


No. 87345	Idaho Corporation Annual Report Form <i>Due No Later Than November 1, 1990</i>	2. Registered Agent and Office U.S. CORPORATION COMPANY 700 WEST IDAHO, SUITE 101 BOISE ID 83701 58
Return To Secretary of State Room 203, Statehouse Boise, ID 83720 NO FEE REQUIRED	1. Mailing Address — Please Correct SAFEWAY INC. TAX DEPARTMENT 4TH & JACKSON STREETS OAKLAND CA 94660	3. Incorporated Under The Laws of DE NO: 082345

4. Names and Addresses of Officers and Directors					
	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>
President:	Peter A. Magowan	201 - 4th Street	Oakland	CA	94660
Secretary:	Bernat Rosner	201 - 4th Street	Oakland	CA	94660
Directors:	George A. Roberts	101 - California Street	San Francisco	CA	94111
	Henry R. Kravis	9 West 57th Street	New York	NY	10019

5. Nature of Business Retail Grocery Chain	6. I certify that this Annual Report has been examined by me and is to the best of my knowledge true, correct and complete. <div style="display: flex; justify-content: space-between; align-items: flex-end;"> <div style="text-align: center;">  Signature <small>(Typed or Printed)</small> Bernat Rosner </div> <div style="text-align: right;"> Date July 10, 1990 Title Secretary & V.P. </div> </div>
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NAMES AND BUSINESS ADDRESSES OF
DIRECTORS OF SAFEWAY INC.
(A Delaware Corporation)

<u>Name</u>	<u>Address</u>
Peter A. Magowan, Chairman	Fourth & Jackson Streets Oakland, CA 94660
James H. Greene, Jr.	Kohlberg Kravis Roberts & Co. 101 California Street, Suite 4550 San Francisco, CA 94111
Henry R. Kravis	Kohlberg Kravis Roberts & Co. 9 West 57th Street New York, NY 10019
Robert I. MacDonnell	Kohlberg Kravis Roberts & Co. 101 California Street, Suite 4550 San Francisco, CA 94111
George R. Roberts	Kohlberg Kravis Roberts & Co. 101 California Street, Suite 4550 San Francisco, CA 94111
Harry D. Sunderland	Fourth & Jackson Streets Oakland, CA 94660
Michael T. Tokarz	Kohlberg Kravis Roberts & Co. 9 West 57th Street New York, NY 10019

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Revised 3/12/90

NAMES AND BUSINESS ADDRESSES OF OFFICERS AND
ASSISTANT OFFICERS OF SAFEWAY INC.
(a Delaware corporation)

Executive Officers

<u>Name and Position</u>	<u>Business Address</u>
Peter A. Magowan Chairman, President & Chief Executive Officer	Fourth & Jackson Streets Oakland, CA 94660
Harry D. Sunderland Vice Chairman	Fourth & Jackson Streets Oakland, CA 94660
John N. Bell, Jr. Executive Vice President	Fourth & Jackson Streets Oakland, CA 94660
E. Richard Jones Executive Vice President	Fourth & Jackson Streets Oakland, CA 94660
William D. Lowe Executive Vice President	Fourth & Jackson Streets Oakland, CA 94660
Michael M. Pharr Executive Vice President, Chief Administrative & Financial Officer	Fourth & Jackson Streets Oakland, CA 94660
Robert H. Kinnie Canada President & CEO	47th Floor Petro Canada Centre 150 6th Ave., S.W. P. O. Box 864, Stn. M Calgary, Alberta Canada T2P 2J6
William M. Albers Senior Vice President - Distribution	Fourth & Jackson Streets Oakland, CA 94660
Robert E. Bradford Senior Vice President - Public Affairs	Fourth & Jackson Streets Oakland, CA 94660
Charles K. Crovitz Vice President - Marketing Systems Division	2800 Yonacio Valley Road Walnut Creek, CA 94598
Frithjof J. Dale Senior Vice President - Finance & Assistant Secretary	Fourth & Jackson Streets Oakland, CA 94660
Roderick W. Davis Senior Vice President - Management Information Systems	Fourth & Jackson Streets Oakland, CA 94660

David J. Domeier
Vice President - Controller

Fourth & Jackson Streets
Oakland, CA 94660

Philip G. Horton
Senior Vice President -
Real Estate & Engineering

Fourth & Jackson Streets
Oakland, CA 94660

George D. Marshall
Vice President -
Industrial Relations

Fourth & Jackson Streets
Oakland, CA 94660

Bernat Rosner
Senior Vice President,
Secretary & General Counsel

Fourth & Jackson Streets
Oakland, CA 94660

Wilber L. Schinner
Senior Vice President -
Director of Marketing

Fourth & Jackson Streets
Oakland, CA 94660

Walter J. Schoendorf
Senior Vice President -
Supply Operations

Fourth & Jackson Streets
Oakland, CA 94660

Patrick S. Totman
Senior Vice President -
Treasury

Fourth & Jackson Streets
Oakland, CA 94660

Richard A. Wilson
Vice President - Tax

Fourth & Jackson Streets
Oakland, CA 94660

Ronald F. Zachary
Senior Vice President -
Human Resources

Fourth & Jackson Streets
Oakland, CA 94660

U. S. Retail Division Managers

John A. Cartales
Senior Vice President (Portland)

16300 S.E. Evelyn Street
Clackamas, Oregon 97015

Thomas C. Keller
Senior Vice President (Seattle)

1121 - 124th Ave., N.E.
Bellevue, WA 98005

Donald L. Gates
Senior Vice President (Eastern)

6000 Columbia Park Road
Landover, MD 20785

Robert D. Greene
Senior Vice President (Denver)

3888 East Mexico Avenue
Denver, CO 80210

Robert R. Taylor
Senior Vice President (Phoenix)

2750 So. Priest Drive
Tempe, AZ 85282

George D. Unti
Senior Vice President (N. Calif.)

47400 Kato Road
Fremont, CA 94537

Other Officers

Bert W. Anderson Vice President & Assistant Secretary - Risk Management Division	Fourth & Jackson Streets Oakland, CA 94660
Robert G. Backovich Vice President - Produce Division	Fourth & Jackson Streets Oakland, CA 94660
Maurice Barron Vice President - Tax Division	Fourth & Jackson Streets Oakland, CA 94660
Michael G. Bingham Vice President - Supply Production Division	2800 Ygnacio Valley Road Walnut Creek, CA 94598
Thomas J. Conway Vice President - Communications Division	Fourth & Jackson Streets Oakland, CA 94660
Floyd D. Crowe Vice President - Brands Marketing & Buying Division	2800 Ygnacio Valley Road Walnut Creek, CA 94598
Thomas J. DeMott Vice President - Corporate Meat Division	Fourth & Jackson Streets Oakland, CA 94660
Richard A. Gelhaus Vice President - Supply Finance & Admin. Division	Fourth & Jackson Streets Oakland, CA 94660
Ronald Giglio Vice President - Advertising & Promotion	Fourth & Jackson Streets Oakland, CA 94660
Richard P. Hillery Vice President - Marketing Operations (Eastern)	6000 Columbia Park Road Landover, MD 20785
Russell L. Jacobus Vice President - Asset Finance Department	Fourth & Jackson Streets Oakland, CA 94660
Gordon W. Jones Vice President - Real Estate Law Division	Fourth & Jackson Streets Oakland, CA 94660
William W. Liedtke Vice President - Mideast Operations	Fourth & Jackson Streets Oakland, CA 94660

Wayne Leader
Vice President -
Specialty Foods Division

Fourth & Jackson Streets
Oakland, CA 94660

Barbara J. McKee
Vice President -
Audit Division

Fourth & Jackson Streets
Oakland, CA 94660

William L. Morgan
Vice President -
Retail Accounting Division

Fourth & Jackson Streets
Oakland, CA 94660

Harvey K. Naito
Vice President & Treasurer

Fourth & Jackson Streets
Oakland, CA 94660

Ronald K. Parmelee
Vice President -
Systems & Services Group

Fourth & Jackson Streets
Oakland, CA 94660

Rayburn D. Pearce
Vice President -
Corporate Seafood Division

Fourth & Jackson Streets
Oakland, CA 94660

Gary D. Smith
Vice President -
Corporate Grocery Division

Fourth & Jackson Streets
Oakland, CA 94660

John M. Shepherd
Vice President -
State Government Relations Manager

Fourth & Jackson Streets
Oakland, CA 94660

James T. Summers
Vice President -
Grocery Manufacturing Division

2800 Ygnacio Valley Road
Walnut Creek, CA 94598

James E. Whitticom
Vice President -
Variety Merchandising Division

Fourth & Jackson Streets
Oakland, CA 94660

Assistant Officers

Michael P. Avery
Assistant Vice President &
Assistant Secretary

Fourth & Jackson Streets
Oakland, CA 94660

Gary W. Brannan
Assistant Vice President &
Assistant Secretary

14406 E. Evans Ave.
Suite 200
Aurora, CO 80014

James J. Carroll, III
Assistant Vice President &
Assistant Secretary

1121 - 124th Ave., N.E.
Bellevue, Wa 98005

Thomas D. Castleberry
Assistant Vice President &
Assistant Secretary

6000 Columbia Park Road
Landover, MD 20785

Charles W. Curran
Assistant Vice President &
Assistant Secretary

1121 124th Ave., N.E.
Bellevue, WA 98005

Louis Duffer
Assistant Secretary

6700 Columbia Park Road
Landover, MD 20785

Yvonne Gonzales
Assistant Vice President

Fourth & Jackson Streets
Oakland, CA 94660

Steven J. Gouig
Assistant Vice President &
Assistant Secretary

47400 Kato Road
Fremont, CA 94537

Jerome P. Harrison
Assistant Vice President &
Assistant Secretary

Fourth & Jackson Streets
Oakland, CA 94660

Gail Brown Hill
Assistant Secretary

6000 Columbia Park Road
Landover, MD 20785

Kathleen L. Nemeth
Assistant Secretary

Fourth & Jackson Streets
Oakland, CA 94660

Gary W. Oswald
Assistant Vice President &
Assistant Secretary

47400 Kato Road
Fremont, CA 94537

Gary D. Scott
Assistant Vice President &
Assistant Secretary

Fourth & Jackson Streets
Oakland, CA 94660

Ellen Elizabeth Sherwood
Assistant Secretary

Rt. 1, Box 3
Easton, MD 21601

Dennis M. Stokley
Assistant Vice President &
Assistant Secretary

Fourth & Jackson Streets
Oakland, CA 94660

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William D. Lowe Executive Vice President	Fourth & Jackson Streets Oakland, CA 94660
Michael M. Pharr Executive Vice President	Fourth & Jackson Streets Oakland, CA 94660
Robert H. Kinnie Canada President & CEO	47th Floor Petro Canada Centre 150 6th Ave., S.W. P. O. Box 864, Stn. M Calgary, Alberta Canada T2P 2J6
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Robert E. Bradford Senior Vice President	Fourth & Jackson Streets Oakland, CA 94660
Charles K. Crovitz Vice President	2800 Ygnacio Valley Road Walnut Creek, CA 94598
Frithjof J. Dale Senior Vice President	Fourth & Jackson Streets Oakland, CA 94660
Roderick W. Davis Senior Vice President	Fourth & Jackson Streets Oakland, CA 94660
David J. Domeier Vice President	Fourth & Jackson Streets Oakland, CA 94660

Philip G. Horton Senior Vice President	Fourth & Jackson Streets Oakland, CA 94660
George D. Marshall Vice President	Fourth & Jackson Streets Oakland, CA 94660
Bernat Rosner Senior Vice President	Fourth & Jackson Streets Oakland, CA 94660
Wilber L. Schinner Senior Vice President	Fourth & Jackson Streets Oakland, CA 94660
Walter J. Schoendorf Senior Vice President	Fourth & Jackson Streets Oakland, CA 94660
Patrick S. Totman Senior Vice President	Fourth & Jackson Streets Oakland, CA 94660
Richard A. Wilson Vice President	Fourth & Jackson Streets Oakland, CA 94660
Ronald F. Zachary Senior Vice President	Fourth & Jackson Streets Oakland, CA 94660

Retail Division Managers

John A. Cartales Senior Vice President	16300 S.E. Evelyn Street Clackamas, Oregon 97015
Thomas C. Keller Senior Vice President	1121 - 124th Ave., N.E. Bellevue, WA 98005
Donald L. Gates Senior Vice President	6000 Columbia Park Road Landover, MD 20785
Robert D. Greene Senior Vice President	3888 East Mexico Avenue Denver, CO 80210
Robert R. Taylor Senior Vice President	2750 So. Priest Drive Tempe, AZ 85282
George D. Unti Senior Vice President	47400 Kato Road Fremont, CA 94537

Other Officers

Bert W. Anderson Vice President & Assistant Secretary	Fourth & Jackson Streets Oakland, CA 94660
Robert G. Backovich Vice President	Fourth & Jackson Streets Oakland, CA 94660

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Michael G. Bingham Vice President	2800 Ygnacio Valley Road Walnut Creek, CA 94598
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Thomas J. DeMott Vice President	Fourth & Jackson Streets Oakland, CA. 94660
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Donald Giglio Vice President	Fourth & Jackson Streets Oakland, CA 94660
Richard P. Hillery Vice President	6000 Columbia Park Road Landover, MD 20785
Russell L. Jacobus Vice President	Fourth & Jackson Streets Oakland, CA 94660
Gordon W. Jones Vice President	Fourth & Jackson Streets Oakland, CA 94660
William W. Liedtke Vice President	Fourth & Jackson Streets Oakland, CA 94660
Wayne Leader Vice President	Fourth & Jackson Streets Oakland, CA 94660
Barbara J. McKee Vice President	Fourth & Jackson Streets Oakland, CA 94660
William L. Morgan Vice President	Fourth & Jackson Streets Oakland, CA 94660
Harvey K. Naito Vice President	Fourth & Jackson Streets Oakland, CA 94660
Ronald K. Parmelee Vice President	Fourth & Jackson Streets Oakland, CA 94660
Rayburn D. Pearce Vice President	Fourth & Jackson Streets Oakland, CA 94660
Gary D. Smith Vice President	Fourth & Jackson Streets Oakland, CA 94660

John M. Shepherd Vice President	Fourth & Jackson Streets Oakland, CA 94660
James T. Summers Vice President	2800 Ygnacio Valley Road Walnut Creek, CA 94598
James E. Whitticom Vice President	Fourth & Jackson Streets Oakland, CA 94660

Assistant Officers

Michael P. Avery Assistant Vice President & Assistant Secretary	Fourth & Jackson Streets Oakland, CA 94660
Gary W. Brannan Assistant Vice President & Assistant Secretary	2600 So. Parker Road Bldg. 5, Suite 250 Aurora, CO 80014
James J. Carroll, III Assistant Vice President & Assistant Secretary	1121 - 124th Ave., N.E. Bellevue, Wa 98005
Thomas D. Castleberry Assistant Vice President & Assistant Secretary	6000 Columbia Park Road Landover, MD 20785
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Jerome P. Harrison Assistant Vice President & Assistant Secretary	Fourth & Jackson Streets Oakland, CA 94660
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Assistant Secretary

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Oakland, CA 94660

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Dennis M. Stokley
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Assistant Secretary

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