

SEPTEMBER 30, 1992

INFORMATION STATEMENT

Pursuant to Regulation Section 2520.104-23

1. Name and Address of Employer:

H. E. Butt Grocery Company
646 South Main Avenue
San Antonio, TX 78204

2520032904058

2. Employer Identification No.:

74-0537175

3. The Employer maintains two plans primarily for the purpose of providing deferred compensation for a select group of management or highly-compensated employees. These plans are the H. E. Butt Grocery Company Stock Equivalent Ownership Plan (the "SEOP") and the H. E. Butt Grocery Company Supplemental Executive Retirement Plan (the "SERP"). Participation in the SEOP is limited to managerial and executive employees selected at the discretion of the Chief Executive Officer of the Employer, and currently the SEOP covers 97 employees. Participation in the SERP is limited to executive employees selected at the discretion of the Chief Executive Officer of the Employer, and currently the SERP covers 30 employees.

H. E. BUTT GROCERY COMPANY

By: Wesley D. Nelson
Wesley D. Nelson
For the Plan Administrator

OCT 6 1992



WESLEY D. NELSON
VICE PRESIDENT AND SECRETARY

September 30, 1992

CERTIFIED MAIL/RETURN RECEIPT

Top Hat Plan Exemption
Pension and Welfare Benefits Administration
Room N-5644
U. S. Department of Labor
200 Constitution Avenue NW
Washington, D. C. 20210

**Re: H. E. Butt Grocery Company Stock Equivalent Ownership Plan
H. E. Butt Grocery Company Supplemental Executive Retirement Plan**

Gentlemen:

Enclosed is the statement described in DOL regulation 2520.104-23(b)(1) for the captioned plans. If you require any additional information, please contact the undersigned.

Sincerely,

H. E. BUTT GROCERY COMPANY

By: *Wesley D. Nelson*
Wesley D. Nelson
For the Plan Administrator

cc: Mr. Gareth W. Cook