the poverty line and susceptible to hunger.



Rural Households

Scarcity of job opportunities often contributes to the problems of poverty and hunger in many rural communities.

Source: “Hunger and Food Insecurity in the United States,” Food Research and Action Center



Financial Support

C&S cash grants make a world of difference

C&S provides financial support to community and nonprofit organizations, from well-known agencies like the United Way and Habitat for Humanity to small, local groups working to help improve the lives of people in the surrounding community. We are deeply committed to making a difference.



"It's not right that so many people must choose between buying food for their kids, paying the rent, or buying medicine. The C&S corporate giving and community involvement programs, and our support of food banks, give people a helping hand and hope."

Richard B. Cohen
Chairman and CEO,
C&S Wholesale Grocers, Inc.

Cash Grants to Fight Hunger

In addition to our food donation program, C&S also makes cash grants to a wide range of organizations dedicated to combating hunger.

Some of the programs we funded in 2005:

Cleveland Food Bank Community Kitchen Program Cleveland, OH

After a downturn in the local economy and massive job losses, Cleveland was identified last year as having the highest poverty rate among large American cities: nearly one-third of the city's population lives in poverty.

The Community Kitchen program of the Cleveland Food Bank helps alleviate hunger by using perishable foods from supermarkets, caterers and other donors to provide prepared meals for social service agencies. With food assistance needed now more than ever, C&S support to the Cleveland Food Bank will help expand the successful Cleveland Community Kitchen program.

Maryland Food Bank School Pantry Program Baltimore, MD

In 1995, a Baltimore school principal witnessed a mother digging through cafeteria trash for leftovers to feed her family. In response, he started an informal food pantry that gathered leftovers from school meals and gave them to students.

Over the years, this simple, compassionate idea has grown to a network of 37 school pantries, all located in very low-income areas in Baltimore. Today, most of the food for these pantries comes from the Maryland Food Bank. Thanks in part to C&S funding, the School Pantry program delivered 4,376 grocery bags of nutritious food to 7,300 students and their families.

Community Food Bank Fresno, CA

The central San Joaquin Valley of California is one of the poorest areas in the United States. A high poverty rate, rising unemployment and housing costs that have tripled in the last five years have only added to the problems of the poorer residents of this region. As a result,

hunger in the Fresno area has been on the increase.

The goal of the Community Food Bank of Fresno is to eradicate hunger by providing needy families with increased access to nutritious food. In 2004, the Food Bank helped over a million people by providing more than 6.4 million pounds of food. In 2005, helped by a grant from C&S, the Food Bank was able to improve and expand the services of its Emergency Food Assistance Network.

Pennsylvania Hunger Action Center Summer Food for Kids Program Harrisburg, PA

When schools close for summer vacation, students who depend on their schools' cafeterias and free or reduced-priced meal programs may suffer from hunger or malnourishment.

In response, the Pennsylvania Hunger Action Center created the "Summer Food for Kids" program to bridge the gap between the end of the school year and the new fall semester. A grant from C&S helped the Hunger Center expand the

Summer Food for Kids program to more sites across the state. As a result, thousands of children enjoyed an active summer, fueled by nutritious meals, healthy snacks—and a large helping of care.

National Student Campaign Against Hunger and Homelessness MA/NH

On college campuses across the U.S. there are many students who recognize that hunger is a problem they can do something about. They are stocking shelves in community food pantries; serving soup in homeless shelters, and delivering meals to the elderly.

The National Student Campaign Against Hunger and Homelessness engages, educates and trains college students to be future leaders in the movement to end hunger. In 2005, a C&S cash grant enabled NSCAHH students at colleges in Massachusetts and New Hampshire to organize and launch dozens of hunger initiatives, including food collections, fund-raisers, a soup kitchen, a community garden and more.



*Feed our children,
fuel our future*

One out of every three children in America suffers from hunger or food-insecurity. These children face tough challenges. Not only do they feel the pangs of hunger, they are also more susceptible to colds, sore throats and other illnesses, and are more likely to be hospitalized. Hungry or malnourished children do less well in school, too, often getting poor grades and low test scores that can severely limit their potential.

It's clear to C&S that nourishing America's children must be a priority for our nation—and we're doing what we can to help.

Food Bank Donations:

Nourishing those in need



At C&S we are proud to help “set the table” for children and families in need. Almost every day, we make donations from our warehouses to America's Second Harvest, a national network of food banks and food rescue organizations. Our donations include fresh fruit and vegetables, canned and frozen foods, meat and seafood and personal care products.

The food we donate is then distributed locally—to food pantries, soup kitchens, daycare centers, homeless shelters and other outlets, where it is given away, *free of charge*, to people in need.

Here are some of the food banks we helped supply in 2005:

Alabama

- The United Way Community Food Bank

California

- Community Food Bank of Fresno
- Second Harvest Food Bank of San Joaquin and Stanislaus Counties
- Senior Gleaners

Connecticut

- Foodshare

Hawaii

- Hawaii Food Bank

Maryland/DC

- Maryland Food Bank
- Capital Area Food Bank

Massachusetts

- Food Bank of Western Massachusetts

New Hampshire

- Keene Community Kitchen (Member, New Hampshire Food Bank)

New Jersey

- Community Food Bank of New Jersey

New York

- Food Bank of the Hudson Valley
- Regional Food Bank of Northeastern New York
- Food Bank of Western New York

Ohio

- Cleveland Food Bank

Pennsylvania

- Central Pennsylvania Food Bank

South Carolina

- Community Food Bank of the Piedmont

Tennessee

- Chattanooga Area Food Bank

Vermont

- Brattleboro Drop In Center (Member, Vermont Food Bank)

Targeted Food Donations

Besides our large donations to regional food banks, C&S also provides targeted food donations for other community and non-profit organizations. Here are just a few examples:

The Samaritans

Keene, NH

The Samaritans, Inc. is one of America's most respected suicide-prevention organizations. Their volunteers often spend hours listening to and counseling people in distress. In 2005 C&S provided food and snacks for volunteers taking calls on the 24-hour hotline in the group's Keene, NH office.

Twin States Network

VT/NH

Twin States Network is a non-profit organization that serves the needs of individuals and families infected/affected by HIV and/or chronic hepatitis. In 2005, C&S donated food for a special event for members of the group and their families who live in Vermont and New Hampshire.



Senior Gleaners

Sacramento, CA

After the harvest is picked and all the unsold food is removed from supermarket shelves, the volunteers of Senior Gleaners arrive to glean what is left over and donate it to people in need. For 29 years this all-volunteer food bank of senior citizens has been making a difference for communities in California. In 2005, C&S donated much-needed and often hard-to-find supplies of baby food and baby care items (diapers, wipes, etc.). We estimate that the food and necessities provided will reach well over 100,000 infants and toddlers.

Awards and Honors

Each year, C&S receives many acknowledgments, honors and awards in recognition of our contributions to charitable and nonprofit organizations.

• Neighborhood Partnership Award

Given by the Food Marketing Institute for our work in hunger relief.

• Founders Award

Given by the Brattleboro Drop-In Center for our year-round efforts in helping to alleviate hunger.

• Hunger's Hope Award

Given by Foodshare, Connecticut in recognition of product donations and funding.

While being recognized for our efforts in the fight against hunger is always gratifying, we believe that the real heroes are the local food banks, soup kitchens, homeless shelters, senior centers and youth programs that deliver food to those most in need.



Community, Health and Children's Programs

C&S proudly supports organizations and groups that are actively working to make life better for families and communities. Our cash grants have made a real difference for many worthwhile organizations, allowing them to bring hope and health to people.

Among the programs we funded in 2005:

Children's Cancer Programs

When cancer strikes children, we are always amazed at how brave they are. C&S has

made a commitment to help researchers find a cure, and to equip doctors and nurses with the tools they need to give young cancer patients the best possible medical care. To do so, we've been pledging the funds from the annual C&S Charity Golf Outing to the cause of children's cancer programs.

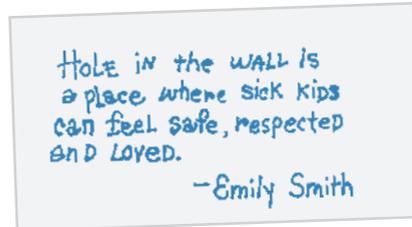
This was a milestone, 20th anniversary year for the C&S Charity Golf Outing, and our event was the most successful ever. The

money raised was donated to three wonderful organizations dedicated to improving and saving the lives of children with cancer: Children's Hospital at Dartmouth in Lebanon, NH; The Dana-Farber Cancer Institute/Jimmy Fund in Boston, MA, and to the Hole in the Wall Gang Camp for kids with cancer, in Ashford, CT. Each of these organizations brings hope to families affected by pediatric cancer.

C&S proudly supports The Hole in the Wall Gang Camp, where kids with cancer are campers—not patients. This special place offers kids and their families a wonderful opportunity for fun and friendship—free of charge—plus 24-hour medical supervision. The camp was started by actor Paul Newman.



Photo courtesy of The Hole in the Wall Gang Camp



The above is an excerpt from a letter about the Hole in the Wall Gang Camp written by Emily Smith, age 12. Emily is recovering from cancer of the soft tissue.

CASA (Court-Appointed Special Advocates) Program

CASA recruits, trains and supervises community volunteers who are matched one-to-one with abused and neglected children in the court system. These special advocates ensure that each child receives the services and help he or she needs. They also report to the court to help judges make informed, compassionate decisions regarding children's futures. C&S currently funds CASA programs in four states where we have Associates and distribution centers.

Bonnie Car Loan & Credit Counseling (Bonnie CLAC)/VT

It's hard to find or keep a job if you don't have reliable transportation. Bonnie CLAC is a nonprofit credit counseling agency which helps low- to moderate-income people acquire cars. The agency also teaches clients how to manage debt and strengthen credit, so they can become financially self-sufficient. In 2005, with C&S support, Bonnie CLAC was able to expand its program from New Hampshire into Vermont.

C&S supports the United Way

The power of employee donations plus corporate support

As one of America's oldest and largest social service organizations, the United Way provides critical services and funding to literally thousands of community-based charities and nonprofits.



National Corporate Leader

C&S is proud to be a member of the United Way's National Corporate Leadership Program—a program that includes America's top corporate

donors, including Microsoft, GE, Bank of America and Pfizer, Inc. Our employees donate generously to the United Way in their communities both through payroll deductions and one-time gifts.

During 2005, to demonstrate our deep commitment to the United Way, C&S made the decision to match our employees' contributions dollar-for-dollar.

United Way. You. Doing what matters.

Please consider making a donation to the United Way.

At C&S, we have a long tradition of supporting the United Way. It's the organization that best understands and addresses the issues and needs of communities where Associates live and work with their families.

It's important to understand that your donation to your local United Way stays local to help local organizations and local people.

And, C&S will match your donation dollar-for-dollar.

You can make a donation by payroll deduction, or one-time payroll deduction, or personal check using the C&S/United Way pledge form.

Together, we can help people and can make a difference by supporting the United Way.

THANK YOU!

What can you United Way donation do? What this will very mean community to community, here are a few examples:

For \$5 per week:

- 1 local low-income family to receive free legal help
- 1 day of Head Start Care
- 20 kids to participate in Toys R Us/Chickadee activities

For \$2 per week:

- 2 meals at a shelter to receive help and support
- 2 young adults to be trained in CPR, blood donor or job training
- 2 people to receive outpatient treatment for drug or alcohol dependence

For \$8 per week:

- 8 meals at a shelter to receive help and support
- 8 families to receive housing assistance counseling
- 8 families to receive housing assistance counseling
- 8 people to receive outpatient care

C&S Wholesale Grocers United Way

United Way regional organizations funded by C&S in 2005:

- CALIFORNIA
Fresno County
California Capital Region
San Joaquin County
- CONNECTICUT
Capital Area
- HAWAII
Aloha
- MARYLAND
Montgomery
Community Partnership of Harford County
Ann Arundel County
Calvert County
Charles County
Central Maryland
Prince George's County
St. Mary's County
National Capital Area
- MASSACHUSETTS
Pioneer Valley
Hampshire Community
Merrimack Valley
Franklin County
- NEW HAMPSHIRE
Monadnock
Heritage United Way
Greater Nashua
- NEW JERSEY
Central Jersey
Ocean County
Bergen County
Hudson County
Greater Union County
Monmouth County
Passaic County
- NEW YORK
Orange County
Buffalo & Erie County
Dutchess County
Niagara
Tonawanda
Wyoming County
- OHIO
Delaware County
Greater Cleveland
- PENNSYLVANIA
Smethport Area
Capital Region
- VERMONT
Windham County

When tragedy strikes, C&S responds

Truly, this has been a year like no other. In the space of just nine months, two major natural disasters brought devastation and despair to our world. The great tsunami of 2004 and the fury of Hurricane Katrina leveled cities, killed thousands of people and destroyed the homes and livelihoods of millions.

The C&S response to each of these tragedies was immediate, practical and generous. Without hesitation, our company and Associates contributed time and money to relief efforts.

Close to home:

In early October of 2005, the Keene, New Hampshire area—home to C&S corporate headquarters—experienced heavy rains and disastrous flooding. Several people died, homes were flattened and roads and bridges were swept away.

Within 24 hours, C&S had mobilized to help our neighbors.

- We sent a refrigerated trailer to the flooded town of Alstead to help residents store their food and keep it from spoiling.

A wave of compassion

December 26, 2004 started out quietly enough.

Here in America, families basked in the post-holiday glow. But across the world, a disaster of unprecedented proportions was about to engulf Thailand, India and other countries on the Indian Ocean.

The great tsunami of 2004 will rank as one of history's deadliest natural catastrophes, leaving over 50,000 people dead and millions more—most of them children—homeless, hungry and grieving.

At C&S, the response to this tragedy was immediate and overwhelming. While logistics prevented us from sending food, we were able to donate money.

C&S Associates opened their hearts and wallets to make generous donations to the



"When I see all the help that C&S is providing, my heart swells with pride at being an employee of this company."

- Cheryl Meehan, Technical Services, C&S, Brattleboro, VT

American Red Cross International Response Fund and the Oxfam America Asian Earthquake Fund. Within 12 days, we had collected over a quarter million dollars to send to tsunami victims.

which supported the National Guard, first responders and other emergency personnel working day and night to repair roads and bridges, to restore power and to help displaced families.

We also donated cleaning supplies and frozen food to a local homeless shelter, to be used when their evacuated residents returned.

- Immediately after the flooding, C&S donated bottled water, snacks and bleach to the Keene chapter of the American Red Cross for disaster rescue teams and/or displaced families housed at the town's recreation center. A second shipment three days later—when the rains had not let up— included more substantial food relief as well as soap, paper goods and cleaning supplies.

- We donated juice boxes, bottled water, and granola bars and canned soup to the Keene chapter of The Salvation Army,

An American tragedy

History will record Hurricane Katrina as one of the worst catastrophes in US history—a storm that killed over 900 people, left over one million people homeless and crippled the economy of New Orleans and the Gulf Coast. No one alive today will forget the horrific devastation that Katrina left behind.

In the wake of the storm, many responded with shock and disbelief. At C&S, we responded with food, water and cash donations to the American Red Cross and other relief organizations. In fact, the morning after the storm, even before the National Guard reached New Orleans, a truck loaded with bottled water was leaving our Collington Services warehouse for New Orleans. And the trucks kept on rolling, day after day, bringing

"As someone who was born and raised in New Orleans I want to say THANK YOU to everyone at C&S for their generous response."

- Jeff Palacio, Merchandising Analyst
C&S, Mauldin, SC

over one million pounds of water, food, ice and supplies to Katrina survivors. C&S worked closely with America's Second Harvest, the American Red Cross and FEMA to ensure that supplies reached those in need as quickly as possible.

We also partnered with Oprah Winfrey, America's Second Harvest and Federal Express to facilitate the purchase and distribution of nine truckloads of food and supplies. This effort was part of Ms. Winfrey's one million dollar donation to help the rescue efforts.

The C&S response to Katrina:

- Participated in many relief convoys to the Gulf Coast. C&S has donated over 400,000 pounds of food, water and other supplies to help the victims of Hurricane Katrina and supplied an additional 600,000 pounds.
- Delivered food and supplies for the Ellisville State School in Mississippi which cares for 500 children with mental retardation and developmental disabilities.

- Donated wooden pallets for use by the Army National Guard to stage food and supplies at Bradley International Airport in Connecticut prior to flights south.

- Established a system to collect \$125,000 in employee contributions through payroll deduction for the American Red Cross or Friends At C&S.

- Set up collection boxes at C&S locations for employees to donate food, clothing, toys and back-to-school supplies for families displaced by the storm.



"We gave up our company's division picnic this year and donated the funds to Hurricane Katrina relief instead. Everyone agreed it was the right thing to do."

- Ed Thomas, C&S/Sacramento Logistics, CA

Hurricane Katrina touched all our lives

Hurricane Katrina was a disaster that literally hit home for C&S Gulf Coast Associates, many of whom suffered property loss and severe damage to their homes. Others, who serve in the National Guard, were called to help out with rescue and relief efforts.

But these C&S employees were not left to fend for themselves. C&S management and their fellow Associates all across the country stepped up quickly to help with financial assistance, donations and offers of housing.

"I am from Mississippi and my family is still there. They are safe, but living in disbelief at all the destruction. People here at C&S have offered me everything from money to send home to hugs."

- Dawn Myers, C&S Wholesale Grocers
Military Accounts Receivable, C&S, Brattleboro, VT



Volunteer Work

C&S Volunteers make the difference

Volunteer Profiles

Caring in action

C&S employees have extra-big hearts. How else do you explain the extra hours they spend volunteering and performing community service? They coach kids' sports. They organize walk-a-thons. They serve on committees, task forces and boards.

They are volunteer firefighters, scout troop leaders, tutors and mentors. And they do all these things not because we ask them to, but because they want to.

In 2005, C&S Associates participated in a wide range of national and local volunteer programs, including:

National Hunger Awareness Day

For those employed in the grocery distribution industry, the problem of hunger touches a chord. Each June, on National Hunger Awareness Day, C&S Associates respond with remarkable generosity. In 2005, our Associates donated over 6 1/2 tons of food during our company-wide food drive. The collected food was loaded onto C&S trucks and shipped to over a dozen food banks.

Make a Difference Day

This national day of volunteering has become a new American tradition, and it's one that C&S Associates have heartily embraced.

In 2005, C&S volunteers from eight different facilities showed up to "make a difference" for their communities. They rolled up their sleeves and painted food pantries in Vermont and New Hampshire, and an entire warehouse room at a food bank in New York. They built wooden shelves at a soup kitchen in South Carolina. They harvested fall crops for food banks in Maryland, and packed boxes for food banks in Hawaii and Buffalo, New York. And at C&S/Erie Logistics in Ohio, last year, our ingenious Associates constructed a roller-type conveyor system to help a local food pantry ship food more efficiently.

At almost all of these worksites, C&S picked up the tab for paint, brushes, plywood and building supplies.

Proudly supporting our volunteers

At C&S, we're proud of our employees' volunteer spirit, and we support that spirit with two great programs that acknowledge (and maximize) their contributions.

Dollars for Doers

The Dollars for Doers program was designed to let employee volunteers earn cash donations for qualified nonprofit groups and organizations. After meeting a minimum requirement of 25 hours of volunteering, C&S employees qualify for a donation of one dollar for each hour of service beyond that. These dollars can add up to a substantial contribution to a favorite charity, which is why Dollars for Doers is becoming so popular with our employees. Their time, talents and energy are honored by a donation from C&S.

Team Up and Make Strides

Team Up and Make Strides is a new program launched at C&S Wholesale Grocers in 2005. It recognizes that our Associates love to volunteer by participating in walk-a-thons, bike-a-thons, hike-a-thons, swim-a-thons, bowl-a-thons, runs, etc. as a way to raise funds and awareness for nonprofit groups in their communities. These include the March of Dimes, American Cancer Society and the Make-A-Wish Foundation.

Teams of four employees qualify for a donation to the charity, with higher donations for events that focus on the fight against hunger. Team members are asked to raise a minimum of \$25 apiece for the charity (above the company's support), and each receives a Team Up and Make Strides T-shirt.



Lisa Bassick

C&S 2005 Volunteer of the Year
West Brattleboro, VT

The problem of child abuse disturbs Lisa Bassick—especially since she believes much of it is preventable.

"A lot of child abuse arises out of frustration and inexperience on the part of parents," she says. "They may not have the emotional maturity to solve their parenting problems, or they may never have had any positive role models. So they act on impulse."

Lisa decided to be part of the solution by volunteering with Prevent Child Abuse Vermont (PCAV) as a facilitator for the organization's Family Nurturing classes. After her training, she worked with families at risk, teaching them how to communicate better and grow closer to each other.

Lisa, a C&S Associate in the accounts receivable department, not only received a C&S Dollars for Doers grant for PCAV, she was also named C&S 2005 Volunteer of the Year. And in September of 2005, she was honored with a national "Point of Light" award, given by the Points of Light Foundation to individuals who make a difference in their communities.

"Besides ending hunger, it is hard to think of any cause more emotionally compelling and worthwhile than ending child abuse," said Rick Cohen, chairman and CEO of C&S. "Thanks to the work of Lisa Bassick and Prevent Child Abuse Vermont, many families at risk now have the tools they need to stop hurting."



Ronald Cox

Sacramento, CA

When the California State Railroad Museum put out the call for volunteers, Ron Cox got on board—and he's been "riding the rails" ever since.

Ron, a dock foreman for C&S in Sacramento, has always been interested in trains and railroads, and is pleased to share his interest with the public as an exhibit interpreter and a "car attendant" on the museum's excursion train.

"I explain the exhibit to visitors and answer their questions," says Ron, adding that working in the museum can be challenging.

"We have some very knowledgeable visitors, so all volunteers here take classes on the history of the transcontinental railroad."

Ron also enjoys telling school children about how the great steam trains transformed the world of their great-great-grandparents and were the most popular choice for interstate travel well into the 20th century.

"I like history, I like trains and I like people," says Ron. "This job is perfect for me."

C&S agrees, and this year awarded a Dollars for Doers grant to the museum in honor of his time and commitment.



Laura DeNofrio

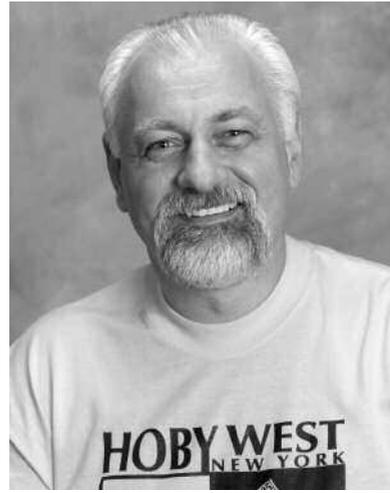
Hatfield, MA

Laura DeNofrio is a dairy assistant for C&S. She has a warm smile, a lively personality, a positive attitude—and multiple sclerosis.

For the past five years, Laura has organized a cycling team with C&Sers and friends that participate in the "Great Mass Getaway," a two-day, 150-mile bicycle ride to raise money for the Multiple Sclerosis Society. As captain of her team, Laura supplies the motivation and enthusiasm to see her riders through the long weekend of cycling. This year alone the team raised \$9,000 for multiple sclerosis research.

Laura's tireless efforts on behalf of the Multiple Sclerosis Society qualified her for a C&S Dollars for Doers award, which was donated to the Society.

"Helping others with MS, and helping find a cure, are both very important to me," says Laura. "I'm grateful to C&S and to my colleagues here for all the support I've received—and the team will be back next year, so if anyone wants to ride, give me a call!"



Glen Gerevics

Alden, NY

Glen Gerevics believes in today's young people. And he's determined to help them get the tools they need to become effective future leaders. That's why he volunteers with the Hugh O'Brien Youth Leadership Program, or HOBY.

HOBY, founded in 1958 by actor Hugh O'Brien, is one of America's most acclaimed youth leadership development programs. The program offers seminars, workshops and training programs, all designed to motivate and empower young people to make a positive difference. Conferences are led by expert trainers, and guests often include top leaders in business, industry and politics.

"Young people today confront a complicated world," Glen notes. "HOBY works to develop youth leaders who will be ready to meet the challenges of today and tomorrow. I love seeing young adults in the program grow more confident and mature. These students are our best hope for the future."

Glen's own son and daughter have gone through the HOBY program and are also now volunteers.

As a result of his commitment to HOBY, Glen, who works as a forklift operator at C&S/Erie Logistics in upstate New York, earned a 2005 C&S "Dollars for Doers" award for the organization.



Darryll Hickey

Harrisburg, PA

A receiver on the night shift at the C&S warehouse in Harrisburg, Pennsylvania, Darryll Hickey frequently finishes up his work at 8 am...and goes straight to his next job: volunteering at Pinnacle Health/Harrisburg Hospital. There, for the next few hours, Darryll escorts patients, delivers mail and flowers, helps stock the gift shop and works in the volunteer office.

"You always hear people say that 'giving is better than receiving'," Darryll says. "Well, I've learned it's true. Helping patients and their families really energizes me—even after a full night's work. It's a great feeling."

Darryll credits his volunteer coordinator at Pinnacle, Patti Longenecker, with inspiring him (and countless others) every day. "Patti is a great lady with a big heart. She motivates all of us with her enthusiasm and compassion for others."

"Being a hospital patient can be a little frightening," Darryll notes. "If I can bring a smile to someone's face, or help them relax a little bit, I feel that I've done something valuable."

Darryll's commitment to Pinnacle qualified for the C&S "Dollars for Doers" grant, and the hospital used the funds to purchase silk flower bouquets for patients, their families and the hospital staff to enjoy.



James Murawski

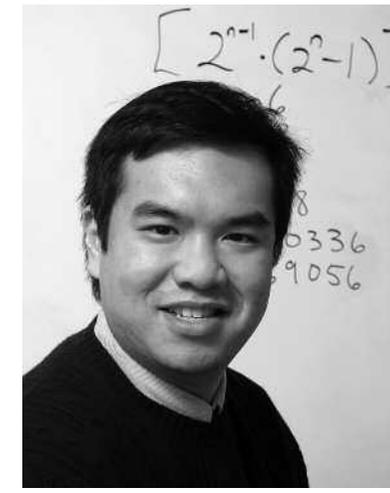
Mayfield, OH

It's easy to put a "Support our Troops" magnet on your car. But Associate James Murawski goes a step beyond that. James, a dock supervisor at C&S/Erie Logistics in Maple Heights, Ohio, shows his support for our military by volunteering with the United Service Organization (or, as it's known to generations of grateful soldiers, the USO.)

"Serving in the military today isn't easy," says James. "Our servicemen and women need all the support they can get. I help out by assisting at USO functions and by soliciting donations of items for care packages which are sent to military personnel around the world. I also sew baby seabags, which are designed to hold items for newborns. My wife and I sew the baby seabags (she lets me use her old sewing machine) and we deliver them to the USO. The USO then fills the bags with items to be given to military families after the birth of a new baby."

In 2005, James helped plan a successful fundraiser for the USO. He also delivers his wife's baked goods to canteens and military recruiter's offices.

In recognition of James' dedication and hard work, C&S awarded a "Dollars for Doers" grant to the USO of Northern Ohio



Johnny Yang

Keene, NH

With video games, music and TV clamoring for kids' attention, how do you keep students interested in academics—especially in mathematics?

Johnny Yang, a Business Analyst at the C&S corporate headquarters in Keene, NH, believes that adult involvement makes a huge difference. That's why he volunteers his time as a mathematics tutor at a local school.

"My goal is to motivate and mentor students—to push them to achieve their true academic potential."

In 2005 Johnny started coaching a group of young students who were preparing for a statewide math competition. (Johnny himself is an alumnus of this same competition, sponsored by Mathcounts, a national organization that promotes math skills in youth.) During the school year, Johnny met with his team of kids at night, after work, and during the weekends for several hours a week to provide intensive math coaching. He also accompanied the group to the competition, where they performed even better than they had anticipated.

Johnny believes that adult volunteers can be important role models for students. "I hope these kids will look back on their experiences and decide to volunteer in their communities also," he says.

About C&S

Founded in 1918, C&S Wholesale Grocers, Inc. is one of the world's leading providers of distribution and warehousing services to supermarket chains and independent stores. From over 50 warehouse facilities throughout the United States, C&S delivers to more than 4,000 locations. And, with sales of over \$16 billion in 2005, C&S is currently the eighth largest privately held company in the nation, as ranked by Forbes magazine.

From perishables to paper products, from anchovies to zucchini—if it's going into a grocery bag, C&S gets it there. Currently, we distribute more than 53,000 food and nonfood items.

"What all will acknowledge is C&S' enormous growth and its growing influence in the food industry."

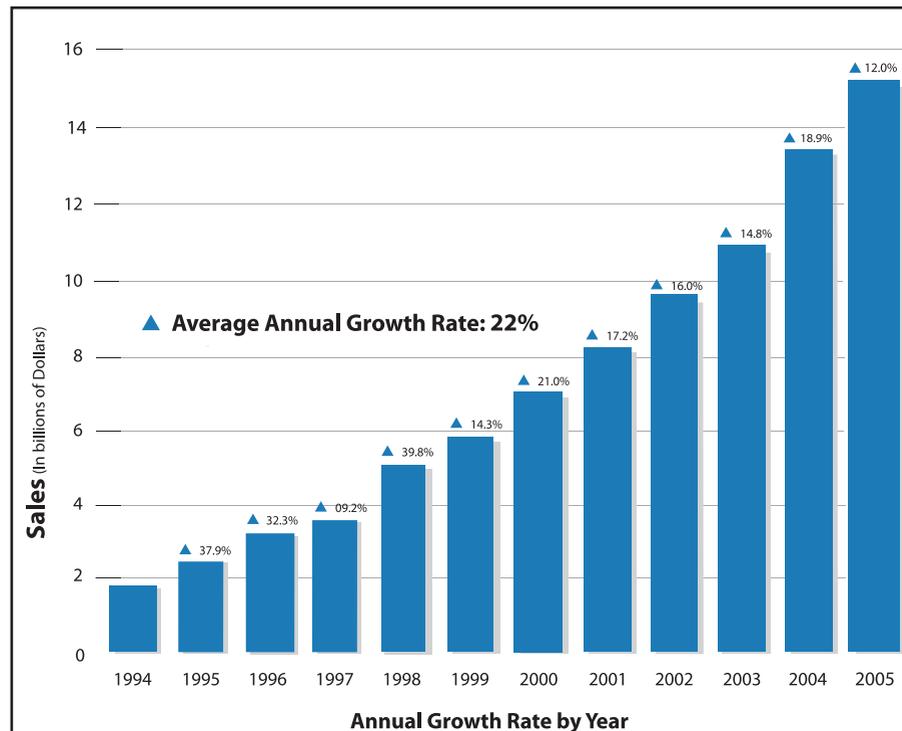
Supermarket News, August 1, 2005

A company on the move

In recent years, C&S has grown at an astounding rate:

- Annual average growth of 22% since 1994
- Sales for 2006 projected to surpass \$20 billion

- Employs over 20,000 Associates
- Storage space of over 15 million square feet
- Since its founding as a single warehouse in Massachusetts, C&S has broadened to over 50 facilities in 15 states.



Serving America's food giants

C&S customers include:

- A&P, BI-LO/BRUNO'S, Big Y Foods, BJ's Warehouse, Demoulas, Food Mart, Giant Food Stores, Great American, Pathmark, Safeway, SavMart/Foodmax, Shaw's, Stop and Shop, and many independently owned and operated grocery stores.
- Military bases throughout the northeastern, midwestern and western United States.

The companies we keep

C&S Wholesale Grocers is proud to include three excellent companies in our corporate family:

- Grand Union Family Markets
- Southern Family Markets
- ES3





C&S helps a nonprofit New Hampshire land trust preserve a significant tract near the company's corporate headquarters.

A commitment to people... and to the planet we share

Caring about our neighbors is an integral part of the C&S philosophy. That also means caring about the planet we all share.

At C&S we believe in taking responsible measures to protect our environment, such as reducing waste, conserving energy and recycling and reusing materials whenever possible. We are wholeheartedly committed to meeting or exceeding all environmental regulatory standards.

We're also exploring new ways to reduce our impact on the environment. One exciting new innovation, our corporate "Virtual

Information Center" will allow our Associates to access important benefits information electronically, eliminating the need for millions of sheets of paper.

C&S recycles

At just the C&S corporate headquarters alone, during the first nine months of 2005, about 113 tons of paper and cardboard were recycled. According to the U.S. Environmental Protection Agency, when calculated in terms of mature trees saved, this equalled 1,500 trees.



Items recycled by C&S in 2005:

- Office paper
- Plastic wrap/shrink wrapping
- Steel and tin cans
- Wooden pallets
- Used motor oil
- Corrugated cardboard
- Electronics/computers

Conserving nature for future generations

Recently, C&S made a commitment to the Monadnock Conservancy toward the permanent protection of nearly 1,000 acres of environmentally sensitive land near C&S corporate headquarters. The land—one of the largest unfragmented stretches of habitat in southwestern New Hampshire—includes

500 acres of forest, over 6 miles of streams, 22 acres of wetlands, and more than 100 different mammals and bird species. This rare piece of land was identified as a conservation priority by many different community groups and ecologists.

With C&S support, as well as matching state funds and private donations, generations to come will be able to enjoy this special place in all its natural beauty.

Caring, sharing and touching lives

In every community, there are so many ways to care for, and share with others. From food banks to fire departments, from clinics to concerts, from meal programs to medical research, C&S is proud to support organizations who are making our world a better place.

The organizations listed here are just some of those who received contributions from C&S Wholesale Grocers between October 1, 2004 and September 30, 2005.

4-H

Alliance for Building Community
Alzheimer's Association
American Cancer Society
American Heart Association
American Red Cross
American Stroke Association
Arts Council of Windham County
Ashuelot Head Start
Association for Community Living
Avenel NJ Volunteer Fire Company 1
Berkshire East Ski Patrol
Big Brothers Big Sisters
Blueberry Fiddle Festival
Bonnie CLAC
Boys & Girls Clubs
Boy Scouts
Brattleboro Fire Department
Brattleboro Area Community Land Trust
Brattleboro Area Drop In Center
Brattleboro Area Hospice
Brattleboro Kids Fair
Brattleboro Last Night
Brattleboro Memorial Hospital
Brattleboro Museum & Art Center
Brattleboro Music Center
Brattleboro Retreat

Brattleboro Senior Meals
Brattleboro Walk In Clinic
Brattleboro Winter Carnival
Brattleboro Senior Union High School & Alumni Association
Brookline Elementary School
Brooks Memorial Library
Caitlin's Smiles
California State Railroad Museum
Camp Waubanoag
Cedarcrest
Center Stage Cheshire County
Central PA Food Bank
Cheshire Fair Association
Chester Police Benevolent Association
Chesterfield School
Child First
Cleveland Foodbank
Colonial Theatre
Community FoodBank of New Jersey
Community Kitchen
Community Support Systems
Council on Aging for Southeastern Vermont
Cystic Fibrosis Foundation
Dorothy M. Breor Elementary School
Emmorton Recreation
Food Bank of Western Massachusetts
Food Bank of Western New York
Forks Volunteer Hose Company Number 2
Franklin County Babe Ruth League
Franklin County Community Meals Program
Fresno Community Food Bank
Friends of the Farm at Hilltop
Girl Scouts
Giving Monadnock
Guilford Central School
Guilford Volunteer Fire Department
Hall Farm Center for Arts & Education
Harris Hill Ski Jump
Hartford Food System
Hatfield Book Club
Hatfield Public Library
Hemlock Girl Scout Council

Hilltop House
Hinsdale High School Drama Club
Holly Jolly Wish List
Homecoming Project
Hugh O'Brian Youth Leadership Program
In-Sight Photography Project
International Institute of New Jersey
International Language Institute of Mass.
James Faulkner Elementary School
Jimmy Fund
John Burroughs Elementary School
Jonathan Daniels-Martin Luther King Committee
Keene Chorale
Keene High and Middle School
Keene Montessori School
Keene State College
Keene Swamp Bats
Keene Youth Hockey Club
KidsPLAYce
Kokua Kalihi Valley
Comprehensive Family Services
Make-A-Wish Foundation
March-of-Dimes
Maryland Food Bank
Maryland Kidsave Summer Miracles
Massachusetts Army National Guard
Michael E. Smith Endowment for Excellence in Education
Midway Fire Company No. 2 of Enola Pennsylvania
Monadnock Conservancy
Monadnock Family Services
Monadnock Habitat for Humanity
Monadnock Humane Society
Montgomery Devils Girls Softball
National CASA Association
Multiple Sclerosis Society
National Child Safety Council
National Student Campaign Against Hunger and Homelessness
Nelson School
New Brook Volunteer Fire & Rescue Association
New England Food Foundation
New England Youth Theatre
New Hampshire Food Bank

New Hampshire Humanities Council
Newburgh Baseball Booster Club
Norris Cotton Cancer Center
North Brunswick Volunteer Fire Department
Northampton Fire Department
Oak Grove School
Operation Pentucket Cares/Community Service Program
Operation Yellow Ribbon
Orange-Ulster BOCES
Oxfam America
Pennsylvania Hunger Action Center
Pinnacle Health/Harrisburg Hospital
Planned Parenthood of Northern New England
Prevent Child Abuse
Putney Family Services
Putney Recreation League
radio free brattleboro
Recap Nutrition Program of Orange County
Rescue One
Rett Syndrome Research Foundation
Rise...for baby and family
Rowell Elementary School
RSVP of Windham County
San Joaquin River Parkway and Conservation Trust
Second Harvest Food Bank of San Joaquin & Stanislaus Counties
Senior Gleaners
Shore Dreams for Kids
Sophia's Hearth Family Center
Special Olympics
Speed Demons Junior Olympic Softball Association
Spofford Fire & Rescue Dept
St. Augustine Youth Organization
St. Joseph's School
Stewart Airbase Regional Alliance
Strolling of the Heifers
Susan G. Komen Breast Cancer Foundation
Thayer High School
The Gathering Place
The Grammar School
The Samaritans
Thorne Memorial Art Gallery
Town of Putney

Townshend School
TRAIL
Troy Elementary School
Twin States Network
USO
Valley Youth Sports
Vermont Foodbank
Vernon & Brattleboro Boy Scout Troops
Volunteers in Public Schools of Westfield
W.H.A.L.E.R.'s Creation
Waianae Community Outreach
Walkill Area Youth Soccer
Walpole Primary School
Wardsboro Elementary School
Washingtonville Volunteer Fire Dept.
West Seneca Youth Hockey Association
Western Massachusetts Training Consortium
Westfield Athenaeum
Westfield North Middle School
Students Against Destructive Decisions
Westgate Housing
Westmoreland School
Windham County Safe Kids
Windham World Affairs Council of Vermont
Windsor High School - Project Graduation
Windsor Locks Fire Dept.
Windsor Locks Preservation Association
Women's Crisis Center
Women's Farm Bureau Association
Yellow Barn
Youth Services

Community Involvement Mission Statement

C&S Wholesale Grocers supports initiatives to stop hunger and to promote the health and enrichment of communities that are homes to our employees and facilities.

C&S 2005 Community Contributions: Doing what we can to help.



Employee volunteers

Sponsorships

Local giving

Major grants

United Way giving

Product donations to America's Second Harvest food banks

C&S Wholesale Grocers

LOCATIONS: ■ Aberdeen, MD ■ Baltimore, MD ■ Brattleboro, VT ■ Birmingham, AL ■ Greater Buffalo, NY
■ Chattanooga, TN ■ Chester, NY ■ Greater Cleveland, OH ■ Dunmore, PA ■ Fresno, CA ■ Central Islip, NY
■ Kapolei, HI ■ Keene, NH ■ Harrisburg, PA ■ Mauldin, SC ■ Montgomery, NY ■ Metro NJ area ■ Newburgh, NY
■ New Orleans, LA ■ North Hatfield, MA ■ Sacramento, CA ■ South Hatfield, MA ■ Suffield, CT ■ Tracy, CA
■ Upper Marlboro, MD ■ Westfield, MA ■ Windsor Locks, CT

HEADQUARTERS:

C&S Wholesale Grocers, 7 Corporate Drive, Keene, NH 03431

■ 603-354-7000 ■ Fax: 603-354-4690 ■ www.cswg.com

For further information about C&S and our community involvement programs,
please contact Gina Goff, Director of Corporate Giving and Community Involvement.