




GMA *Executive Conference*



Bringing the Entrepreneurial Spirit Together
The Greenbrier, June 11-14, 2004



Join Us at The Greenbrier June 11-14

For almost 100 years, the Grocery Manufacturers of America has hosted the premier consumer products industry conference — a multi-dimensional meeting where manufacturers and retailers gain inspiration, information and insights in a setting that also offers entertainment, networking and the #1 rated golf course in America.

Sign up today to attend this invitation-only, CEO-level conference for those who are shaping the future of the industry.

Join in a program noted for its variety and depth. Interact with acclaimed speakers in the “Coffee With...” sessions, gain clarity on complex issues from world-class general session speakers, network at numerous social and sports events and have fun at a wide assortment of afternoon programs.

It's all at the 96th annual GMA Executive Conference

June 11-14 at The Greenbrier!

Saturday, June 12 | Sunday, June 13

Chairman's Lecture

SATURDAY, JUNE 12

Commentary on American Society 2004



George F. Will
Pulitzer Prize-Winning
Columnist, TV Commentator

Best-selling author, columnist and media icon, George Will brings years of experience to this Chairman's Lecture, offering a penetrating and witty perspective on American society today.

General Session I

SUNDAY, JUNE 13

21st Century Workforce



Douglas R. Conant
President & CEO
Campbell Soup Company



Jeffrey A. Rein
President & COO
Walgreen Co.

Jeffrey Rein and Doug Conant will be joined by other heads of manufacturing and retail companies for an in-depth panel discussion on one of the most pressing problems facing executives today — how to attract and retain skilled employees. Presented in cooperation with Students in Free Enterprise (SIFE).

General Session II

SUNDAY, JUNE 13

The Discipline of Getting Things Done



Ram Charan
Prize-Winning Author
Business Advisor

Ram Charan is a corporate advisor to companies from GE to Citicorp. He also is the author of numerous best-selling business books, including his much praised *Execution: The Discipline of Getting Things Done*, which he wrote with Honeywell International Chairman and former CEO Larry Bossidy. Charan delivers a unique guide to corporate strategy focused on the one most essential quality for every business — the ability to get things done.



Saturday & Sunday Afternoon Enrichment Programs

Steve Raichlen: Award-winning author and TV host, he won *Bon Appetit* magazine's Cooking Teacher of the Year Award in 2003. In two special reservation-only sessions at Kate's Mountain, he will teach BBQ and grilling from soup (Gazpacho on the Grill) to dessert (Smoked Alaska).

Joyce Jonas: Jewelry historian and appraiser, Joyce is a regular on PBS's "Antiques Roadshow." She will highlight the jewelry collections of America's leading families and will give appraisals of jewelry brought in by the audience.

Clay Jenkinson as Thomas Jefferson: This humanities scholar and author will portray Thomas Jefferson and present the third president's philosophy of leadership, qualities that led him to become one of the most remarkable statesmen in U.S. history.

Monday, June 14

Signature Session

MONDAY, JUNE 14
Transforming Organizations



Charles E. Phillips, Jr.
President
Oracle Corporation

Oracle President Charles Phillips outlines how vision, innovation and entrepreneurial excellence have always formed the basis for organizational transformation. Founded the year it launched the world's first relational database in 1977, Oracle has been in the forefront of the technological revolution. Phillips, a former Morgan Stanley top executive, heads up Oracle's field operations, customer activities, corporate strategy and business development.

Great Greenbrier Breakfast & Closing Session

MONDAY, JUNE 14
Behind-the-Scenes: Elections 2004



Donna Brazile
Political Consultant
Chair
Democratic National
Committee's Voting Rights
Institute



Tucker Carlson
Co-Host
CNN's "Crossfire"



William Kristol
Editor
The Weekly Standard



Mark Shields
Moderator
Columnist & Commentator

Who will win the Presidency on November 2? Which party will control the U.S. House and Senate? The outcome of the 2004 elections will have a profound effect on you your company and our Nation. Hear the private opinions and behind-the-scene observations of four of America's top political pundits on who will wield the power in Washington for the next four years.



Other Speakers and Sponsors

Other Confirmed Speakers Include —

Bob Loeffler, President & COO, H.E. Butt Grocery Company
David Marsh, President, Marsh Supermarkets, Inc.
Fred Morgenthall, President and CEO, Harris Teeter, Inc.
Laurel Powers-Freeling, CEO, M&S Money, Marks & Spencer Financial Services
Jason Goldberger, Senior Category Manager Home/Garden/Food, Amazon.com
William J. Coyne, President & CEO, Raley's Family of Fine Stores
Neil Golub, President & CEO, Price Chopper Supermarkets
Marc Van Gelder, President & CEO, Peapod
Mike Spindler, President, MyWebGrocer
Ross Roeder, Chairman & CEO, Smart and Final Inc.
Bob Liodice, President & CEO, Association of National Advertisers
Mike Roach, President, Ben E. Keith Company
O. Burtch Drake, President & CEO, American Association of Advertising Agencies

GMA'S 96TH EXECUTIVE CONFERENCE IS SPONSORED IN PART BY:

Accenture
ACNielsen
Bearing Point
Daymon Associates, Inc.
EDS
IBM
Information Resources, Inc.
KPMG LLP
Monsanto
Oracle Corporation
Sterling Commerce
Valassis

Greenbrier Cost Savings

In recognition of the strong relationship between GMA and The Greenbrier, our two organizations have come together to provide added value to our attendees during the 2004 Executive Conference. This year, please note there is no increase in room rates or deposit. In addition, we have eliminated the surcharges previously added in past years for both Kate's Mountain Cookout and the GMA Sunday Night Dinner.

We believe this enhanced partnership between GMA and The Greenbrier sets the stage for the best meeting ever!



Registration Information

Registration Fee

The \$1900 fee includes registration for GMA business sessions and official functions and should be made payable to GMA by check or credit card. Payment must accompany your registration form before it can be processed. **Please return all registration materials to GMA by April 23.**

Advance Room Deposit

A \$500 advance room deposit payable to The Greenbrier by check or credit card is necessary to secure your reservation. When requesting reservations, please note arrival and departure dates carefully. **Late arrival or early departure results in forfeiture of your deposit, unless cancellation or changes are made 15 days in advance of scheduled arrival time as per the hotel's policy.** A separate payment is required with your registration material before your registration can be processed.

Accommodations

The following rates are quoted on a daily basis, Modified American Plan, which includes breakfast in the Main Dining Room or Sam Snead's at The Golf Club. There is a daily charge of \$27.00 per person for service provided under this plan. This includes room maids, waitresses/waiters, bus boys, roll girls and dining room captains. For a la carte food

and beverage service, 17.5% will be added to checks. Bellmen, doormen and others who render intermittent personal service are not included in the service charge. An additional service charge is applied to suites and guesthouses. Charges do not include state and local taxes.

A one-time fee of \$6.00 per person will be automatically charged to your room account for ABC membership. All drinks and gratuities are the individual's responsibility.

Children 17 and younger are guests of The Greenbrier when sharing a room with their parents, and they receive complimentary breakfast and dinner daily in the Main Dining Room, complimentary breakfast in Draper's and dinner in Sam Snead's at The Golf Club. Children 18 and older and other adults: \$160 per day. Please keep in mind that the \$27.00 daily charge applies to all persons regardless of age.

Tariff Schedule

SINGLE OCCUPANCY

West Virginia Wing Gable Rooms (Limited availability)	\$323
Minimum Rate (Standard-sized room)	\$499
Intermediate Rate (Preferred location)	\$568
Superior Rate (Extra-sized or choice location)	\$622
Spring Row and Paradise Row Cottages	\$726
Garden Suites (One bedroom)	\$801
West Virginia Suite (Two bedrooms)(Note: Price is per bedroom)	\$799
Executive Suites (Two bedrooms)(Note: Price is per bedroom)	\$779

DOUBLE OCCUPANCY, PER COUPLE

West Virginia Wing Gable Rooms (limited availability)	\$473
Minimum Rate (Standard-sized room)	\$536
Intermediate Rate (Preferred location)	\$604
Superior Rate (Extra-sized or choice location)	\$658
Spring Row and Paradise Row Cottages	\$763
Garden Suites (One bedroom)	\$835
West Virginia Suite (Two bedrooms)	\$833
Executive Suites (Two bedrooms)	\$813

The difference between various room categories is size and location/view. All categories are limited in number.



Check-in Time: 4:00 p.m.
Check-out Time: 12:00 noon

Cancellations/Refunds

A. GMA'S POLICY

Cancellation of conference registration must be made in writing to GMA and are considered official on the date they are received. GMA will refund registration fees according to the following schedule:

- **100% if written cancellation is received by May 7;**
- **50% if written cancellation is received between May 7 –14;**
- **0% if written cancellation is received after May 14.**

Note: an administrative fee of \$200 will be retained for all cancellations.

B. THE GREENBRIER'S POLICY

A written confirmation of your room reservation will be sent directly from The Greenbrier; please note arrival and departure dates carefully. Late-arrival and early-departure changes within 15 days of your scheduled arrival date will result in forfeiture of the \$500 deposit.

Photographs

A Program and Guest Register including photographs of attendees will be part of conference materials. Please include black-and-white or color photos of yourself and your spouse/guest with your registration form, or email to Robyn Morrow, ram@gmabrand.com. Please submit one photo per person. If you prefer to use more recent photos than those previously submitted, please include these with your registration form. Photos received after April 23 cannot be guaranteed a listing in the *Program and Guest Register*.

The Greenbrier Dining Room Reservations

Dinner reservations are required and can be made by calling The Greenbrier, (304) 536-1110, Ext. 7236. Please confirm your dining needs no earlier than six months prior to your requested date. Your reservations will be held until one week before arrival when you will be asked to furnish other names in your party. Please contact the headwaiter's office for details.

Dining and Entertainment Choices

Sam Snead's at The Golf Club is included in the Modified American Plan, providing a casual atmosphere for fine dining. Sam Snead's at The Golf Club offers a wide variety of menu choices from the outstanding cuisine that is a tradition at The Greenbrier. In addition, guests can enjoy Slammin' Sammy's for afternoon and late evening food and beverage offerings. Slammin' Sammy's is a relaxing and casual place to enjoy a wide screen television, billiards, foosball and "juke box music."

Dinner Schedule:

Main Dining Room

6:30 – 9:00 p.m.

Tavern Room

7:00 – 9:30 p.m.

Sam Snead's at The Golf Club

6:30 – 9:30 p.m.

Conference Attire

Conference Attire

June daytime wear at The Greenbrier is resort casual. Pants, shorts and golf/tennis outfits are appropriate at the Golf and Tennis Clubs. All GMA evening events are business attire, except for the Friday night Kate's Mountain Cookout. The Main Dining Room and Tavern Room are business attire. Sam Snead's at The Golf Club is business casual.

Kate's Mountain Cookout

The tradition of Kate's Mountain Retreat and Cookout will continue on Friday evening, June 11 at 7:15 p.m. Reservations are required and space is limited. Please indicate on the GMA registration form if you will attend. Attire is resort casual.

GMA Sunday Night Supper Club

The GMA Sunday night dinner will be Supper Club style at 7:30 p.m. in Colonial Hall featuring Marvin Hamlisch. Reservations are required on the enclosed registration form. Dress will be business attire.

Private Dinners and Events

If you wish to arrange private dinners or events, please contact Bill Irwin, Director of Conference Services, at The Greenbrier (304) 536-7835.



Travel Information

Air Service

Greenbrier Valley Airport, located in Lewisburg, West Virginia (LWB), is 15 minutes from The Greenbrier and is serviced by USAir. Air schedules and service vary by season. Check with your travel agent for current schedules.

Automobile

The Greenbrier is less than 500 miles from Atlanta, Cincinnati, Detroit, New York and Philadelphia. The distance from Washington-Baltimore is about 300 miles – approximately five hours driving time. The Greenbrier is located just off Interstate 64 at White Sulphur Springs, WV.

Train Service

Amtrak offers train service to The Greenbrier from New York with intermediate stops in Philadelphia, Wilmington, Baltimore and Washington, D.C., and from Chicago with intermediate stops in Indianapolis and Cincinnati.

Private Airplane & Charter Transportation

Greenbrier Valley Airport (LWB) is available for chartered and private aircraft. The airport can accommodate medium-range jets and has completely unobstructed approaches. Service facilities are available. Rader Flying Service and Rader's Greenbrier Airlines offers air charter service into Lewisburg airport seven days a week to and from any destination in the United States. For information, call (800) 535-1234. Also available is Greenbrier Valley Aviation Inc. at (800) 624-6075.

Air taxi and limousine charter services are available from Roanoke, Virginia and Beckley and Charleston, West Virginia. For information regarding private airplanes and chartered transportation, please contact the airport business office at (304) 645-2211. Roanoke is 80 miles from The Greenbrier (one and half hour drive).

Airport Limousine Service

For limousine service upon arrival to the conference, call Greenbrier Valley Limo at (800) 238-6561 or (304) 536-1193.



Golf Tournament and Information

GMA Golf Tournament Information *Club Rental*

SATURDAY, JUNE 12

GMA Best Ball Scramble
12:15 p.m. Shotgun Start
(limited to 256 golfers)

The Saturday, June 12 tournament fee is \$220 per person and will be charged to your hotel room. Box lunches will be provided and snack carts will be available on courses. Sign-up on the Activities Registration Form. **Pre-registration is required.**

Due to the limit of 128 players per course, confirmation will be given on a first-come basis. When course capacity is reached, GMA will maintain a waiting list; as openings occur, participants will be notified at the conference. Tournament confirmations, along with bag tags, will be mailed by Friday, May 28th.

GMA will arrange foursomes for the tournament. Course assignments and foursomes will be posted at the GMA Registration/Information Desk by 7:00 p.m. the evening before the tournament.

SUNDAY, JUNE 13

12:15 p.m. Shotgun Start
(limited to 256 golfers)

Golf tee times are available through the Greenbrier Golf Shop – please call (304) 536-1110, ext. 7172 to set up your tee time. If you wish to be paired with other players, please make your request when booking your reservation.

Arrangements for renting clubs can be made by calling The Golf Shop at The Greenbrier at (304) 536-1110, Ext. 7172. Please identify yourself as a GMA Executive Conference attendee and indicate the tournaments in which you will participate.

Cancellation Policy

Cancellation of tournament registration must be made in writing at the GMA Registration/Information Desk by noon the day before the tournament. Failure to cancel as above will result in forfeiture of the tournament fee.

Questions?

Please call Cindy Baker at GMA, (202) 337-9400.

Non-Tournament Golf Arrangements

Please call The Golf Shop at The Greenbrier at (304) 536-1110, Ext. 7172 for individual tee times. When arranging your own foursomes, the GMA Board of Directors requests that you follow these guidelines:

1. Golfers may arrange and host their own foursomes, provided that each foursome has only one distributor and one hosting manufacturer.
2. Golfers are asked not to sponsor private golf tournaments.

Special Conference Request

The GMA Board of Directors respectfully requests that NO private meetings, parties or special events be scheduled during GMA business, social and sports activities.

Tennis Tournament and Other Activities

GMA Tennis Tournament

SATURDAY, JUNE 12

12:00 noon Mixed Doubles Tennis Tournament- Flight A

2:30 p.m. Mixed Doubles Tennis Tournament- Flight B

SUNDAY, JUNE 13

12:15 p.m. Women's Doubles

2:30 p.m. Men's Doubles

Tournament fee is \$80 per person, per day, and will be charged to your hotel room.

Sign-up on the Activities Registration Form.

Pre-registration is required.

White Water Rafting Trip

SATURDAY, JUNE 12

8:00 a.m. – Front Entrance

The fee is \$160 per person and will be charged to your hotel room. Due to limited spaces, confirmation will be given on a first-come basis. The trip includes transportation, white water rafting instruction, professional guides, river-related equipment and lunch. Sign-up on the Activities Registration Form.

Pre-registration is required.

A Sampling of Summer Activities

- ⊕ 54 holes of championship golf on three beautiful courses, all beginning and ending at the Golf Club
- ⊕ Golf Academy
- ⊕ Croquet
- ⊕ Fly fishing at Howard's Creek
- ⊕ Jogging on miles of scenic trails
- ⊕ Tennis on five outdoor and five indoor courts
- ⊕ Billiards, table tennis and bowling
- ⊕ Trap and skeet shooting
- ⊕ Horse-drawn carriage rides
- ⊕ Mountain biking and hiking on wooded trails
- ⊕ Laps in the swimming pools
- ⊕ Whitewater rafting
- ⊕ Shuffleboard and horseshoes
- ⊕ Horseback riding
- ⊕ Full spa facilities
- ⊕ Falconry

Staff Contacts

Information Requests:

www.gmaexecutiveconference.com

REGISTRATION/HOUSING

Kathleen Ebner
kebner@gmabrands.com

Hilarie Hoting
hhoting@gmabrands.com

Robyn Morrow
ram@gmabrands.com

DINNER FUNCTIONS/SPORTING EVENTS

Cindy Baker
cbaker@gmabrands.com

GMA MEMBERSHIP

Stephen A. Sibert
Vice President, Membership Development
ssibert@gmabrands.com

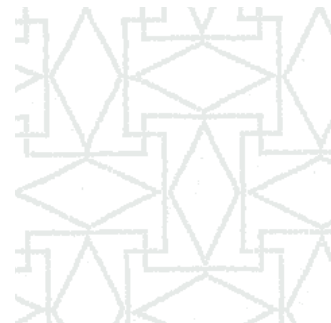
Addresses:

GROCERY MANUFACTURERS OF AMERICA

2401 Pennsylvania Avenue, N.W.
Second Floor
Washington, DC 20037
(202) 337-9400
www.gmaexecutiveconference.com

THE GREENBRIER

300 West Main Street
White Sulphur Springs, WV 24986
(304) 536-1110
www.greenbrier.com





Grocery Manufacturers of America

2401 Pennsylvania Ave., NW
2nd floor
Washington, DC 20037

t 202.337.9400
f 202.337.4508
www.gmabrands.com

