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About The NEW Kroger Community Rewards Program (Second Mailing)

Dear Valued Kroger Cares Administrator:

For 125 years, The Kroger Co. has made a strong commitment to support the communities where its associates live and work. Here in Michigan, the *Kroger Cares* program has helped more than 800 organizations annually to raise funds for their own needs since its inception in 1995.

With the recent economic crisis, many community leaders have come to us to ask for additional help. Therefore, we are proud to announce that beginning May 1, 2009, we will launch a new *Kroger Community Rewards* Program and we are dedicating \$2,000,000 to it! This program will enable us to help even more organizations, of all sizes.

The new program will replace *Kroger Cares*. Your members will earn funds just by using their Kroger Plus Cards, instead of a specially designated Kroger giftcard.

To get started, you must first register your organization in the *Kroger Community Rewards* Program by accessing our secure website at www.krogercommunityrewards.com to begin the registration process.

Enrollment is quick and easy – the forms are available on the website. Just download, fill out and return (1) your organization's Enrollment Application, (2) a signed copy of the Terms and Conditions, and (3) a copy of your organization's Letter of Determination from the Internal Revenue Service. Within 7 to 10 days, your organization will be listed in the Kroger Community Rewards on-line data base. You may then invite your group members to register online at our secure website, www.krogercommunityrewards.com.

It is important to encourage your members to sign up quickly, so that as many members as possible are ready to earn funds for your organization when the *Kroger Community Rewards* Program launches on May 1.

After May 1, whenever a registered member of your group makes a purchase at Kroger and uses her or his Kroger Plus Card, that purchase will contribute to your organization's rewards. In addition, once a household member registers, then all linked Kroger Plus Cards used by family members also begin earning funds for the organization.

Participating groups know it pays for their members to do all their shopping at Kroger. It's simple: they shop, use their Kroger Plus Cards, and your organization receives a reward check each quarter, based on the percentage of spending of your group in comparison to that of the other registered organizations. Kroger will award up to \$500,000 per quarter. Funds are raised for your organization with every transaction your registered group members make. You and your organization's members can access www.krogercommunityrewards.com for complete details.

The Kroger Co. is committed to helping our communities grow and prosper. Thank you for participating in our *Kroger Cares* program in the past. We look forward to continuing to help your organization in the future as a *Kroger Community Rewards* member!

Sincerely,

Rick Going, President
The Kroger Co., Michigan Division

Dale Hollandsworth, Consumer Communications
The Kroger Co., Michigan Division