



March 20, 2009

Dear Retirement Plan Participant:

We had previously notified you that the Company elected to freeze the accruals in the Retirement Income Plan effective April 14, 2009. We understand that a company sponsored retirement program is an important part of your total compensation. In my last letter to you, I indicated that the Company was reviewing alternatives for a “go forward” retirement program.

I am pleased to announce that the Company has elected to enroll all eligible employees into the 5% contribution program under the Capital Accumulation Plan / 401(k). This is the same program that has been provided to employees hired after September 1, 2005, who were not eligible to participate in the Retirement Income Plan.

What does this mean to me?

All eligible employees will receive a contribution equal to 5% of eligible earnings to their 401(k) account. The contribution will be made after the close of each year. For 2009, since you earned credit under the Retirement Income Plan for the first 3 months of 2009, the 5% contribution will be prorated starting April 1, 2009. Here are some other important details:

- You must be employed by ABX Air on December 31st of each year to receive a contribution for that year.
- The contribution will be invested in the age appropriate Fidelity Freedom Fund. After the contribution is made, you may elect to transfer the funds into any of the other investment options in the 401(k) plan.
- You must be a full-time or part-time employee (not covered by a collective bargaining agreement) and have a least one year of service with the Company and work 1,000 hours during the year to receive a contribution.
- You do not have to be contributing to the 401(k) plan to receive the 5% contribution.
- You become 100% vested in the program after completing 3 years of service with the Company. Your service under the Retirement Income Plan will count towards vesting.
- Severance and retention payments are not eligible earnings for calculating the 5% contribution.

Additional information about the 5% contribution can be found in the Benefits Handbook (Summary Plan Description) in Retirement Plans section. This document is also available online at www.myabx.com/benefits.

If you have any questions about your retirement benefits please contact Kathy Eversman on ext. 62463 or Dawna Kennedy on ext. 62150.

Sincerely,

Joe Hete
CEO