



PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2005

Filing Period: January 1 - March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. 6435		2. Name of Corporation Shaw's Supermarkets, Inc.			
3. Street Address Principal Business Office 250 PARKCENTER BLVD., P.O. BOX 20			City BOISE	State ID	Zip 83726
4. Business Phone No. 2083956200		5. State of Incorporation MASSACHUSETTS			6. SIC Code 3210
7. Brief Description of the Character of Business Conducted in Rhode Island RETAIL SUPERMARKET CHAIN					
8. NAMES AND ADDRESSES OF THE OFFICERS ("X" BOX FOR ATTACHMENT) <input checked="" type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS					
President Name NICOLA J. DIFELICE		Vice President Name PAUL G. ROWAN			
Street Address 750 WEST CENTER STREET		Street Address 250 PARKCENTER BLVD., P.O. BOX 20			
City W. BRIDGEWATER	State MA	Zip 02379	City BOISE	State ID	Zip 83726
Secretary Name COLLEEN R. BATCHELER		Treasurer Name JOHN C. FLAHERTY			
Street Address 250 PARKCENTER BLVD., P.O. BOX 20		Street Address 750 WEST CENTER STREET			
City BOISE	State ID	Zip 83726	City W. BRIDGEWATER	State MA	Zip 02379
9. NAMES AND ADDRESSES OF THE DIRECTORS ("X" BOX FOR ATTACHMENT) <input checked="" type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS					
Director Name NICOLA J. DIFELICE		Director Name PAUL G. ROWAN			
Street Address 750 WEST CENTER STREET		Street Address 250 PARKCENTER BLVD., P.O. BOX 20			
City W. BRIDGEWATER	State MA	Zip 02379	City BOISE	State ID	Zip 83726
Director Name JOHN B. REED		Director Name JOHN F. BOYD			
Street Address 250 PARKCENTER BLVD., P.O. BOX 20		Street Address 250 PARKCENTER BLVD., P.O. BOX 20			
City BOISE	State ID	Zip 83726	City BOISE	State ID	Zip 83726
10. SHARES AUTHORIZED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/>			11. SHARES ISSUED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/>		
AUTHORIZED SHARES			ISSUED SHARES		
Number of Shares	Class/Series	Par Value	Number of Shares	Class/Series	Par Value
100	COMM \$1.00 PAR VALUE		100	COMMON	\$1

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



6 4 3 5

6435 FBC 02/04/05 11:01:36 AM

File Date: 2-14-05

Check No. 1335636

By: KLW

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Carol L. Wood 02/04/2005
Signature of Officer Date

CAROL L. WOOD
Print or Type Name of Officer

ASSISTANT SECRETARY
Title of Officer

02/04/2005

SHAW'S SUPERMARKETS, INC.

<u>Director</u>	<u>Title</u>
John F. Boyd	Director
Nicola J. DiFelice	Director
Thomas A. Farello	Director
James A. "Jim" Michaud	Director
Brian J. Pijanowski	Director
John B. Reed	Director
Paul G. Rowan	Director

<u>Officer</u>	<u>Title</u>
Nicola J. DiFelice	President
Brian J. Pijanowski	Senior Vice President - Buying and Merchandising
Stephen E. Vowles	Senior Vice President - Own Brand
Thomas A. Farello	Sr. Vice President - Retail Operations
Jonathan Arnold	Vice President - Format Development
William H. Arnold	Vice President
Colleen R. Batcheler	Vice President, Clerk & Secretary
Gary W. Bienefeld	Vice President - Market Research
John F. Boyd	Vice President & Assistant Treasurer
James A. Cadres	Vice President - Buying Support
Charles F. Cole	Vice President
Christopher P. Darmody	Vice President - Non Foods Buying
Christopher T. Dimos	Vice President
John C. Flaherty	Vice President - Treasurer & Assistant Clerk - Finance
Susan M. Fortin	Vice President - Risk Management
James Fowler	Vice President - Grocery Buying
Richard Gilbertson	Vice President - ITS Services
Robert F. Goodwin	Vice President - Fresh Foods
Michael S. Goulart	Regional Vice President - Ocean Region
Alan J. Joughin	Vice President - ITS
Barron P. Lambert	Vice President & Assistant Clerk - General Counsel, Real Estate
Michael E. Lech	Vice President - Supply Chain
Margaret P. McEwan	Vice President - Communications & Quality Assurance
Ross Medeiros	Vice President - Perishable Buying
Eric J. Nadworny	Vice President - Associate & Labor Relations
Hugh K. Penney	Vice President - Compensation, Benefits & HRIS
John B. Reed	Vice President
Paul G. Rowan	Vice President
Thomas P. Vesey	Regional Vice President - Mountain Region
Judith Watson	Vice President - CDC Strategic Planning
Roger J. Wheeler	Vice President - Meat & Seafood Buying
Warren Wirtanen	Vice President - Produce & Floral
Harold S. Wolfson	Vice President - Sales & Store Operations Support
Julie Thomson Backe	Assistant Secretary
Carol L. Wood	Assistant Secretary

John F. Boyd

Business: 250 Parkcenter Blvd.
PO Box 20
Boise, ID 83726

Nicola J. DiFelice

02/04/2005

Business: 750 West Center Street
W. Bridgewater, MA 02379

Thomas A. Farello

Business: 750 West Center Street
W. Bridgewater, MA 02379

James A. "Jim" Michaud

Business: 750 West Center Street
W. Bridgewater, MA 02379

Brian J. Pijanowski

Business: 750 West Center Street
W. Bridgewater, MA 02379

John B. Reed

Business: 250 Parkcenter Blvd.
Boise, ID 83706

Paul G. Rowan

Business: 250 Parkcenter Blvd.
PO Box 20
Boise, ID 83726

Jonathan Arnold

Business: 750 West Center Street
W. Bridgewater, MA 02379

William H. Arnold

Business: 250 Parkcenter Blvd.
P.O. Box 20
Boise, ID 83726

Colleen R. Batcheler

Business: 250 Parkcenter Blvd.
P.O. Box 20
Boise, ID 83726

James A. Cadres

Business: 750 West Center Street
W. Bridgewater, MA 02379

Charles F. Cole

Business: 250 Parkcenter Blvd.
PO Box 20
Boise, ID 83726

02/04/2005

Christopher P. Darmody

Business: 750 West Center Street
W. Bridgewater, MA 02379

Christopher T. Dimos

Business: 3030 Cullerton Drive
Franklin Park, IL 60131

James Fowler

Business: 750 West Center Street
W. Bridgewater, MA 02379

Richard Gilbertson

Business: 750 West Center Street
W. Bridgewater, MA 02379

Robert F. Goodwin

Business: 750 West Center Street
W. Bridgewater, MA 02379

Michael S. Goulart

Business: 750 West Center Street
W. Bridgewater, MA 02379

Alan J. Joughin

Business: 750 West Center Street
W. Bridgewater, MA 02379

Barron P. Lambert

Business: 750 West Center Street
W. Bridgewater, MA 02379

Michael E. Lech

Business: 750 West Center Street
W. Bridgewater, MA 02379

Eric J. Nadworny

Business: 750 West Center Street
W. Bridgewater, MA 02379

Hugh K. Penney

Business: 750 West Center Street
W. Bridgewater, MA 02379

02/04/2005

Thomas P. Vesey

Business: 750 West Center Street
W. Bridgewater, MA 02379

Judith Watson

Business: 750 West Center Street
W. Bridgewater, MA 02379

Roger J. Wheeler

Business: 750 West Center Street
W. Bridgewater, MA 02379

Harold S. Wolfson

Business: 750 West Center Street
W. Bridgewater, MA 02379

Julie Thomson Backe

Business: 250 Parkcenter Blvd.
PO Box 20
Boise, ID 83726

Carol L. Wood

Business: 250 Parkcenter Blvd.
PO Box 20
Boise, ID 83726

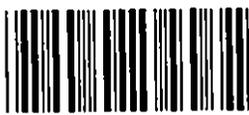
PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2004

Filing Period: January 1 - March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED OR PRINTED IN BLACK)

1. Corporate ID No. 6435		2. Name of Corporation Shaw's Supermarkets, Inc.			
3. Street Address Principal Business Office 750 West Center Street			City West Bridgewater	State MA	Zip 02379
4. Business Phone No. (508) 313-4000		5. State of Incorporation MASSACHUSETTS			6. SIC Code 3210
7. Brief Description of the Character of Business Conducted in Rhode Island RETAIL SUPERMARKET CHAIN					
8. NAMES AND ADDRESSES OF THE OFFICERS: ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS					
President Name Paul T. Gannon			Vice President Name Scott W. Ramsay		
Street Address 750 West Center Street			Street Address 750 West Center Street		
City West Bridgewater	State MA	Zip 02379	City West Bridgewater	State MA	Zip 02379
Secretary Name Michael S. Gold			Treasurer Name John C. Flaherty		
Street Address 750 West Center Street			Street Address 750 West Center Street		
City West Bridgewater	State MA	Zip 02379	City West Bridgewater	State MA	Zip 02379
9. NAMES AND ADDRESSES OF THE DIRECTORS: ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS					
Director Name Paul T. Gannon			Director Name Brian J. Pijanowski		
Street Address 750 West Center Street			Street Address 750 West Center Street		
City West Bridgewater	State MA	Zip 02379	City West Bridgewater	State MA	Zip 02379
Director Name Scott W. Ramsay			Director Name Thomas A. Farello		
Street Address 750 West Center Street			Street Address 750 West Center Street		
City West Bridgewater	State MA	Zip 02379	City West Bridgewater	State MA	Zip 02379
10. SHARES AUTHORIZED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/>			11. SHARES ISSUED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/>		
AUTHORIZED SHARES			ISSUED SHARES		
Number of Shares	Class/Series	Par Value	Number of Shares	Class/Series	Par Value
100 COMM \$1.00 PAR VALUE			100		\$1.00

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

File Date: 2-27-04
 Check No.: 1309559
 By: ICP
 FOR SECRETARY OF STATE USE ONLY

Signature of Officer: [Signature] Date: 2/26/04
 John C. Flaherty
 Print or Type Name of Officer
 Treasurer
 Title of Officer



PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2003

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED OR PRINTED IN BLACK)

1. Corporate ID No. **6435** 2. Name of Corporation **Shaw's Supermarkets, Inc.**

3. Street Address Principal Business Office **750 West Center Street** City **West Bridgewater** State **MA** Zip **02379**
4. Business Phone No. **(508) 313-4000** 5. State of Incorporation **MASSACHUSETTS** 6. SIC Code **3210**

7. Brief Description of the Character of Business Conducted in Rhode Island

Retail Supermarket Chain

8. NAMES AND ADDRESSES OF THE OFFICERS (*X* BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS

President Name Paul T. Gannon Street Address 750 West Center Street City State Zip West Bridgewater MA 02379	Vice President Name Scott W. Ramsay Street Address 750 West Center Street City State Zip West Bridgewater MA 02379
Secretary Name Michael S. Gold Street Address 750 West Center Street City State Zip West Bridgewater MA 02379	Treasurer Name John C. Flaherty Street Address 750 West Center Street City State Zip West Bridgewater MA 02379

9. NAMES AND ADDRESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS

Director Name Paul T. Gannon Street Address 750 West Center Street City State Zip West Bridgewater MA 02379	Director Name Brian J. Pijanowski Street Address 750 West Center Street City State Zip West Bridgewater MA 02379
Director Name Scott W. Ramsay Street Address 750 West Center Street City State Zip West Bridgewater MA 02379	Director Name Thomas A. Farello Street Address 750 West Center Street City State Zip West Bridgewater MA 02379

10. SHARES AUTHORIZED (*X* BOX FOR ATTACHMENT)

AUTHORIZED SHARES	Class/Series	Par Value
100 COMM \$1.00 PAR VALUE		

11. SHARES ISSUED (*X* BOX FOR ATTACHMENT)

ISSUED SHARES	Class/Series	Par Value
100		\$1.00

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



* 6 4 3 5 *

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

File Date: 3-3-03
Check No.: 1180955
By: UP

Signature of Officer: [Signature] Date: 2/28/03
Print or Type Name of Officer: John C. Flaherty

Treasurer
Title of Officer



PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2002

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. **G435** 2. Name of Corporation **Shaw's Supermarkets, Inc.**
3. Street Address Principal Business Office **750 West Center Street** City **West Bridgewater** State **MA** Zip **02379**
4. Business Phone No. **(508) 897-8866** 5. State of Incorporation **MASSACHUSETTS** 6. SIC Code **3210**
7. Brief Description of the Character of Business Conducted in Rhode Island
Retail Supermarket Chain

8. NAMES AND ADDRESSES OF THE OFFICERS (*X* BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS

President Name Ross McLaren Street Address 750 West Center Street City West Bridgewater State MA Zip 02379	Vice President Name Scott W. Ramsay Street Address 750 West Center Street City West Bridgewater State MA Zip 02379
Secretary Name Michael S. Gold Street Address 750 West Center Street City West Bridgewater State MA Zip 02379	Treasurer Name John C. Flaherty Street Address 750 West Center Street City West Bridgewater State MA Zip 02379

9. NAMES AND ADDRESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS

Director Name Ross McLaren Street Address 750 West Center Street City West Bridgewater State MA Zip 02379	Director Name Ruth Bramson Street Address 750 West Center Street City West Bridgewater State MA Zip 02379
Director Name Scott W. Ramsay Street Address 750 West Center Street City West Bridgewater State MA Zip 02379	Director Name Paul T. Gannon Street Address 750 West Center Street City West Bridgewater State MA Zip 02379

10. SHARES AUTHORIZED (*X* BOX FOR ATTACHMENT)

AUTHORIZED SHARES	Class/Series	Par Value
100 COMM	\$1.00	PAR VALUE

11. SHARES ISSUED (*X* BOX FOR ATTACHMENT)

ISSUED SHARES	Class/Series	Par Value
100	\$1.00	PAR VALUE

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



* 6 4 3 5 *

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

File Date: 3-5-02

Check No.: 1061309

By: Kmc

Signature of Officer: [Signature] Date: 2/28/2002

Michael S. Gold
Print or Type Name of Officer

Vice President, General Counsel & Clerk
Title of Officer



PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2001
Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. **6435** 2. Name of Corporation **Shaw's Supermarkets, Inc.**

3. Street Address Principal Business Office **750 West Center Street** City **W. Bridgewater** State **MA** Zip **02379**
4. Business Phone No. **(508) 897-8866** 5. State of Incorporation **MASSACHUSETTS** 6. ~~508 897 8866~~

7. Brief Description of the Character of Business Conducted in Rhode Island

Retail Supermarket Chain

8. NAMES AND ADDRESSES OF THE OFFICERS (*X* BOX FOR ATTACHMENT) **X FILL IN SPACES BEFORE USING ATTACHMENTS**

President Name Ross McLaren Street Address 750 West Center Street City State Zip W. Bridgewater MA 02379	Vice President Name Scott W. Ramsay Street Address 750 West Center Street City State Zip W. Bridgewater MA 02379
Secretary Name John C. Flaherty Street Address 750 West Center Street City State Zip W. Bridgewater MA 02379	Treasurer Name John C. Flaherty Street Address 750 West Center Street City State Zip W. Bridgewater MA 02379

9. NAMES AND ADDRESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT) **X FILL IN SPACES BEFORE USING ATTACHMENTS**

Director Name Ross McLaren Street Address 750 West Center Street City State Zip W. Bridgewater MA 02379	Director Name Ruth Bramson Street Address 750 West Center Street City State Zip W. Bridgewater MA 02379
Director Name Scott W. Ramsay Street Address 750 West Center Street City State Zip W. Bridgewater MA 02379	Director Name Paul T. Gannon Street Address 750 West Center Street City State Zip W. Bridgewater MA 02379

10. SHARES AUTHORIZED (*X* BOX FOR ATTACHMENT)

AUTHORIZED SHARES	Class/Series	Par Value
100	COMM	\$1.00
100	COMM	\$1.00

11. SHARES ISSUED (*X* BOX FOR ATTACHMENT)

ISSUED SHARES	Class/Series	Par Value
3	Common	\$1.00

100 COMM \$1.00 PAR VALUE 3 Common \$1.00

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



* 6 4 3 5 *

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

File Date: 1-23-01

Check No.: 026 235

By: [Signature]

Signature of Officer [Signature] Date 4/11/2001

Print or Type Name of Officer John C. Flaherty

Title of Officer Treasurer

SHAW'S SUPERMARKETS, INC.**Listing of Officers and Directors**

NAME	TITLE	DEPARTMENT
Peter Davis	Chairman	
Roger Matthews	Director	
Harry G. Beckner	Director	
Stephen M. DuBrul, Jr.	Director	
Ross McLaren	Director and President and CEO	
Scott W. Ramsay	Director and Executive Vice President	Finance, Systems & Strategic Planning
Ruth N. Bramson	Director and Senior Vice President	Human Resources
Paul T. Gannon	Director and Executive Vice President	Real Estate & Marketing
Michael T. Powell	Director and Senior Vice President	Distribution & Logistics
Brian J. Pijanowski	Director and Senior Vice President	Buying & Merchandising
Thomas A. Farello	Director and Senior Vice President	Retail Operations
John C. Flaherty	Vice President, Treasurer & Clerk	Finance
Kent W. Gilbert	Vice President	Market Director
James A. Cadres	Vice President	Deli & Bakery
Ross Medeiros	Vice President	Perishable Buying & Merchandising
Margaret P. McEwan	Vice President	Consumer Services & Quality Assurance
Robert E. Groebel	Vice President	Distribution Development
Michael Poore	Vice President	Advertising, Sales & Promotions
Nicola J. DiFelice	Vice President	Non-Perishable Buying & Merchandising
Susan M. Fortin	Vice President	Risk Management
Alan J. Joughin	Vice President	ITS
Thomas J. Rich	Vice President	Special Projects
Jose B. Alvarez	Vice President	Supply Chain Process & System Improv.
Gary W. Bienefeld	Vice President	Market Research
Christopher P. Darmody	Vice President	Non-Food Buying & Merchandising
Thomas P. Vesey	Vice President	Sales Operations & Store Support
Hugh K. Penney	Vice President	Compensation, Benefits & HRIS
Eric J. Nadworny	Vice President	Associate & Labor Relations
Judith Watson	Vice President	Planning & Strategy
Steven E. Jackson	Vice President	Real Estate
Gillian Barker	Vice President	Shaw's Brand Development
Steven A. Lamontagne	Vice President	Store Development
Barron P. Lambert	Vice President & Ass't Clerk	Real Estate Counsel
Robert F. Goodwin	Vice President	Fresh Foods
Michael S. Gold	Vice President & Ass't Clerk	Corporate Counsel
Warren Wirtanen	Vice President	Produce & Floral



PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2000

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. **6435** 2. Name of Corporation **Shaw's Supermarkets, Inc. **** BUSINESS IN R.I. TO BE CONDUCTED ONL**

3. Street Address Principal Business Office
140 Laurel Street City **E. Bridgewater** State **MA** Zip **02333**

4. Business Phone No. **508-350-8423** 5. State of Incorporation **MASSACHUSETTS** 6. SIC Code **3210**

7. Brief Description of the Character of Business Conducted in Rhode Island
Retail Food Sales

8. NAMES AND ADDRESSES OF THE OFFICERS (*X* BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS

President Name Ross McLaren			Vice President Name Scott Ramsay		
Street Address 140 Laurel Street			Street Address 140 Laurel Street		
City	State	Zip	City	State	Zip
E. Bridgewater	MA	02333	E. Bridgewater	MA	02333
Secretary Name John C. Flaherty			Treasurer Name John C. Flaherty		
Street Address 140 Laurel Street			Street Address 140 Laurel Street		
City	State	Zip	City	State	Zip
E. Bridgewater	MA	02333	E. Bridgewater	MA	02333

9. NAMES AND ADDRESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS

Director Name Ross McLaren			Director Name Paul Gannon		
Street Address 140 Laurel Street			Street Address 140 Laurel Street		
City	State	Zip	City	State	Zip
E. Bridgewater	MA	02333	E. Beidgewater	MA	02333
Director Name Scott Ramsay			Director Name Ruth N. Bramson		
Street Address 140 Laurel Street			Street Address 140 Laurel Street		
City	State	Zip	City	State	Zip
E. Bridgewater	MA	02333	E. Bridgewater	MA	02333

10. SHARES AUTHORIZED (*X* BOX FOR ATTACHMENT)

AUTHORIZED SHARES	Class/Series	Par Value
100	Common	\$1 par value

11. SHARES ISSUED (*X* BOX FOR ATTACHMENT)

ISSUED SHARES	Class/Series	Par Value
100	Common	\$1 par value

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



* 6 4 3 5 *

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

File Date: 2-28-00

Check No.: 797683

By: JP

Signature of Officer: [Signature] Date: 2/25/00

Print or Type Name of Officer: John C. Flaherty

Treasurer

Title of Officer



PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 1999
Filing Period: January 1-March 1 • Filing Fee: \$50.00



(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. 6435 2. Name of Corporation Shaw's Supermarkets, Inc. **** BUSINESS IN R.I. TO BE CONDUCTED ONLY UNDER F
3. Street Address Principal Business Office 140 Laurel Street City East Bridgewater State MA Zip 02333
4. Business Phone No. 508-350-8423 5. State of Incorporation MASSACHUSETTS 6. SIC Code 3210

7. Brief Description of the Character of Business Conducted in Rhode Island Retail Food Sales
8. NAMES AND ADDRESSES OF THE OFFICERS (*X* BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS
President Name Ross McLaren Vice President Name Scott W. Ramsay
Street Address 140 Laurel Street Street Address 140 Laurel Street
City E. Bridgewater State MA Zip 02333 City E. Bridgewater State MA Zip 02333
Secretary Name Sandra J. Doran Treasurer Name John C. Flaherty
Street Address 140 Laurel Street Street Address 140 Laurel Street
City E. Bridgewater State MA Zip 02333 City E. Bridgewater State MA Zip 02333

9. NAMES AND ADDRESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS
Director Name Ross McLaren Director Name John D. Kelleher
Street Address 140 Laurel Street Street Address 140 Laurel Street
City E. Bridgewater State MA Zip 02333 City E. Bridgewater State MA Zip 02333
Director Name Scott W. Ramsay Director Name H. Peter Gunderson
Street Address 140 Laurel Street Street Address 140 Laurel Street
City E. Bridgewater State MA Zip 02333 City E. Bridgewater State MA Zip 02333

10. SHARES AUTHORIZED (*X* BOX FOR ATTACHMENT) 11. SHARES ISSUED (*X* BOX FOR ATTACHMENT)
AUTHORIZED SHARES ISSUED SHARES
Number of Shares Class/Series Par Value Number of Shares Class/Series Par Value
100 Common \$1 Par Value 100 Common \$1 Par Value

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



File Date: 3-1-99
Check No.: 308403
By: [Signature]

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.
Signature of Officer [Signature] Date 3-1-99
John C. Flaherty
Print or Type Name of Officer
Vice President & Treasurer
Title of Officer



PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 1998

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. **6435** 2. Name of Corporation **Shaw's Supermarkets, Inc. **** BUSINESS IN R.I. TO BE CONDUCTED ONLY UNDER FI**

3. Street Address Principal Business Office **140 Laurel St.** City **East Bridgewater** State **MA** Zip **02333**

4. Business Phone No. **(508) 378-7211** 5. State of Incorporation **MASSACHUSETTS** 6. SIC Code **3210**

7. Brief Description of the Character of Business Conducted in Rhode Island
Retail Food Sales

8. NAMES AND ADDRESSES OF THE OFFICERS (*X* BOX FOR ATTACHMENT)

President Name Philip L. Francis Street Address 140 Laurel St. City E. Bridgewater State MA Zip 02333	Vice President Name H. Verne Powell Street Address 140 Laurel St. City E. Bridgewater State MA Zip 02333
Secretary Name Sandra J. Doran Street Address 140 Laurel St. City E. Bridgewater State MA Zip 02333	Treasurer Name John C. Flaherty Street Address 140 Laurel St. City E. Bridgewater State MA Zip 02333

9. NAMES AND ADDRESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT)

Director Name Philip L. Francis Street Address 140 Laurel St. City E. Bridgewater State MA Zip 02333	Director Name H. Verne Powell Street Address 140 Laurel St. City E. Bridgewater State MA Zip 02333
Director Name Scott Ramsay Street Address 140 Laurel St. City E. Bridgewater State MA Zip 02333	Director Name H. Peter Gunderson Street Address 140 Laurel St. City E. Bridgewater State MA Zip 02333

10. SHARES AUTHORIZED (*X* BOX FOR ATTACHMENT)

AUTHORIZED SHARES
Number of Shares Class/Series Par Value

100 Common \$1 par value

11. SHARES ISSUED (*X* BOX FOR ATTACHMENT)

ISSUED SHARES
Number of Shares Class/Series Par Value

100 Common \$1 par value

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

File Date: 2-11-98

Check No.: 517180

By: [Signature]

Signature of Officer [Signature] Date 2-10-98

John C. Flaherty
Print or Type Name of Officer

Vice President and Treasurer
Title of Officer



PROFIT CORPORATION ANNUAL REPORT 1997

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. **6435** 2. Name of Corporation **Shaw's Supermarkets, Inc. **** BUSINESS IN R.I. TO BE CONDUCTED ONLY UNDER**

3. Street Address Principal Business Office **140 Laurel Street** City **East Bridgewater** State **MA** Zip **02333**

4. Business Phone No. **(508) 378-7211** 5. State of Incorporation **MASSACHUSETTS** 6. SIC Code **3210**

7. Brief Description of the Character of Business Conducted in Rhode Island
Retail Food Sales

8. NAMES AND ADDRESSES OF THE OFFICERS (*X* BOX FOR ATTACHMENT)

President Name				Vice President Name			
Philip L. Francis				H. Verne Powell			
<i>Street Address</i>				<i>Street Address</i>			
140 Laurel St.				140 Laurel St.			
<i>City</i>	<i>State</i>	<i>Zip</i>		<i>City</i>	<i>State</i>	<i>Zip</i>	
E. Bridgewater	MA	02333		E. Bridgewater	MA	02333	
Secretary Name				Treasurer Name			
Sandra J. Doran				John C. Flaherty			
<i>Street Address</i>				<i>Street Address</i>			
140 Laurel St.				140 Laurel St.			
<i>City</i>	<i>State</i>	<i>Zip</i>		<i>City</i>	<i>State</i>	<i>Zip</i>	
E. Bridgewater	MA	02333		E. Bridgewater	MA	02333	

9. NAMES AND ADDRESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT)

Director Name				Director Name			
Philip L. Francis				H. Verne Powell			
<i>Street Address</i>				<i>Street Address</i>			
140 Laurel St.				140 Laurel St.			
<i>City</i>	<i>State</i>	<i>Zip</i>		<i>City</i>	<i>State</i>	<i>Zip</i>	
E. Bridgewater	MA	02333		E. Bridgewater	MA	02333	
Director Name				Director Name			
Scott W. Ramsay							
<i>Street Address</i>				<i>Street Address</i>			
140 Laurel St.							
<i>City</i>	<i>State</i>	<i>Zip</i>		<i>City</i>	<i>State</i>	<i>Zip</i>	
E. Bridgewater	MA	02333					

10. SHARES AUTHORIZED AND ISSUED (*X* BOX FOR ATTACHMENT)

AUTHORIZED SHARES			ISSUED SHARES		
Number of Shares	Class/Series	Par Value	Number of Shares	Class/Series	Par Value
100	Common	\$1-par-value	100	Common	\$1-par-value

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

File Date: 3/7/97

Signature of Officer: [Signature] Date: 3-4-97

Check No.: 391824

Print or Type Name of Officer: John C. Flaherty

By: [Signature]

Title of Officer: Vice President, Finance & Treasurer

**PROFIT CORPORATION
ANNUAL REPORT**

1996



State of Rhode Island and Providence Plantations
James R. Langevin, *Secretary of State*
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335 • (401) 277-3040

Filing Period: January 1-March 1
Filing Fee: \$50.00

PLEASE TYPE OR PRINT IN BLACK INK.

1. CORPORATE ID NO. 6435		2. NAME OF CORPORATION Shaw's Supermarkets, Inc. **** BUSINESS IN R.I.		
3. STREET ADDRESS PRINCIPAL BUSINESS OFFICE 140 Laurel Street		CITY East Bridgewater	STATE MA	ZIP CODE 02333
4. BUSINESS PHONE NO. (508) 378-7211		5. STATE OF INCORPORATION MASSACHUSETTS		6. SIC CODE 3210

7. BRIEF DESCRIPTION OF THE CHARACTER OF BUSINESS CONDUCTED IN RHODE ISLAND
Retail Food Sales

B. NAMES AND ADDRESSES OF THE OFFICERS					
PRESIDENT NAME Philip L. Francis			VICE PRESIDENT NAME H. Verne Powell		
STREET ADDRESS 140 Laurel St.			STREET ADDRESS 140 Laurel St.		
CITY E. Bridgewater	STATE MA	ZIP CODE 02333	CITY E. Bridgewater	STATE MA	ZIP CODE 02333
SECRETARY NAME Sandra J. Doran			TREASURER NAME Scott W. Ramsay		
STREET ADDRESS 140 Laurel St.			STREET ADDRESS 140 Laurel St.		
CITY E. Bridgewater	STATE MA	ZIP CODE 02333	CITY E. Bridgewater	STATE MA	ZIP CODE 02333

9. NAMES AND ADDRESSES OF THE DIRECTORS					
DIRECTOR NAME Philip L. Francis			DIRECTOR NAME H. Verne Powell		
STREET ADDRESS 140 Laurel St.			STREET ADDRESS 140 Laurel St.		
CITY E. Bridgewater	STATE MA	ZIP CODE 02333	CITY E. Bridgewater	STATE MA	ZIP CODE 02333
DIRECTOR NAME Scott W. Ramsay			STREET ADDRESS		
STREET ADDRESS 140 Laurel St.			CITY		
CITY E. Bridgewater	STATE MA	ZIP CODE 02333	STATE		

10. SHARES AUTHORIZED AND ISSUED					
AUTHORIZED SHARES			ISSUED SHARES		
NUMBER OF SHARES	CLASS / SERIES	PAR VALUE	NUMBER OF SHARES	CLASS / SERIES	PAR VALUE
100	Common	\$1 par value	100	Common	\$1 par value

This report must be **SIGNED IN INK** by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

File Date:

2/29/96

Check No:

201030

By:

UP/UP

For Secretary of State Use Only

Signature of Officer

John C. Flaherty

John C. Flaherty

Feb. 27, 1996

Print or Type Name of Officer

Vice President, Finance
Title of Officer

Date

ALL ENTRIES MUST BE COMPLETED IN FULL OR THE FORM WILL BE RETURNED.

Corporate ID: 0008435 Annual Report for the year: 1995

Name of Corporation: Shaw's Supermarkets, Inc. **** BUSINESS IN R.I.

Business entity organized under the laws of the State of: Mass.
 For foreign entity, address and telephone number of principal office:

Business Entity is (check one):
 Business Corporation (See RIGL Chapter 7-1.1)
 Professional Service Corporation (See RIGL Chapter 7-5.1)

140 Laurel St.
E. Bridgewater, MA 02333
 Phone: (508) 378-7211

Brief statement of the character of business conducted in Rhode Island:

Address and telephone of the principal office of business entity in Rhode Island (Provide street address - Not P.O. Box):
The Prentice Hall Corp.
170 Westminster St., Suite 900
Providence, RI 02903
 Phone: ()

Retail Food Sales

THE NAMES OF THE OFFICERS ARE:

PRESIDENT	STREET ADDRESS	CITY/STATE	ZIP CODE
Philip L. Francis	140 Laurel Street, East Bridgewater, Massachusetts	02333	
VICE PRESIDENT	STREET ADDRESS	CITY/STATE	ZIP CODE
H. Verne Powell	140 Laurel Street, East Bridgewater, Massachusetts	02333	
SECRETARY	STREET ADDRESS	CITY/STATE	ZIP CODE
Sandra J. Doran	140 Laurel Street, East Bridgewater, Massachusetts	02333	
TREASURER	STREET ADDRESS	CITY/STATE	ZIP CODE
Scott W. Ramsay	140 Laurel Street, East Bridgewater, Massachusetts	02333	

THE NAMES OF THE DIRECTORS ARE:

NAME	STREET ADDRESS	CITY/STATE	ZIP CODE
Philip L. Francis	140 Laurel Street, East Bridgewater, Massachusetts	02333	
H. Verne Powell	140 Laurel Street, East Bridgewater, Massachusetts	02333	
Scott W. Ramsay	140 Laurel Street, East Bridgewater, Massachusetts	02333	

NUMBER OF SHARES AUTHORIZED (Rider may be attached)		
Number of Shares	Class / Series	
100	Common	\$1 par value

NUMBER OF SHARES ISSUED AND OUTSTANDING (Rider may be attached)		
Number of Shares	Class / Series	
100	Common	\$1 par value

Date February 28, 19 95 By:  John C. Flaherty
 MAR 01 1995
 BY: ICP#30-151388

Form 31 1-95 TITLE OF OFFICER SIGNING Vice President, Finance

DESIGNATED REGISTERED AGENT FOR SERVICE OF PROCESS:

PLEASE NOTE: If the registered office and/or registered agent indicated below is incorrect, Form 9 must be filed.

~~PRENTICE HALL CORP SYSTEM~~
 170 WESTMINSTER STREET, SUITE 900
 PROVIDENCE RI 02903

SHAW'S SUPERMARKETS, INC.

Board of Directors

Philip L. Francis
140 Laurel Street
East Bridgewater, MA 02333

H. Verne Powell
140 Laurel Street
East Bridgewater, MA 02333

Scott W. Ramsay
140 Laurel Street
East Bridgewater, MA 02333

John D. Kelleher
140 Laurel Street
East Bridgewater, MA 02333

John R. Maxwell
140 Laurel Street
East Bridgewater, MA 02333

David J. Sainsbury, V. Chairman
J. Sainsbury, plc.
Stamford House, Stamford St.
London, ENGLAND SE1 9LL

Dino B. Adriano, Chairman
J. Sainsbury, plc.
Stamford House, Stamford St.
London, ENGLAND SE1 9LL

Robin Whitbread
J. Sainsbury, plc.
Stamford House, Stamford St.
London, ENGLAND SE1 9LL

Ian D. Coull
J. Sainsbury, plc.
Stamford House, Stamford St.
London, ENGLAND SE1 9LL

To be filed annually between
January 1st and March 1st

State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
270 WESTMINSTER MALL
PROVIDENCE, RHODE ISLAND 02903

PLP ✓
73721

Corporate ID 0006435 Annual Report for the year 1993

FIRST: The name of the corporation is Shaw's Supermarkets, Inc.

SECOND: It is incorporated under the laws of The Commonwealth of Massachusetts

THIRD: Character of business, briefly stated, is sale at retail of food

FOURTH: If foreign corporation, address of its principal office 140 Laurel St.,
East Bridgewater, MA 02333

FIFTH: Business address in Rhode Island Pawtucket, E. Providence & Woonsocket

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name	Office	Address (including number, street, zip code)
<u>Please see attached</u>	<u>Director</u>	
	<u>Director</u>	
	<u>Director</u>	
<u>Philip L. Francis</u>	<u>President</u>	<u>140 Laurel St., E. Bridgewater, MA 02333</u>
<u>H. Verne Powell</u>	<u>Vice President</u>	<u>140 Laurel St., E. Bridgewater, MA 02333</u>
<u>Sandra J. Doran</u>	<u>Secretary</u>	<u>140 Laurel St., E. Bridgewater, MA 02333</u>
<u>Scott W. Ramsay</u>	<u>Treasurer</u>	<u>140 Laurel St., E. Bridgewater, MA 02333</u>

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
<u>100</u>	<u>Common</u>		<u>\$ 1.00</u>

PAID
MAR 01 1993
SECY OF STATE

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
<u>100</u>	<u>Common</u>		<u>\$ 1.00</u>

Dated February 26 1993

Shaw's Supermarkets, Incorporated
(Name of Corporation)

By [Signature]
Title Treasurer

(Report must be signed by an officer)

SHAW'S SUPERMARKETS, INC.

Board of Directors

David B. Jenkins
140 Laurel Street
East Bridgewater, MA 02333

Philip L. Francis
140 Laurel Street
East Bridgewater, MA 02333

Scott W. Ramsay
140 Laurel Street
East Bridgewater, MA 02333

H. Verne Powell
140 Laurel Street
East Bridgewater, MA 02333

John R. Maxwell
140 Laurel Street
East Bridgewater, MA 02333

John D. Kelleher
140 Laurel Street
East Bridgewater, MA 02333

David A. Quarmby
J. Sainsbury, plc
Stamford House, Stamford St.
London, ENGLAND SE1 9LL

Dino Adriano
J. Sainsbury, plc.
Stamford House, Stamford St.
London, ENGLAND SE1 9LL

Robin Whitbread
J. Sainsbury, plc.
Stamford House, Stamford St.
London, ENGLAND SE1 9LL

Ross McLaren
J. Sainsbury, plc.
Stamford House, Stamford St.
London, ENGLAND SE1 9LL

Ian Cull
J. Sainsbury, plc.
Stamford House, Stamford St.
London, ENGLAND SE1 9LL

State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
100 NORTH MAIN STREET
PROVIDENCE, RHODE ISLAND 02903

Handwritten initials

Corporate ID 0005435 Annual Report for the year 1992

FIRST: The name of the corporation is Shaw's Supermarkets, Inc. ~~STATE~~ BUSIN

SECOND: It is incorporated under the laws of The Commonwealth of Massachusetts

THIRD: Character of business, briefly stated, is sale at retail of food

FOURTH: If foreign corporation, address of its principal office 140 Laurel St.,
East Bridgewater, MA 02333

FIFTH: Business address in Rhode Island Pawtucket, E. Providence & Woonsocket

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name	Office	Address (including number, street, zip code)
Please see attached	Director	
	Director	
	Director	
Philip L. Francis	President	140 Laurel St., E. Bridgewater, MA 02333
H. Verne Powell	Vice President	140 Laurel St., E. Bridgewater, MA 02333
Sandra J. Doran	Secretary	140 Laurel St., E. Bridgewater, MA 02333
Scott W. Ramsay	Treasurer	140 Laurel St., E. Bridgewater, MA 02333

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
100	Common	PAID	\$ 1.00

MAR 02 1992

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
100	Common		\$ 1.00

SECY OF STATE

Dated February 28 19 92

Shaw's Supermarkets, Incorporated
(Name of Corporation)

By [Signature]
Title Treasurer

(Report must be signed by an officer)

SHAW'S SUPERMARKETS, INC.

Board of Directors

David B. Jenkins, Chairman
140 Laurel Street
East Bridgewater, MA 02333

David A. Quarmby
J. Sainsbury, plc
Stamford House, Stamford St.
London, ENGLAND SE1 9LL

H. Verne Powell
140 Laurel Street
East Bridgewater, MA 02333

Robin P. Whitbread
J. Sainsbury, plc
Stamford House, Stamford St.
London, ENGLAND SE1 9LL

Scott W. Ramsay
140 Laurel Street
East Bridgewater, MA 02333

Ross McLaren
140 Laurel Street
East Bridgewater, MA 02333

John D. Kelleher
140 Laurel Street
East Bridgewater, MA 02333

Michael W. Broomfield
140 Laurel Street
East Bridgewater, MA 02333

Philip L. Francis
140 Laurel Street
East Bridgewater, MA 02333

12/11/91

Filing Fee \$15.00

To be filed annually between
January 1st and March 1st

State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
270 WESTMINSTER MALL
PROVIDENCE, RHODE ISLAND 02903

Corporate ID ⁶⁴³⁵ ~~04-1123420~~

MC

Annual Report for the year 1991

FIRST: The name of the corporation is Shaw's Supermarkets, Incorporated

SECOND: It is incorporated under the laws of The Commonwealth of Massachusetts

THIRD: Character of business, briefly stated, is Sale at retail of food.

FOURTH: If foreign corporation, address of its principal office 140 Laurel Street,
East Bridgewater, MA 02333

FIFTH: Business address in Rhode Island Pawtucket, East Providence, Woonsocket.

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name	Office	Address (including number, street, zip code)
Please see attached	Director	
	Director	
	Director	
James A. Denne	President	140 Laurel Street, East Bridgewater, MA 02333-060
H. Verne Powell	Vice President	140 Laurel Street, East Bridgewater, MA 02333-060
Robert L. Eklund	Secretary	140 Laurel Street, East Bridgewater, MA 02333-060
Robert L. Eklund	Treasurer	140 Laurel Street, East Bridgewater, MA 02333-060

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
100	Common		\$1.00

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
100	Common		\$1.00

PAID
APR 26 1991
SECY OF STATE

Dated April 12 19 91

Shaw's Supermarkets, Inc.
(Name of Corporation)

By [Signature]

Title Treasurer

(Report must be signed by an officer)

SHAW'S SUPERMARKETS, INC.
BOARD OF DIRECTORS

DAVID B. JENKINS, CHAIRMAN
140 Laurel Street
East Bridgewater, MA 02333

JAMES A. DEMME
140 Laurel Street
East Bridgewater, MA 02333

ROBERT L. EKLUND
140 Laurel Street
East Bridgewater, MA 02333

H. VERNE POWELL
140 Laurel Street
East Bridgewater, MA 02333

JOHN D. KELLEHER
140 Laurel Street
East Bridgewater, MA 02333

DAVID J. SAINSBURY, V. CHAIRMAN
J. Sainsbury, plc
Stamford House, Stamford Street
London, ENGLAND SE1 9LL

DAVID A. QUARMBY
J. Sainsbury, plc
Stamford House, Stamford Street
London, ENGLAND SE1 9LL

ROBIN P. WHITBREAD
J. Sainsbury, plc
Stamford House, Stamford Street
London, ENGLAND SE1 9LL

NIGEL F. MATTHEWS
J. Sainsbury, plc
Stamford House, Stamford Street
London, ENGLAND SE1 9LL

STEPHEN M. DuBRUL, JR.
Suite 605, 610 Fifth Avenue
New York, New York 10020

Filing Fee \$15.00

To be filed annually between
January 1st and March 1st

State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
270 WESTMINSTER MALL
PROVIDENCE, RHODE ISLAND 02903

6435

Corporate ID ~~04-1123420~~ Annual Report for the year 1990

FIRST: The name of the corporation is Shaw's Supermarkets, Incorporated

SECOND: It is incorporated under the laws of Massachusetts

THIRD: Character of business, briefly stated, is sale at retail of food

FOURTH: If foreign corporation, address of its principal office 140 Laurel Street,
East Bridgewater, MA 02333-0600

FIFTH: Business address in Rhode Island Pawtucket, E. Providence & Woonsocket

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name Office Address (including number, street, zip code)

(Please see attached) Director

Director

Director

James A. Demme President 140 Laurel Street, E. Bridgewater, MA 02333-0600

H. Verne Powell Sr. Vice President 140 Laurel Street, E. Bridgewater, MA 02333-0600

Robert L. Eklund Secretary 140 Laurel Street, E. Bridgewater, MA 02333-0600

Robert L. Eklund Treasurer 140 Laurel Street, E. Bridgewater, MA 02333-0600

(Please see attached)
SEVENTH: Number of Shares authorized:

No. of Shares Class
100 Common

PAID

MAR 02 1991

SEC'Y. OF STATE

Par Value
or statement that
shares are without
par value
\$1.00

EIGHTH: Number of Shares issued:

No. of Shares Class
100 Common

Par Value
or statement that
shares are without
par value
\$1.00

Dated March 1, 19 90

Shaw's Supermarket's, Incorporated
(Name of Corporation)

By *[Signature]*
Assistant
Title Treasurer

(Report must be signed by an officer)

SHAW'S SUPERMARKETS, INC.

Board of Directors

David B. Jenkins, Chairman
140 Laurel Street
East Bridgewater, MA 02333

David J. Sainsbury, V. Chairman
J. Sainsbury, plc
Stamford House, Stamford St.
London, ENGLAND SE1 9LL

James A. Demme
140 Laurel Street
East Bridgewater, MA 02333

David A. Quarmby
J. Sainsbury, plc
Stamford House, Stamford St.
London, ENGLAND SE1 9LL

Robert L. Eklund
140 Laurel Street
East Bridgewater, MA 02333

Robin P. Whitbread
J. Sainsbury, plc
Stamford House, Stamford St.
London, ENGLAND SE1 9LL

H. Verne Powell
140 Laurel Street
East Bridgewater, MA 02333

Nigel F. Matthews
J. Sainsbury, plc
Stamford House, Stamford St.
London, ENGLAND SE1 9LL

Stephen M. DuBrul, Jr.
Suite 605, 610 Fifth Avenue
New York, New York 10020

Ewan A.Q. Davidson
J. Sainsbury, plc
Stamford House, Stamford St.
London, ENGLAND SE1 9LL

John D. Kelleher
140 Laurel Street
East. Bridgewater, MA 02333

SHAW'S SUPERMARKETS, INC.

LIST OF OFFICERS

David B. Jenkins	Chairman and Chief Executive Officer
David J. Sainsbury	Vice Chairman
James A. Demme	President and Chief Operating Officer
Robert L. Eklund	Senior Vice President
H. Verne Powell	Senior Vice President
John D. Kelleher	Senior Vice President
Richard L. Woodman	Senior Vice President
Max R. McComb	Vice President and General Manager-North Region
Scott W. Ramsay	Vice President and General Manager-South Region
Charles L. Wyatt	Vice President
Clifford H. Gardner	Vice President
James G. Scott	Vice President
Fred W. Hartz	Vice President
Kent W. Gilbert	Vice President
Robert L. Eklund	Secretary, Treasurer and Clerk
Barrie W. Young	Assistant Treasurer and Controller
John C. Flaherty	Assistant Treasurer

Filing Fee \$15.00

To be filed annually between
January 1st and March 1st

State of Rhode Island and Providence Plantations

6435

CORPORATIONS DIVISION
270 WESTMINSTER MALL
PROVIDENCE, RHODE ISLAND 02903

Corporate ID 04-1123420 Annual Report for the year 1989

FIRST: The name of the corporation is Shaw's Supermarkets, Incorporated

SECOND: It is incorporated under the laws of Massachusetts

THIRD: Character of business, briefly stated, is sale at retail of food.

FOURTH: If foreign corporation, address of its principal office 140 Laurel Street,
East Bridgewater, MA 02333-0600

FIFTH: Business address in Rhode Island Walnut Hill Plaza, 1502 Diamond
Hill Rd. Woonsocket, R.I.

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name	Office	Address (including number, street, zip code)
David J. Sainsbury	Director	Stamford House, Stamford St., London, Eng. SE1 9LL
David A. Quarmby	Director	Stamford House, Stamford St., London, Eng. SE1 9LL
Robin P. Whitbread	Director	Stamford House, Stamford St., London, Eng. SE1 9LL
James A. Demme	President	140 Laurel Street, E. Bridgewater, MA 02333-0600
H. Verne Powell	Vice President	140 Laurel Street, E. Bridgewater, MA 02333-0600
Robert L. Eklund	Secretary	140 Laurel Street, E. Bridgewater, MA 02333-0600
Robert L. Eklund	Treasurer	140 Laurel Street, E. Bridgewater, MA 02333-0600

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
100	Common		\$1.00

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
100	Common		\$1.00

Dated June 2, 19 89

Shaw's Supermarket's, Incorporated

(Name of Corporation)

By Robert L. Eklund

Title Treasurer

(Report must be signed by an officer)

Filing Fee \$15.00

To be filed annually between
January 1st and March 1st

State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
270 WESTMINSTER MALL
PROVIDENCE, RHODE ISLAND 02903

Corporate ID ~~04-1123920~~ **6435** Annual Report for the year **1988**

FIRST: The name of the corporation is **Shaw's Supermarkets, Incorporated**

SECOND: It is incorporated under the laws of **Massachusetts**

THIRD: Character of business, briefly stated, is **sale at retail of food.**

FOURTH: If foreign corporation, address of its principal office **140 Laurel Street,
East Bridgewater, MA 02333-0600**

FIFTH: Business address in Rhode Island **None**

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name	Office	Address (including number, street, zip code)
David J. Sainsbury	Director	Stamford House, Stamford St., London, Eng. SE1 9LL
David A. Quarmby	Director	Stamford House, Stamford St., London, Eng. SE1 9LL
Robin P. Whitbread	Director	Stamford House, Stamford St., London, Eng. SE1 9LL
James A. Demme	President	140 Laurel Street, E. Bridgewater, MA 02333-0600
H. Verne Powell	Vice President	140 Laurel Street, E. Bridgewater, MA 02333-0600
Robert L. Eklund	Secretary	140 Laurel Street, E. Bridgewater, MA 02333-0600
Robert L. Eklund	Treasurer	140 Laurel Street, E. Bridgewater, MA 02333-0600

SEVENTH: Number of Shares authorized:

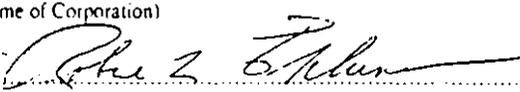
No. of Shares	Class	Series	Par Value or statement that shares are without par value
100	Common		\$1.00

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
100	Common		\$1.00

Dated **June 2,** 19 **89**

Shaw's Supermarket's, Incorporated
(Name of Corporation)

By 

Title **Treasurer**

(Report must be signed by an officer)