

To: ATSG, ABX Air, AGS, AMES, LGSTX, and CAM Full-time and Part-time Employees & Interested Parties

From: Dawna Kennedy, ABX Air HR Dept.

Date: 12/15/11

Re: Summary Annual Reports and QDIA Notice

Summary Annual Reports 2010

The Internal Revenue Service requires employers to provide an annual financial summary of the employee benefit plans to employees. The purpose of the summary is to provide information regarding the financial status of each plan and to comply with your rights to the information required by law.

The attached Summary Annual Reports summarize the data provided to the IRS for each benefit plan for the plan year 2010, and are required to be distributed to employees and interested parties annually. Some of the plans included may not apply to you because eligibility for benefits is determined by employment status.

The attached Qualified Default Investment Alternative (QDIA) Notice is required for all participants in the Capital Accumulation Plan (401(k)). This notice is an annual requirement regarding the default investment if you do not make an investment election.

If you have any questions about eligibility or about this information, please contact your local HR department or call the ABX Air Benefits Department at 937-366-2150.

Summary Annual Report

For Capital Accumulation Plan

This is a summary of the annual report for Capital Accumulation Plan, Employer Identification Number 91-1091619, Plan No. 002 for the period January 1, 2010 through December 31, 2010. The annual report has been filed with the Employee Benefits Security Administration, U.S. Department of Labor, as required under the Employee Retirement Income Security Act of 1974 (ERISA).

Basic Financial Statement

Benefits under the plan are provided through a trust fund. Plan expenses were \$22,748,621. These expenses included \$6,559 in administrative expenses and \$22,431,563 in benefits paid to participants and beneficiaries and \$310,499 in other expenses. A total of 3186 persons were participants in or beneficiaries of the plan at the end of the plan year.

The value of plan assets, after subtracting liabilities of the plan, was \$123,487,926, as of December 31, 2010 compared to \$127,736,718 as of January 1, 2010. During the plan year, the plan experienced a decrease in its net assets of \$4,248,792. This decrease includes unrealized appreciation and depreciation in the value of plan assets; that is, the difference between the value of the plan's assets at the end of the year and the value of the assets at the beginning of the year or the cost of assets acquired during the year. The plan had total income of \$18,827,830, including employer contributions of \$1,405,120, employee contributions of \$2,195,390, other contributions of \$113,824, and earnings from investments of \$15,113,496.

Your Rights To Additional Information

You have the right to receive a copy of the full annual report, or any part thereof, on request. The items listed below are included in that report:

1. financial information and information on payments to service providers;
2. information regarding any CCTs, PSAs, MTs, or 103-12Ies;
3. an accountant's report;
4. assets held for investment;

To obtain a copy of the full annual report, or any part thereof, write or call ABX Air, Inc., 145 Hunter Drive, Wilmington, OH 45177, (937) 382-5591.

You also have the right to receive from the Plan Administrator, on request and at no charge, a statement of the assets and liabilities of the plan and accompanying notes, or a statement of income and expenses of the plan and accompanying notes, or both. If you request a copy of the full annual report from the Plan Administrator, these two statements and accompanying notes will be included as part of that report.

You also have the legally protected right to examine the annual report at the main office of the plan at ABX Air, Inc., 145 Hunter Drive, Wilmington, OH 45177, and at the U.S. Department of Labor in Washington, D.C. or to obtain a copy from the U.S. Department of Labor upon payment of copying costs. Requests to the Department should be addressed to: Public Disclosure Room, N1513, Employee Benefits Security Administration, U.S. Department of Labor, 200 Constitution Avenue, N.W., Washington, D.C. 20210.

SUMMARY ANNUAL REPORT

For ABX AIR, INC PROFIT SHARING PLAN

This is a summary of the annual report for ABX AIR, INC PROFIT SHARING PLAN, EIN 91-1091619, Plan No. 001, for period January 01, 2010 through December 31, 2010. The annual report has been filed with the Employee Benefits Security Administration, U.S. Department of Labor, as required under the Employee Retirement Income Security Act of 1974 (ERISA).

Basic Financial Statement

Benefits under the plan are provided by a trust fund. Plan expenses were \$10,591,684. These expenses included \$266,264 in administrative expenses, \$1,886,701 in account transfers and \$8,438,719 in benefits paid to participants and beneficiaries. A total of 1,861 persons were participants in or beneficiaries of the plan at the end of the plan year, although not all of these persons had yet earned the right to receive benefits.

The value of plan assets, after subtracting liabilities of the plan, was \$58,128,057 as of December 31, 2010, compared to \$62,740,878 as of January 01, 2010. During the plan year the plan experienced a decrease in its net assets of \$4,612,821. This decrease includes unrealized appreciation and depreciation in the value of plan assets; that is, the difference between the value of the plan's assets at the end of the year and the value of the assets at the beginning of the year or the cost of assets acquired during the year. The plan had total income of \$5,978,863, including employer contributions of \$4,829, and earnings from investments of \$5,974,034.

Your Rights To Additional Information

You have the right to receive a copy of the full annual report, or any part thereof, on request. The items listed below are included in that report:

1. an accountant's report;
2. financial information;
3. information regarding any common or collective trusts, pooled separate accounts, master trusts or 103-12 investment entities in which the plan participates;

To obtain a copy of the full annual report, or any part thereof, write or call the office of ADVISORY COMMITTEE FOR THE PLAN OF ABX AIR, INC at 145 HUNTER DRIVE, WILMINGTON, OH 45177-9390, or by telephone at (937) 382-5591. The charge to cover copying costs will be \$5.00 for the full annual report, or \$0.20 per page for any part thereof.

You also have the right to receive from the plan administrator, on request and at no charge, a statement of the assets and liabilities of the plan and accompanying notes, or a statement of income and expenses of the plan and accompanying notes, or both. If you request a copy of the full annual report from the plan administrator, these two statements and accompanying notes will be included as part of that report. The charge to cover copying costs given above does not include a charge for the copying of these portions of the report because these portions are furnished without charge.

You also have the legally protected right to examine the annual report at the main office of the plan (ADVISORY COMMITTEE FOR THE PLAN OF ABX AIR, INC, 145 HUNTER DRIVE, WILMINGTON, OH 45177-9390) and at the U.S. Department of Labor in Washington, D.C., or to obtain a copy from the U.S. Department of Labor upon payment of copying costs. Requests to the Department should be addressed to: Public Disclosure Room, Room N1513, Employee Benefits Security Administration, U.S. Department of Labor, 200 Constitution Avenue, N.W., Washington, D.C. 20210.

SUMMARY ANNUAL REPORT

For ABX Air, Inc. Cafeteria Plan

This is a summary of the annual report of the ABX Air, Inc. Cafeteria Plan, EIN 91-1091619, Plan No. 501, for period January 01, 2010 through December 31, 2010. The annual report has been filed with the Employee Benefits Security Administration, U.S. Department of Labor, as required under the Employee Retirement Income Security Act of 1974 (ERISA).

ABX Air, Inc. has committed itself to pay certain benefit claims incurred under the terms of the plan.

Insurance Information

The plan has contracts with Prudential Insurance Company of America, Hartford Life and Accident and Life Insurance Company of North America to pay certain benefit claims incurred under the terms of the plan. The total premiums paid for the plan year ending December 31, 2010 were \$2,319,029.

Your Rights To Additional Information

You have the right to receive a copy of the full annual report, or any part thereof, on request. The items listed below are included in that report:

- insurance information, including sales commissions paid by insurance carriers;

To obtain a copy of the full annual report, or any part thereof, write or call the office of ABX Air, Inc. at 145 Hunter Drive, Wilmington, OH 45177-9390, or by telephone at (937) 382-5591.

You also have the legally protected right to examine the annual report at the main office of the plan (ABX Air, Inc., 145 Hunter Drive, Wilmington, OH 45177-9390) and at the U.S. Department of Labor in Washington, D.C., or to obtain a copy from the U.S. Department of Labor upon payment of copying costs. Requests to the Department should be addressed to: Public Disclosure Room, Room N1513, Employee Benefits Security Administration, U.S. Department of Labor, 200 Constitution Avenue, N.W., Washington, D.C. 20210.

2011 Annual QDIA Notification

Subject: Important Information regarding your 401(k) plans

Dear Employee;

You are receiving this notice because you may have contributions which are currently being invested in, or you have a balance in the designated default fund on your 401(k) Plan. The current default plan is your age-appropriate Fidelity Freedom Fund. Under the Plan, any contributions for which you do not provide investment direction will be invested in the Plan designated fund. For description and fee information regarding this fund, go to www.401k.com.

You have the right under the Plan to direct the investment of your existing balances and future contributions to any available Plan investment options. Unless you provide alternative direction, your contributions and/or account balance will continue to be invested in the Plan designated fund.

To obtain information about other plan investment options, please log onto NetBenefits® at www.401k.com or call 1-800-835-5095 to speak to a representative. You may also make changes to your investment elections for future contributions and/or exchange all or a portion of your existing balance into other options available under the Plan via NetBenefits or by phone. We encourage you to review your investment mix and deferral percentage and update as appropriate.

Before investing in any mutual fund, please carefully consider the investment objectives, risks, charges and expenses. For this and other information, call or write Fidelity for a free prospectus. Read it carefully before you invest.

Keep in mind that investing involves risk. The value of your investment will fluctuate over time and you may gain or lose money.

The investment options available through the plan reserve the right to modify or withdraw the exchange privilege.

Unless otherwise noted, transaction requests confirmed after the close of the market, normally 4 p.m. Eastern time, or on weekends or holidays, will receive the next available closing prices.

This notice is a requirement regarding the default investment if you do not make an investment election.