PILKINGTON NORTH AMERICA, INC.

RETIREMENT SAVINGS VALUE PLAN SUMMARY PLAN DESCRIPTION

Lathrop Bargaining Unit Employees

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INTRODUCTION

The Pilkington North America, Inc. Retirement Savings Value Plan (RSVP) provides you with a convenient way to save for your future. Your retirement savings build up over time through both your own and company contributions.

The RSVP is based on a partnership between you and Pilkington North America, Inc. (PNA). The RSVP provides maximum benefit when you take an active role in overseeing your investment choices and making your own savings contributions.

This document is a Summary Plan Description (SPD). It describes how the RSVP works and is intended to comply with the Employee Retirement Income Security Act of 1974 (ERISA). It should be kept in a safe place along with your other important papers for later referral.

Telephone and Internet account access is available 24 hours a day Monday through Saturday, and after 1 p.m., Eastern Time, on Sunday. Information can be obtained by going online to the web site www.yourbenefitsresources.com/pna or by calling the Plan Record Keeper at 1-800-568-4015.

If there are any discrepancies between this Summary Plan Description and the legal Plan document, the legal Plan document will govern.

ELIGIBILITY

You are eligible to participate in the RSVP if you meet the following criteria.

Active full-time or long-term temporary bargaining unit employees at the Pilkington North America plant in Lathrop, California are eligible to participate in the RSVP 90 days after date of hire.

Bargaining unit employees at the following PNA locations also participate in the RSVP; however, benefits for participants from these other covered locations are described in separate SPD documents.

- Rossford, Ohio
- Ottawa, Illinois
- Laurinburg, North Carolina
- Shelbyville, Indiana

The RSVP does not cover individuals classified by PNA as independent contractors or individuals that are employed by vendors who provide services to PNA.

GETTING STARTED IN THE RSVP

Once you join the company as a full-time employee or complete 1,000 hours as a part-time employee, you will receive an introductory letter and fund prospectuses.

If you do nothing, 30 days following your eligibility date you will be automatically enrolled in the plan, with an employee before-tax contribution rate of 2% of your eligible pay. Your contribution and those of the Company will be invested in the target date fund which is closest to the date you will be age 65.

If you participate in the Plan through automatic enrollment, be sure to go to the 401(k) website or call the Pension Benefits Center to designate your beneficiary.

The letter will also give you information on increasing or decreasing your before-tax contribution, electing an after-tax Roth contribution and choosing other investment options.

Following your eligibility, you can increase or decrease contributions to the RSVP and choose other investment options at any time. Just follow these three simple steps:

1. *Review* the fund prospectuses and go online to view detailed fund information provided by Lipper to help you make your investment fund choices.

2. *Decide* the amount and classification you want to contribute (as a percentage of pay).

3. *Make changes* online through the web site at www.yourbenefitsresources.com/pna or by calling 1-800-568-4015.

For either the web site or automated telephone system, follow the prompts to the "401(k)" option. The first time you visit the web site or call the automated telephone system, you will be prompted to establish a secure password. To do this, you will need:

- Last four digits of your Social Security number
- ZIP code
- Birth date

The web site is available 24 hours a day, 365 days a year (except during systems maintenance). Customer service associates are available over the phone to assist you between 8 a.m. and 8 p.m. Eastern Time, Monday through Friday on business days.

If You Transfer to another Business Unit

If you are an RSVP participant and you transfer to a PNA business unit that does not offer the RSVP, your account balance in the RSVP will be transferred to the PNA retirement plan in effect at your new location. Your current contribution rate and investment choices will remain the same in the new plan unless you elect to make a change.

If You Rejoin the Company

If you have been an RSVP participant and you leave PNA – and then rejoin the company – your Company Guaranteed Contributions begin effective your date of rehire. Once you have received your first pay, you can go online or call to make new contribution elections. The changes you elect will be applied as soon as administratively possible.

NAMING YOUR BENEFICIARY

Your beneficiary is the person or other entity who will receive your account balance should you die. When you enroll, you must designate a beneficiary by going online to the web site at www.yourbenefitsresources.com/pna or by calling 1-800-568-4015. You can change your beneficiary at any time by speaking with a customer service associate or making the change yourself online.

If You Are Not Married

If you are not married when you enroll, you may name anyone you choose as your beneficiary. A form will be mailed to you or sent to your Secure Participant Mailbox (SPM) located on the web site, so that you can certify your marital status. Your selection will not take effect until the completed form is returned and approved.

If You Are Married or Get Married

Federal law requires that if you are married or get married, your spouse shall be the designated beneficiary of 100% of your account balance regardless of any prior beneficiary elections, unless your spouse consents otherwise. If you want to name a beneficiary other than your spouse, or an additional primary beneficiary, you can do so only if your spouse consents to your choice in a written, notarized statement. This statement will be mailed to you or sent to your Secure Participant Mailbox (SPM) located on the web site. Your selection will not take effect until the completed statement is returned and approved.

Spouse

A spouse is defined as a person to whom the participant is legally married as evidenced by the issuance of a marriage certificate by a governmental authority, including marriages entered into a state whose laws authorize marriage of two individuals of the same sex. It does not include individuals (whether of the opposite or same sex) who have entered into a registered domestic partnership, civil union or other similar formal relationship recognized under state law that is not denominated a marriage under the laws of that state.

If you do not properly elect a beneficiary, your account may not be distributed in accordance with your wishes in the event of your death. In the absence of a valid election, your account will be paid to your spouse, or if none, to your estate.

CONTRIBUTIONS TO THE RSVP

You can make the following contributions to your RSVP account:

- Employee Before-Tax Contributions
- Employee Roth 401(k) Contributions
- Qualified Roll-In Contributions

PNA makes the following before-tax contributions to your RSVP account:

- Company Guaranteed Contributions
- Company Matching Contributions
- Company Senior Value Contributions for employees at least age 56

Employee Contributions

You may contribute from 1% to 40% of your eligible earnings on a before-tax basis to the RSVP up to the annual maximum set by the Internal Revenue Service (IRS). In 2016, the annual maximum contribution is $18,000 for employees under the age of 50. The maximum will increase by increments of $500 thereafter, determined by the cost of living index.

Contributions must be made in full percentages (1%, 2%, 3%, 4%, 5% … up to 40%).

Earnings eligible for Employee Contributions and Company Contributions include:

- Base Pay
- Shift Premiums
- Overtime
- Vacation Pay
- Holiday Pay

Catch-Up Contributions for Employees Age 50 and Older

Employees who are age 50 or older at any time during the current year are eligible to make additional contributions, known as “catch-up contributions.” In 2016, the maximum catch-up contribution amount is $6,000, for a maximum total contribution of $24,000 ($18,000 + $6,000). Catch-up contribution amounts will increase thereafter as determined by the cost of living index. To take advantage of this benefit, you may need to increase your contribution percentage.

Saver's Credit

In 2015, individuals who earn $30,500 or less annually or couples filing taxes jointly who earn $61,000 or less annually may be eligible to receive a Saver's Credit. This federal law allows eligible RSVP participants to claim a maximum credit of up to $2,000 ($4,000 if married filing jointly) of employee contributions to the RSVP. The tax credit is based on a percentage of contributions, ranging from 10% to 50%. You must claim the tax credit on your income tax return. For more information about the Saver's Credit, consult the IRS or a qualified tax professional.

Making Changes to Your Contributions You can increase or decrease the amount of your contributions at any time by going online to access the web site at www.yourbenefitsresources.com/pna or by calling 1-800-568-4015.

Changes to your contribution percentage will take effect between one and three pay periods, depending on your payroll cycle.

Qualified Roll-In Contributions

Under special rules, you may be able to deposit – or roll-in – all or part of a lump-sum distribution from a former employer's qualified plan into your RSVP account. An eligible employer plan for this section includes a plan qualified under the Internal Revenue Code (IRC) Sections 401(a), 403(a), 403(b) or an eligible Section 457(b) plan maintained by a government employer. No voluntary after-tax contributions will be accepted.

If you wish to make a roll-in contribution, you may request a roll-in application and information about applicable procedures and restrictions by calling 1-800-568-4015 or by accessing the web site. You will need to complete and return the forms along with your check and required documentation for roll-ins.

Documentation needed if rolling-in from an Internal Revenue Code (IRC) Section 401(a) plan

One of the following is needed:

- An IRS letter of favorable determination.
- A letter from the plan's administrator stating the plan is qualified or satisfies the requirements under IRC Section 401(a).
- A letter from the plan's administrator stating the plan is intended to satisfy the requirements under IRC Section 401(a) and the plan administrator does not know of any plan provision or operation that would disqualify the plan.
- A letter from the plan's administrator stating the plan has received an IRS letter of favorable determination.
- A page from the plan's Summary Plan Description stating the plan is qualified under IRC Section 401(a).

Documentation needed if rolling-in from an IRC Section 403(a) plan

- A letter from the plan's administrator stating the plan is an annuity contract meeting the requirements of IRC section 403(a).

Documentation needed if rolling-in from an IRC Section 403(b) plan

- A letter from the plan's administrator stating the plan is a tax-sheltered annuity plan meeting the requirements of IRC Section 403(b).

Documentation needed if rolling-in from an IRC Section 457 plan

- A letter from the plan's administrator stating the plan is an eligible IRC Section 457 plan and is not a qualified governmental excess benefit arrangement.

If the amount you intend to roll-in to the RSVP originated from an eligible employer plan but was subsequently rolled over to an IRA from which the roll-in contribution is being made, you will also need to submit one of the items below (in addition to the required documentation above):

- A statement of history from the IRA showing that all contributions made to the IRA originated from an eligible employer plan
- A letter from the IRA provider stating that the distribution contained no nontaxable amounts
- A letter from you stating that the distribution contained no nontaxable amounts.

Note: You are responsible for ensuring that the roll-in contributions you are making to the RSVP does not contain any voluntary non-taxable amounts from an IRA.

Company Guaranteed Contributions

Upon your eligibility to participate in the RSVP, PNA will make a Company Guaranteed Contribution to your account each pay period equal to 4.5% of your eligible pay. The Company Guaranteed Contribution is made to your account whether or not you contribute to the RSVP and regardless of PNA's profitability.

Company Matching Contributions

If you contribute to your future, then the company will make additional contributions to your account (as a percent of your pay).

PNA will <u>match</u> a portion of your before-tax contributions to the RSVP. Matching gives you an immediate return on your money. No individual savings plan can guarantee a return on your investment like the company matching feature provides.

To receive the maximum available company matching contribution, you must contribute enough <u>each pay period</u>. If you reduce your contributions below that percentage or stop your contributions during the year, you cannot “catch up” by contributing a higher percentage later in the year.

For example, if you contribute 5% of your pay to your RSVP account, PNA will contribute 2.50% of your pay to your RSVP account. If you contribute 2% during the first six months of the year and then increase your contribution to 8% for last six months, you do not receive the maximum company matching contribution for the year because you did not contribute 5% (the full percentage required) <u>each pay period</u>.

The maximum company match is made if you contribute 5% or more of your pay to your RSVP account. The full list of Company Matching Contribution rates are as follows:

Your Contributions	Company Matching Contributions
1%	0.50%
2%	1.00%
3%	1.50%
4%	2.00%
5% - 40%	2.50%

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Company Senior Value Contributions

If you are at least age 56 as of December 31 and are an active employee as of December 31, you will receive a Company Senior Value Contribution of 1.5% of your earnings for that calendar year. This contribution will be made to your RSVP account not later than the end of the first calendar quarter of the following year.

Annual Contribution Limits

There are several IRS limits on the amount of contributions that may be made to the RSVP to assure that all employees have a fair opportunity to enjoy the tax advantages offered by savings plans that accept before-tax, after-tax Roth 401(k) and tax-deferred company contributions.

The IRS sets limits on the total amount of employee contributions <u>and</u> company contributions that can be credited to an employee’s account for a plan year. To satisfy these restrictions for a given plan year, it may be necessary to reduce or return contributions for some employees. This limit primarily affects higher-paid employees. If you are affected, you will be notified.

Additional rules limit the total contributions that employees can contribute in a calendar year. If the total contributions exceed the limits in any year, your own contributions will be refunded to you. If necessary, contributions made by PNA will then be reduced until you no longer exceed the limit. Again, you will be notified if you are affected.

Federal law also sets a maximum on the amount of eligible compensation that may be used in calculating the contributions made for you. References to “eligible earnings” in this summary are subject to this limit. For 2016, this limit is $265,000. The limit may be adjusted in future years to reflect increases in the cost of living.

The Internal Revenue Code (IRC) limits the total of all deferrals you may make under Pilkington’s RSVP or <u>other</u> cash or deferred arrangements outside Pilkington in which you may be participating (including tax-sheltered 403(b) annuity contracts, simplified employee pensions or other 401(k) plans).

The Company payroll system will stop employee contributions when the limit is reached. However, if your total deferrals under <u>all</u> cash or deferred arrangements for a calendar year exceed the annual dollar limit ($18,000 for employees under age 50 during 2016) and you are not eligible to make a “catch-up” contribution, the excess must be included in your income for the year.

For this reason, you should request that these excess deferrals be returned to you. If you fail to request such a return, you may be taxed a second time when the excess deferral is ultimately distributed from the RSVP.

You must decide which plan you would like to have return the excess. If you decide that the excess should be distributed from Pilkington’s RSVP, you should communicate your request no later than the March 1 following the close of the calendar year in which such excess deferrals were made to:

Pilkington North America
Payroll Department
811 Madison Avenue
Toledo, OH 43604

You may also call **(800) 685-4335** by March 1 of the following calendar year to request a distribution of the excess RSVP contribution.

RSVP INVESTMENT CHOICES

The RSVP offers professionally managed investment choices that vary by investment objective, risk and reward characteristics, and performance history. You must decide how best to invest the money in your account. You can obtain current information about the available investment choices by going online to the website at www.yourbenefitsresources.com/pna or by calling 1-800-568-4015.

Your Investment Strategy

Smart investing means balancing the earnings potential (or reward) of your investment with the risk it entails. How you balance this tradeoff will likely be influenced by the amount of time you have until you need the money you are saving. Balancing risk and reward to suit your specific needs is known as an investment strategy.

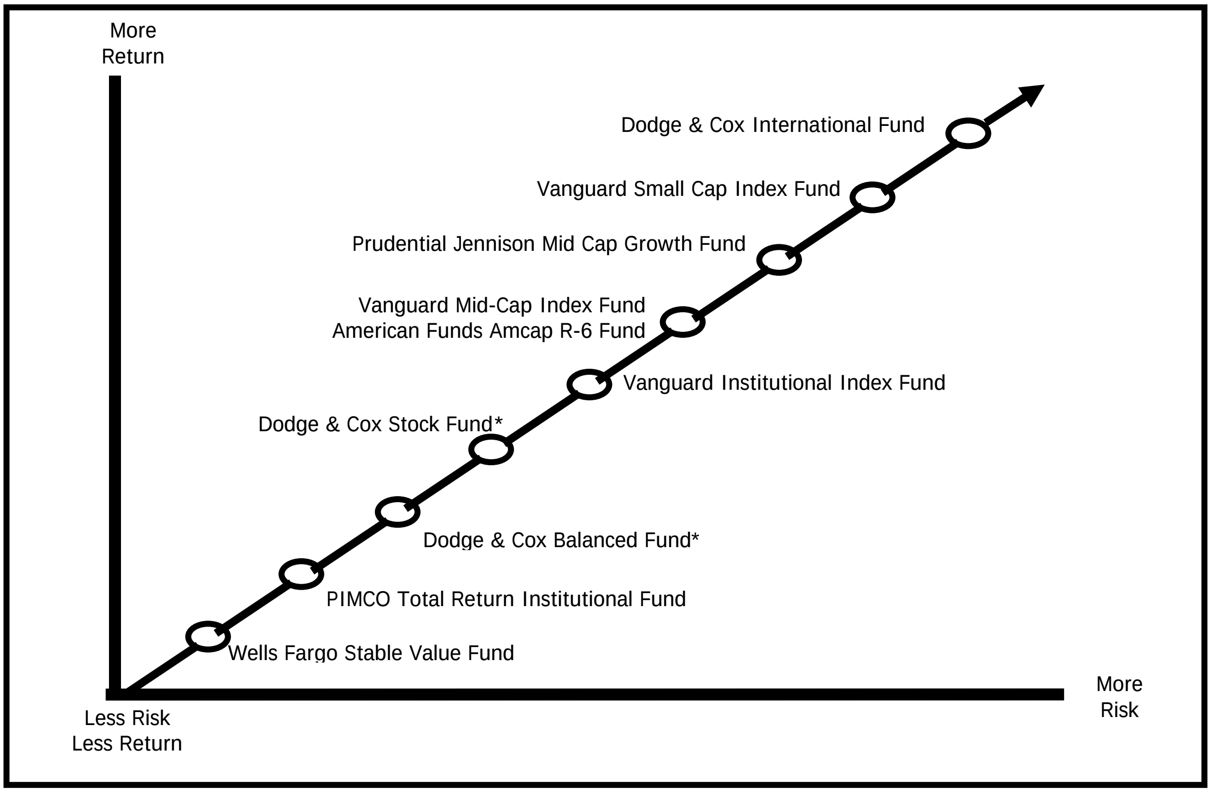
Keep in mind...

- Each fund offers varying degrees of potential risk and reward.
- You may want to consult a qualified financial advisor, utilize the Financial Engines' Web advice service or hire one of their Professional Managers to determine which funds are most appropriate for you before making investment elections.
- You can change your future investment elections at any time.
- You can change the allocation of your current balances at any time.
- The fund options available to you may change from time to time; however, you will be notified prior to any change.

The investment choices available in the RSVP range from conservative to aggressive. Generally, conservative – or low-risk – investments are designed to protect your investment while achieving slow, steady gains in value.

Aggressive investments – those with higher risk – typically have greater long-term earnings potential. Though the value of these investments may go up or down in the short term (this is called volatility), these investments have historically outperformed more conservative investments over the long term.

Any number of factors can affect how investment values change, including interest rates, business growth, inflation and the health of the overall economy.



* The T. Rowe Price target date funds expected risks and returns generally fall between the Dodge & Cox Balanced Fund and the Dodge & Cox Stock Fund. Please see each fund prospectus for additional information.

Classifying Your Investment Choices
Each of the RSVP's investment choices falls into broad categories of investments, also called asset classes.

Stable-value funds seek to maintain safety of principal while obtaining a consistent, low volatility return superior to other high quality alternatives over a full interest rate cycle. This type of fund is a portfolio of contracts purchased from leading life insurance companies and banks who manage high quality, well-diversified fixed income portfolios with low exposure to below-investment-grade bonds and mortgages.

- *The Wells Fargo Stable Value Fund is a stable value fund.*

Intermediate-term bond funds have average duration that is greater than 3 years and less than six years. Most of the funds rotate among a variety of sectors in the bond market, based upon which appear to offer better values. Whatever types of bonds they hold, these funds are less sensitive to interest rates, and therefore less volatile, than funds that have longer durations.

- *The PIMCO Total Return Fund is an intermediate-term bond fund.*

Moderate-allocation funds Moderate-allocation funds seek to provide both capital appreciation and income by investing in common stocks, preferred stocks, bonds, and cash. These funds tend to hold larger positions in stocks than conservative-allocation funds. These funds typically have 50% to 70% of assets in equities and the remainder in fixed income and cash.

- *The Dodge & Cox Balanced Fund is a moderate-allocation fund.*

Target date funds offer a multi-asset retirement savings strategy through a single fund. The asset allocation mix typically provides exposure to return seeking assets, such as equities, in early years when risk capacity is higher and becomes increasingly conservative over time based on the target retirement date of the fund selected. These funds may be good options for those who would prefer to let the funds' professional managers make the investment decisions.

- *The T. Rowe Price funds are target-date funds.*

Large-value funds focus on large companies that are undervalued or growing more slowly than other large-cap stocks. The fund seeks long-term growth of principal as well as current income. They tend to be more conservative with less volatility than growth funds.

- *The Dodge & Cox Stock Fund is a large-value fund.*

Large-blend funds have portfolios that are representative of the overall stock market in size, growth rates, and price. They invest across the spectrum of U.S. industries.

- *The Vanguard Institutional Index Fund is a large-blend stock index fund.*

Large-growth funds invest in larger companies that are projected to grow faster than other large-cap stocks. Most of these funds focus on companies with a record of above average long-term growth.

- *The American Funds Amcap R-6 Fund is a large-growth fund.*

Mid-Cap blend funds have portfolios that are a mixture of domestic mid-size companies who are expected to increase (grow) and mid-size companies who are priced below market (value).

- *The Vanguard Mid-Cap Index Fund is a mid-cap blend index fund.*

Mid-Cap Growth Funds invest in medium-sized companies with the potential for above-average growth in sales and earnings. Most of these funds focus on companies in rapidly expanding sectors, such as information technology. Mid-cap companies tend to be less volatile than less-established small-cap growth companies but more volatile than their large-cap growth counterparts.

- *The Prudential Jennison Fund is a Mid-Cap Growth Fund.*

Small-Cap blend funds focus on U.S. companies whose shares are at the lower end of the market-capitalization range. These funds tend to favor companies in up-and-coming industries or young firms in their early growth stages. As a result, the category tends to move in sync with the market for initial public offerings. Many of these funds invest in the technology, healthcare, and services sectors. Because these businesses are fast-growing and often richly valued, their stocks tend to be more volatile.

- *The Vanguard Small Cap Index I Fund is a small blend fund.*

Foreign Large-Cap blend funds invest mainly in international stocks. Most of these funds divide their assets among a dozen or more developed markets, including Japan, Britain, France, and Germany. They tend to invest the rest in emerging markets in Asia and Latin America. These funds typically will have less than 20% of assets invested in U.S. stocks.

- *The Dodge & Cox International Fund is a foreign Large-Cap blend fund.*

Investment choices in the RSVP will have varying risk and return results—none of which can be guaranteed. The company cannot decide which investments are best for you. Those decisions are up to you. Having many investment choices is important, but what is more important is that you take the time to learn about each of your choices before you make any investment decisions. Remember to evaluate your investments regularly and as your goals change over time.

Trading Restrictions

Trading restrictions are designed to minimize the negative impact of short-term trading on fund performance. Market timing (or short-term trading) — frequently buying and selling a fund to earn short-term profits — can actually hurt a fund's performance. This increased trading activity can raise the cost of running the fund. It might also interfere with the fund's investment strategy, by forcing the manager to either sell stocks at less attractive prices or hold excess cash to meet redemption requests.

Currently the following fund companies in the plan enforce trading restrictions:

American Funds AMCAP R-6: American Funds AMCAP shareholders who transfer or reallocate $5,000 or more from the fund in a single day must wait 30 calendar days before transferring or reallocating $5,000 or more back into the fund in a single day.

T. Rowe Price Retirement (all funds):

T. Rowe Price shareholders who transfer or allocate any amount from the fund in a single day must wait 30 calendar days before transferring or reallocating any amount back into the fund in a single day.

Vanguard (all funds):
Vanguard shareholders who transfer or allocate any amount from the fund in a single day must wait 30 calendar days before transferring or reallocating any amount back into the fund in a single day.

Certain purchases will not be prevented and certain redemptions will not trigger a purchase block, such as retirement plan contributions, loans and distributions, purchase transactions involving transfers of assets, rollovers, Roth IRA conversions and IRA recharacterizations, and systematic redemptions and purchases.

Portfolio Diversification

To get the most out of your investments in the RSVP, you should use the fund options to create an investment strategy that meets your needs. Select the right mix of investments for your personal situation, matching an appropriate return on your investment with acceptable risk levels. You may change your investment elections each business day in any or all of the investment options.

Keep in mind that various asset classes behave differently under different market conditions. No asset class does well all the time. Diversification (spreading money among different investments) increases your chances that at least part of your portfolio will be doing well at any particular time.

Because they contain a variety of holdings, all of the investment choices in the RSVP offer some degree of diversification. When making your investment choices, you should consider diversifying across asset classes. Keep in mind that a fund's past performance (before and after taxes) does not necessarily indicate how the Fund will perform in the future.

Investment Advice is available through Financial Engines

Financial Engines is a premier provider of online financial advice. This easy-to-use service delivers investment advice based on your specific circumstances, current investments, and savings goals. You can choose to accept the advice provided and can automatically transfer your existing account balance or change your investment election for future contributions without reentering the information on the web site.

You can access Financial Engines by accessing the web site at **www.yourbenefitsresources.com/pna**, entering your retirement savings account, and then by following the prompts to Financial Engines. PNA provides access to Financial Engines' standard online service at no cost to active employees.

Tracking Investment Performance

Fund prospectuses for each of the RSVP's fund options can be accessed online or you can request hard copies to be mailed to you by visiting the web site or by calling 1-800-568-4015. In addition, Lipper fund detail pages for each of the RSVP's fund options can also be accessed and printed from the web site.

What Fund Detail Pages Offer

Use the fund detail pages to evaluate individual funds and make comparisons among them. The fund detail pages highlight aspects of the funds that are of interest to most investors. Information will vary by fund, but in general you will find:

- Fund overview
- Performance history and ratings
- Annual fees and expenses
- Risk/return tradeoff
- Fund information, such as top 10 holdings and sector weightings
- Management information, such as investment policy and strategy

Interpreting Performance Information

The fund detail pages include the most recent short-term returns as well as annual average returns over longer periods. The detail pages cannot predict future performance. As you look at the short-term returns, remember that funds with higher return potential can experience considerable short-term volatility.

Some funds measure themselves against a benchmark, such as the S&P 500 Index. An index represents the market average for investments that are most comparable to those in the fund. In essence, a benchmark enables you to evaluate the fund's performance against how a larger group of similar investments performed. This perspective can be particularly helpful when evaluating funds with a high degree of short-term volatility.

Changing Your Investment Funds

You may make changes to your current account investment funds, to your future investment funds or both as follows.

Your current account balance

You may change the allocation of your current account balances between investment funds on a daily basis by accessing the web site at www.yourbenefitsresources.com/pna or by calling 1-800-568-4015. If you complete your request prior to the New York Stock Exchange (NYSE) close, Monday through Friday, your change will become effective at that day's closing value; otherwise, it will occur on the next business day.

Your future investment fund elections

You may change the funds designated for your future investments and loan repayments at any time by accessing the web site at www.yourbenefitsresources.com/pna or by calling 1-800-568-4015. Changes to your investment elections will be effective immediately.

In-Plan Roth Conversions

In addition to choosing future on-going Roth 401(k) contributions, employees may elect to convert all or a portion of their employee before-tax contributions and vested earnings to the Roth 401(k) accounts. Participants can request up to two conversions per calendar year with a minimum of $500 per conversion. If an In-Plan Roth conversion is requested, the employee will owe federal income tax on the portion of any amounts transferred to the Roth account. Amounts transferred to the Roth account remain subject to all of the provisions of the Plan, including provisions that govern when amounts may be withdrawn.

Additional considerations:

- In-Plan Roth Conversions are **irrevocable** once made.
- Participants will owe Federal Income Tax (and State Income Tax depending on the participant's state of residence) on the taxable portion of any amounts transferred.
- No income taxes are withheld from the In-Plan Roth Conversion.
- Participants may need to increase payroll tax withholdings or make estimated tax payments in order to avoid an underpayment penalty and to ensure their ability to pay the taxes owed.
- An In-Plan Roth Conversion will be funded on a pro-rata basis from all eligible sources and investment funds.

ACCOUNT OWNERSHIP RIGHTS (VESTING)

Vesting refers to your ownership right to your account balance. Vesting in the RSVP varies by contribution type as follows:

Employee Before-Tax, Employee Roth 401(k) and Roll-In Contributions

You are always 100% vested in your own contributions and any investment earnings from those contributions.

Company Matching Contributions

You are always 100% vested in the Company Matching Contributions and any investment earnings from those contributions.

Company Guaranteed and Company Senior Value Contributions

Following is the vesting schedule for the Company Guaranteed Contributions and Company Senior Value Contributions, and the earnings on both:

Years of Company Service*	Vested %
Less than 1	0%
1 but less than 2	25%
2 but less than 3	50%
3 but less than 4	75%
4 or more	100%

*Breaks in Service may affect your total years of Company service. Please call the Pension Center at 1-800-568-4015 for additional details.

Non-vested Account Balances

If your employment is terminated for reasons other than retirement, disability, or death, the non-vested portions of the Company Guaranteed Contributions and Company Senior Value Contributions and earnings on these unvested contributions will be forfeited unless you return to work for the company within five years. If you return to work at any time, your prior service will be included in determining your vesting in future company contributions.

Qualified Domestic Relations Orders

You are not permitted to sell, transfer or assign your benefits under the RSVP. However, the RSVP may pay benefits as a property settlement or for family support pursuant to a Qualified Domestic Relations Order (QDRO) issued by a state court during a divorce or dissolution proceeding. The RSVP has established procedures for handling a QDRO. You or your attorney may receive a copy of these procedures at no cost by calling 1-800-568-4015.

LOANS FROM YOUR ACCOUNT

You can request a loan from your account, unless you are on a lay-off or a leave of absence. When you take a loan, you pay it back to your account through automatic payroll deductions. This means the interest you pay is credited to your account. In other words, you are paying the money back to yourself rather than to a lender.

There are two types of loans available under the RSVP. You may only have one loan of each type outstanding at any given time.

- **General purpose loans** are used for any purpose except to buy stocks, bonds, securities, or other similar intangible investments. General purpose loans can be for terms between 1 and 4.5 years.
- **Home loans** are used to acquire your primary residence – not to improve or remodel your existing residence. Home loans can be for terms between 1 and 20 years.

If you are applying for a home loan, you will be sent an application that will need to be signed and returned with the required supporting documentation. In order to process your request, you must attach a signed purchase agreement, or if building, a copy of the builder's contract, reflecting all of the following information:

- your name as the buyer,
- the address of the residence being purchased,
- the purchase price,
- the amount of the down payment,
- a closing date in the future, and
- the signatures of both the buyer and the seller.

If the above information is not received within 30 days of the loan application, the loan application will be cancelled.

You may only borrow from your own before –tax, roll-in and/or Roth 401(k) contributions to the RSVP and the earnings on these contributions. You may not borrow from PNA contributions or the earnings on PNA contributions.

Maximum / Minimum Loan Amounts and Other Provisions

Your maximum loan amount will be determined based on your account balance at the time your request is made. The following limits apply:

- Maximum loan amount: the lesser of either $50,000, reduced by your highest outstanding loan balance during the preceding 12 months, or 50% of your own before-tax, roll-in, and/or Roth 401(k) contributions and earnings on these contributions
- Minimum loan amount: $1,000.

Loan amounts must be in multiples of one dollar ($1). You can find out how much you are able to borrow by accessing the web site at the following address: www.yourbenefitsresources.com/pna or by calling 1-800-568-4015.

How to Request a Loan

You may request a loan from your account by accessing the web site at www.yourbenefitsresources.com/pna or by calling 1-800-568-4015. Confirmation of your request will signify your acceptance of the terms of the loan.

You can choose to either receive the loan proceeds by direct deposit or have a check sent to you. To request direct deposit you must make your loan request through a customer service associate or on the web site. If you complete your request prior to the NYSE market close, your request will be effective on the same day; otherwise, it will be effective the next business day.

You may cancel your loan request prior to the NYSE market close on the effective date by going to the web site at www.yourbenefitsresources.com/pna or by calling 1-800-568-4015.

Interest Rates

The interest rate charged on general purpose loans is the prime rate published in the Wall Street Journal on the first business day of the month, plus 1.5%. The interest rate charged on home loans is the 30-year mortgage rate as of the first business day of the calendar quarter as published by Bloomberg, which can be found on their web site or the RSVP web site.

Once you apply for either a general purpose loan or a home loan, you lock in the interest rate for the duration of your loan. Interest is paid in arrears on the declining balance of the principal. Interest is charged beginning with your first payment. The interest you pay on a RSVP loan is not deductible on your federal income tax return.

Application Fee

A $75 loan application fee will be deducted from your loan proceeds.

Loan Repayment

Loan payments are made through payroll deduction. Repayments are made in equal installments with the last payment adjusted to reflect the outstanding balance.

If you miss two or more payments, you will receive a Loan Delinquency Notice, which will notify you of missed payments and the amount required to bring your loan current. If you fall more than one quarter behind in loan repayments, your loan will be defaulted and you may incur a taxable event. In addition, the defaulted loan amount will continue to be considered an outstanding loan and may prevent you from taking an additional loan from the RSVP.

Your regular contributions to the RSVP will continue while you are making loan repayments unless you change them. You may repay your outstanding principal in full any time by calling 1-800-568-4015. However, you cannot make additional partial repayments of your loan.

In the Event of Leave of Absence or Layoff

If you are absent from work due to an unpaid leave of absence or layoff, your loan payments will be suspended for the period of the leave, up to a maximum of 12 months. Upon your return, the outstanding loan balance will be re-amortized, and the term of the loan will be extended by the period of the leave, to the extent that the loan will not exceed 5 years from the original loan date.

If Employment Ends

If you terminate employment with PNA or any of its related companies, the unpaid balance of your loan will become due and payable. If you are planning to defer your distribution, you may choose to repay the outstanding principal of your loan to avoid incurring a taxable event. Your loan will be deemed a taxable event either 90-days after your termination of employment or at the time you request a distribution, if earlier.

Early Loan Payoff

To get your loan pay-off balance or arrange for an early loan payoff, please access the web site. You may also call
1-800-568-4015.

- There is no penalty for paying off a loan early.
- If, prior to your loan being paid off, a loan deduction has been taken from a payroll already processed; you will be promptly refunded that amount.

Waiting Period

You must wait three months from the time you pay off a loan before applying for another loan of the same type.

PAYMENTS FROM THE RSVP (WHILE EMPLOYED)

The primary purpose of the RSVP is to provide you with a long-term savings program. There are, however, certain circumstances when you may be eligible to withdraw money from your account.

While employed with PNA, you may receive money from your account in one of the following ways:

- After-tax withdrawals (grandfathered account balances)
- Age 59 1/2 withdrawals
- Hardship withdrawals
- Active Military withdrawals

After-tax Withdrawals

Although the RSVP no longer allows after-tax contributions, participants who have an after-tax account balance may withdraw all or a portion of that amount at any time. You can choose to either receive the payment by direct deposit or have a check sent to you.

Age 59 1/2 Withdrawals

After you reach age 59 1/2, you may withdraw some or all of the vested value of your RSVP account without qualifying for a hardship withdrawal. You can choose to either receive the payment by direct deposit or have a check sent to you.

Hardship Withdrawals

Because of the tax advantages the RSVP offers, the IRC restricts before-tax withdrawals from the RSVP prior to age 59 1/2. However certain financial hardships may allow you to take an early withdrawal. A financial hardship generally means you are not able to obtain the money from any other source. Additionally, you must have taken any available loans for which you are eligible before requesting a hardship withdrawal (unless the repayment of a loan would cause a hardship). Furthermore:

- Your withdrawal cannot exceed the amount required to satisfy the specific need, and
- Your Employee Contributions to the RSVP will be suspended for 6 months from the time the withdrawal is processed.

Withdrawals from the RSVP before-tax account are subject to ordinary income taxes. Amounts withdrawn before age 59 1/2 are also subject to an IRS penalty tax equal to 10% of the amount withdrawn in addition to federal income tax (unless the withdrawal is for deductible medical expenses that exceed 7.5% (those born before 1/2/1950) or 10% of your adjusted gross income).

Hardship withdrawals, unlike loans, cannot be repaid once they are distributed.

Hardship withdrawals are only permitted for the following reasons:

- To purchase or construct a primary residence.
- To prevent eviction from or foreclosure on your primary residence.
- To pay for medically necessary expenses not covered by health insurance.
- To pay for the next 12 months of post-secondary school education for yourself or a member of your immediate family.
- To pay for funeral expenses for lineal ascendants or descendents of you or your spouse.

Hardship Withdrawal Amount

The minimum amount for a hardship withdrawal is $1,000. You may also be eligible to request 125% of the actual hardship amount to offset your tax liability for an early withdrawal. The hardship withdrawal may be from:

- your own before-tax and Roth 401(k)contributions, and
- earnings on before-tax contributions made to your account prior to January 1, 1989.

Hardship Withdrawal Request

To request a hardship withdrawal application, you may access the following web site: www.yourbenefitsresources.com/pna or you may call 1-800-568-4015. You will need to return the application along with the necessary evidence of the hardship. If the hardship is approved, your check will be mailed within 7 days of approval.

Active Military Withdrawals
If you are on a military leave of absence for more than 30 days, you may withdraw the amount held in your before-tax and/or Roth 401(k) accounts. If you take such a withdrawal, you may not make any further contributions for a period of six months following the withdrawal. If you are married, your spouse's consent to this withdrawal will be required.

PAYMENTS FROM THE RSVP (IF YOU ARE NO LONGER EMPLOYED)

A distribution is a payout of your vested account balance, which includes your contributions, the PNA contributions and the investment earnings on these contributions.

- **Retirement**

  You are eligible to receive the full value of your account when you retire from PNA. For purposes of RSVP account distributions, employees are eligible to retire if they are age 55 and have at least four years of service or if they elect an early or normal retirement under any other retirement plan provided by PNA or its affiliates.

- **Permanent and Total Disability**

  You are entitled to receive the full value of your account should you become permanently and totally disabled and therefore unable to continue working.

- **Death**

  Upon your death, your beneficiary will receive the balance in your account, including both vested and non-vested amounts.

- **Other Termination of Employment**

  If you leave PNA for any other reason, you are eligible to receive a distribution of the vested portion of your account.

You may request a distribution from the RSVP by accessing the web site at www.yourbenefitsresources.com/pna or by calling 1-800-568-4015. You can choose to either receive the payment by direct deposit or have a check sent to you. If you complete your request prior to the NYSE market close, your request will be effective on the same day; otherwise, it will be effective the next business day.

Distribution Options
If you do not make a distribution request within 90 days of your termination employment and the value of your account is:

Less than $1,000: your account balance will be paid to you in the form of a lump sum distribution.

Between $1,000 - $5,000: your account balance will be rolled over to an eligible Individual Retirement Account (IRA) through Merrill Lynch. The participant is responsible for applicable enrollment and/or ongoing fees. The contact number for Merrill Lynch is 1-877-MY-MLIRA (696-5472).

Greater than $5,000 you may choose to:

- Request a lump sum distribution.
- Request a partial distribution if you are age 55 or older – You are eligible to request one pre-tax partial distribution and one Roth partial distribution per calendar year.
- Defer distribution until a later date. If you choose to delay your distribution you may continue to invest in any of the available investment options under the Plan. Mandatory annual distributions called Required Minimum Distributions (RMD) will begin no later than April 1 of the year following the calendar year in which you reach age 70 1/2. Any partial distributions from the prior taxable year will first be subtracted from the RMD value to determine if an additional distribution amount is required. In accordance with Internal Revenue Code (IRC) rules, the RMD cannot be rolled over to another plan.

Federal law requires that you receive information about the rights you have before you take a distribution from the Pilkington North America RSP Plan. You may view and print the full text of the Payment Rights Notice by accessing the web site at www.yourbenefitsresources.com/pna or you can request a copy by calling the Pension Center at 1-800-568-4015.

TAX CONSIDERATIONS

During your PNA employment, federal and state income taxes, where applicable, will be deferred on all before-tax and PNA contributions to your account and on all investment earnings on these amounts. However, these funds become taxable upon distribution from your account.

Roth 401(k) contributions are made on an after-tax basis and are not subject to ordinary income tax when withdrawn. Earnings on Roth 401(k) contributions are not taxable at the time of distribution if the distribution is “qualified”. A distribution is “qualified” if:

- The Roth 401(k) or Roth 401(k) Rollover account is at least five years old; and
- The reason for the distribution is after age 59 1/2, due to death or you become disabled.

Distributions that do not meet the criteria above are considered “nonqualified”. Earnings on nonqualified distributions will be taxable and may be subject to early withdrawal penalties. Nonqualified partial distributions from the Roth 401(k) accounts will include a pro-rata portion of earnings and nontaxable contributions from the combined Roth 401(k) and Roth 401(k) Rollover amounts.

After-tax contributions are not subject to taxation when withdrawn. Earnings on these investments are subject to federal income tax.

If you are age 55 or older in the year you separate from service, there is no penalty if you take a distribution. Additionally, the IRC provides for certain other exemptions if you take an early distribution. Please consult with a qualified tax advisor to determine options available to you.

In addition, if you take a hardship withdrawal while still employed at PNA, you may also be subject to an additional 10% federal tax, in addition to ordinary income taxes.

When you are ready to receive your RSVP distribution, you should consult a professional tax adviser. Pilkington and the Plan Record keeper cannot give you tax advice. Tax law is complicated and subject to change, and a tax adviser will be able to suggest the best way for you to meet your tax obligations at payout.

If your RSVP distribution is paid directly to an eligible retirement plan or IRA, no income tax or penalty tax will be due until a distribution begins from the other plan or your IRA.

If your RSVP distribution is paid directly to you, the record keeper is required to withhold 20% of the payment and send it to the IRS as income tax withholding to be credited against your taxes. If you decide to roll-over all or part of your distribution amount into an IRA or another employer's qualified plan within 60 days of receiving the distribution, you may receive a refund of all of the 20% withholding when you file your tax return the following year. However, in the short-term, if you wish to roll-over 100% of the taxable amount, you will need to include the additional 20% from other sources.

OTHER IMPORTANT INFORMATION

This section contains general administrative information about the RSVP and an explanation of your rights and responsibilities under ERISA.

RSVP Documents Govern

This Summary Plan Description summarizes the principle features of the RSVP. Should there be a need for interpretation of any RSVP provision; the RSVP documents take precedence over this summary.

Official documents governing these benefits are available for your review during normal working hours in the PNA Employee Benefits Department, 811 Madison Avenue, Toledo, Ohio.

You may obtain copies of the RSVP documents and other information upon written request to the RSVP Administrator at the 811 Madison Avenue address. A duplication charge of $.25 per page will be made for these copies.

Role of the RSVP Trustee

PNA retains Northern Trust as the trustee to maintain and hold the funds of the RSVP. The trustee makes RSVP investments as directed by you and the RSVP.

Role of the RSVP Record Keeper

PNA retains a record keeper, Aon Hewitt, to maintain a separate record of your account. These records reflect your contributions, company contributions on your behalf, earnings activity on your account, and any withdrawals or loans from your account. They also handle any changes or questions concerning your RSVP account.

Reports on Your RSVP Account

You are able to view your account status at any time on the web site. Additionally, the record keeper will send you a statement of your RSVP account each quarter. This report will include:

- Amounts contributed by you and the company.
- Your investment results.
- Any investment fund changes you may have authorized since the last report.
- Any withdrawals, loans, or loan repayments since the last report.

This report will show your account holdings as of the end of the last calendar quarter. You should receive your statement within 30 days after the end of the quarter.

At anytime (other than during systems maintenance) you may also call 1-800-568-4015 or access the web site at www.yourbenefitsresources.com/pna to find out your account holdings as of the previous business day.

Role of the RSVP Administrative Retirement Board

PNA has appointed an Administrative Retirement Board to administer the RSVP. The Board has the authority to make decisions about the operation of the RSVP, including interpretation of RSVP provisions.

All decisions made within the scope of the Board's authority shall be final and binding upon all persons, including PNA, all participants and beneficiaries, their heirs and personal representatives, and any labor unions or similar organizations representing participants, if applicable. All such decisions, if subject to judicial review at any time, shall be subject to an arbitrary and capricious standard of review.

Claims and Appeals Procedures

If you feel that you are not receiving a benefit that you should, you may file a written claim for the benefit with PNA. At any time you may authorize a representative to file a claim for benefits or to appeal a denial of a claim for benefits on your behalf.

If PNA denies your claim, you will receive written notice within 90 days of the date your claim was filed, telling you:

1. Why it was denied,
2. The sections of the RSVP on which the denial is based,
3. What additional material or information is necessary for you to correct the claim and an explanation of why such material is necessary, and
4. A statement of your right to bring a civil action under Section 502(a) of ERISA following an adverse benefit determination on review.

If PNA determines that an extension of time for processing is required, the extension will be for no more than an additional 90 days and written notice of the extension will be furnished to you prior to the termination of the initial 90-day period. Such extension notice will indicate the special circumstances requiring an extension of time and the date by which PNA expects to render the benefit determination.

If you do not agree with the Board's original decision

After you receive the written claim denial notice, you must ask within 60 days for a second and final review of your claim by the RSVP Administrative Retirement Board. At that time, you will be provided, upon request and free of charge, reasonable access to and copies of all documents, records, and other information relevant to your claim for benefits. Following that, you will have an opportunity to submit written comments, documents, records, and other information relating to the claim for benefits and your claim will be reviewed again.

The Board will take into account all comments, documents, records, and other information submitted by you relating to the claim, without regard to whether such information was submitted or considered in the initial benefit determination. You will be provided with a written notice of the final decision within 60 days after your request a review – unless special circumstances require an extension of time, in which case the extension will be for no more than an additional 60 days.

Written notice of the extension will be furnished to you prior to the termination of the initial 60-day period and will indicate the special circumstances requiring an extension of time and the date by which the Committee expects to render the benefit determination. The manner and content of the final decision will include the same information described in the initial request.

404(c) Compliance

The RSVP is intended to constitute a plan described in section 404(c) of ERISA and Title 29 of the Code of Federal Regulations Section 2550.404c-1. The fiduciaries of the RSVP may be relieved of the liability for any losses that are the direct and necessary result of investment instructions given by a participant. You have the right to request the following information by calling 1-800-568-4015, which will be based on the latest information available to the RSVP:

- Annual operating expenses for each investment fund and the aggregate amount of such expressed as a percentage of average net assets of the fund;
- Copies of any investment fund prospectuses, the financial statements, and reports to the extent such information is provided to the RSVP;
- List of the assets comprising the portfolio of each investment fund which constitute RSVP assets within the meaning of ERISA, and - in the case of such assets which are fixed rate investment contracts issued by a bank, savings, and loan association, or insurance company - the name of the issuer of the contract, the term of the contract, and the rate of return on the contract;
- Value of shares or units in each investment fund, as well as the past and current investment performance of the fund determined, net expenses, on a reasonable and consistent basis; and
- Value of shares of units in investment funds held in your account.

Modification and Discontinuance of Benefits/Additional Note

The RSVP is qualified under sections 401(a) and 401(k) of the IRC. The RSVP also is subject to certain provisions of ERISA, including the Title 1 requirements for reporting and disclosure, fiduciary responsibility, minimum participation standards, and minimum vesting standards. The RSVP is not however, subject to the Title IV minimum funding standards or termination insurance, and these provisions will not be extended to RSVP participants. The Pension Benefit Guaranty Corporation does not insure benefits under the RSVP. Such insurance is not provided for this type of plan.

Although PNA expects that the RSVP will be continued indefinitely, PNA reserves the right to modify, amend or terminate the RSVP at any time in its sole discretion.

Should your participation in the RSVP be affected by a partial or complete termination of the RSVP, you would be vested in your entire account. Under no circumstances would any trust holdings revert to PNA or be used for purposes other than to serve participants and their beneficiaries.

ADMINISTRATIVE INFORMATION

Plan Sponsor and Employer
Pilkington North America, Inc.
811 Madison Avenue
Toledo, OH 43604

Agent for Service of Legal Process
Office of General Counsel
Pilkington North America, Inc.
811 Madison Avenue
Toledo, OH 43604
(Services of legal process may also be made upon a RSVP Trustee or RSVP Administrator)

Employer Identification Number
34-1506654

Name of Plan
Pilkington North America, Inc.
Retirement Savings Value Plan

Union Members Eligible for the Plan
United Steel, Paper and Forestry, Rubber Manufacturing, Energy, Allied Industrial and Service Workers International Union, AFL-CIO-CLC – Lathrop Local 418G

Plan Administrator
Administrative Committee
811 Madison Avenue
Toledo, OH 43604
1-800-685-4335

Plan Number*:* 015

Plan Year*:* Calendar year

Type of Plan*:* Defined contribution

Trustee
Northern Trust Company
50 South LaSalle Street
Chicago, IL 60675

Plan Record Keeper
Aon Hewitt
4 Overlook Point
Lincolnshire, IL 60069-4302

ERISA RIGHTS

As a participant in the RSVP you are entitled to certain rights and protections under ERISA and there are steps you can take to enforce your rights.

Right to Receive Information

You have the right to receive information about the RSVP and benefits, which include all documents governing the RSVP, including insurance contracts and collective bargaining agreements, and a copy of the latest annual report (Form 5500 Series) filed by the RSVP with the U.S. Department of Labor and available at the Public Disclosure Room of the Pension and Welfare Benefit Administration. You may:

- Examine the RSVP documents, without charge, at the administrator's office (Employee Benefits Department, 811 Madison Avenue, Toledo, Ohio) and at other Company locations.
- Obtain the RSVP documents, upon written request to the RSVP administrator, copies of documents. The administrator may make a reasonable charge for the copies.
- Receive a summary of the RSVP's annual financial report. The RSVP administrator is required by law to furnish each participant with a copy of this summary annual report.

Prudent Actions by RSVP Fiduciaries

In addition to creating rights for RSVP participants, ERISA imposes duties upon the people who are responsible for the operation of the employee benefit plan. The people who operate the RSVP, called "fiduciaries" of the plan, have a duty to do so prudently and in the interest of you and other RSVP participants and beneficiaries. No one, including your employer, your union, or any other person, may fire you or otherwise discriminate against you in any way to prevent you from obtaining a benefit or exercising your rights under ERISA.

How to Enforce Your Rights

If your claim for a benefit is denied or ignored, in whole or in part, you have a right to know why this was done, to obtain copies of documents relating to the decision without charge, and to appeal any denial, all within certain time schedules.

Under ERISA, there are steps you can take to enforce the above rights. For instance:

- If you request a copy of RSVP documents or the latest annual report from the RSVP and do not receive them within 30 days, you may file suit in a federal court. In such a case, the court may require the RSVP Administrator to provide the materials and pay you up to $110 a day until you receive the materials, unless the materials were not sent because of reasons beyond the control of the administrator.

- If you have a claim for benefits which is denied or ignored, in whole or in part, you may file suit in a state or federal court. In addition, if you disagree with the RSVP's decision or lack thereof concerning the qualified status of a domestic relations order or a medical child support order, you may file suit in federal court.
- If RSVP fiduciaries misuse the RSVP's money or if you are discriminated against for asserting your rights, you may seek assistance from the U.S. Department of Labor, or you may file suit in a federal court. The court will decide who should pay court costs and legal fees. If you are successful the court may order the person you have sued to pay these costs and fees. If you lose, the court may order you to pay these costs and fees, for example, if it finds your claim is frivolous.

Assistance with Your Questions

If you have any questions about the RSVP, you should contact the RSVP Administrator. If you have any questions about this statement or about your rights under ERISA, or if you need assistance in obtaining documents from the RSVP Administrator, you should contact the nearest office of the Pension and Welfare Benefits Administration, U.S. Department of Labor, listed in your telephone directory.

You may also contact The Division of Technical Assistance and Inquiries, Pension and Welfare Benefits Administration, U.S. Department of Labor, 200 Constitution Avenue N.W., Washington, D.C. 20210.

In addition, you may obtain certain publications about your rights and responsibilities under ERISA by calling the publications hotline of the Pension and Welfare Benefits Administration.