

**Ladies Who Dine, Inc., a Benefit Corporation
Annual Benefit Report**

1. The process and rationale for selecting the third-party standard used to prepare the benefit report.

In selecting the Third Party Standard, Ladies Who Dine, Inc. has chosen to follow the standards set forth by B Lab. The rationale behind the selection of standards recommended by B Lab, was to utilize a third party standard that is well known in the community and widely recognized.

2. The ways in which the benefit corporation pursued general public benefit during the previous year and the extent to which that general public benefit was created.

Ladies Who Dine, Inc. pairs an element of philanthropy with each of our organization's dining events. In the year 2014, our members volunteered with the following Las Vegas 501(c)(3) nonprofits in conjunction with each of our events: Shadetree Shelter, Catholic Charities, Dress for Success Southern Nevada, Desert Reign Foundation, and Green Our Planet. Our ladies volunteered with these organizations by sorting food donations, decorating spring cookies with shelter residents, serving food to the homeless, organizing a women's suit drive and accessories collection, creating healthy snack packs for kids, and raising funds for various organizations.

3. The ways in which the benefit corporation pursued any of the specific public benefit identified in Ladies Who Dine, Inc.'s articles of incorporation. Ladies Who Dine did not list any specific public benefit in its articles of incorporation but listed the following specific public benefits in its Bylaws:

- (a) Providing low-income or underserved individuals or communities with beneficial products or services;**
- (b) Improving human health;**
- (c) Increasing the flow of capital to entities with a general public purpose;
and**
- (d) Accomplishing any other particular benefit for society or the environment (each, a "Specific Public Benefit").**

In the year 2014, our members volunteered with the following Las Vegas 501(c)(3) nonprofits in conjunction with each of our events: Shadetree Shelter, Catholic Charities, Dress for Success Southern Nevada, Desert Reign Foundation, and Green Our Planet. Our ladies volunteered with these organizations by sorting food donations, decorating spring cookies with shelter residents, serving food to the homeless, organizing a women's suit drive and accessories collection, creating healthy snack packs for kids, and raising funds for various organizations.

4. Any circumstances that have hindered the creation by the benefit corporation of general public benefit or any Specific Public Benefit.

There have been no hindrances to the creation of a general public benefit.

5. An assessment of the overall social and environmental performance of the benefit corporation, prepared in accordance with a third-party standard.

An assessment has been completed with the B Lab Corporation and is attached as Exhibit A.

6. Statement from Lin Jerome indicating whether, in her opinion, Ladies Who Dine failed in any material respect to pursue its general or Specific Public Benefit.

I, Lin Jerome, do very strongly believe that Ladies Who Dine, Inc. did not in any way, shape or form fail to pursue its general public benefit.

7. Disclosure of any connection between the entity and the entity that established the third-party standard it used, including any financial or governance relationship that may affect the credibility of an objective assessment of the of the third-party standard.

There is no connection between Ladies Who Dine and B Lab Corp., which established the third-party standard used in this Annual Benefit Report.

Ladies Who Dine Inc. Assessment (2015-01-01 Yearly)

Version: Service Track / 0 Employees / Developed Market

Fri Apr 17 19:55:26 GMT 2015

Quick Impact Assessment

Governance

- GV2.1 Select the description that best describes your business. This is an unweighted question that will not impact your score, and is asked only for research/benchmarking purposes. [Not Weighted]
- We treat our social/environmental impact as a primary measure of success for our business, and prioritize it even in cases where it may not drive profitability.
 - Positive social/environmental impact is desirable, but not a particular focus for our business.
 - We consider social and environmental impact in some aspects of our business, but infrequently.
 - Social and environmental impact is frequently considered, but it isn't a high priority.
 - We consistently incorporate social and environmental impact into decision-making because we consider it important to the success and profitability of our business.
- GV2.2 Does your company have a corporate mission statement, and does it include any of the following? Check all that apply. [Less Weighted]
- No written statement
 - A written corporate mission statement that does not include a social or environmental commitment
 - A commitment to social impact (e.g. poverty alleviation, sustainable economic development)
 - A commitment to environmental stewardship and conservation
 - A commitment to serve a target beneficiary group in need (e.g. low income customers, smallholder farmers)
- GV3.2b Which of the following characteristics does your board or governing body have (check all that apply)? [Equally Weighted]
- Meets at least twice annually
 - Includes at least 1 independent member
 - Oversees executive compensation
 - Company is a co-op and elects Board from membership
 - None of the Above
 - N/A - no Board of Directors or other governing body
- GV5.5a Does the company produce a public-facing annual report on its mission-related performance? If yes, does this report include the following? [Equally Weighted]
- None - My company does not produce a public-facing mission-related annual report
 - Clear statements of your mission, its goals, and values
 - Clear descriptions of your mission-related activities
 - Quantifiable targets related to your mission
 - Quantifiable results from your mission (e.g., lbs of carbon offset)
 - Consistent variables of measurement which allow comparisons to previous years
 - Third-party validation of any part of your company's mission performance

Community

CM3.5 What % of the members of your Board of Directors or other governing body are women or individuals from other underrepresented populations? [Equally Weighted]

- 0% 1-9% 10-24% 25-49% 50%+ Don't know N/A

CM3.2 What % of the company is owned by the following groups?

- 0% 1-9% 10-24% 25-49% 50%+ Don't know

- Women and/or individuals from underrepresented populations, including low-income communities

CM3.11 What % of your Significant Suppliers are majority owned by women or individuals from underrepresented populations? [Equally Weighted]

- 0% 1-9% 10-19% 20-29% 30%+ Don't Know

CM4.8a What was the % of profits or sales that your company gave to charity during the last fiscal year? Please select the lesser of % of profits or % of sales that the company donated in each answer bucket. Please include tax deductible in-kind donations but do not include pro bono time. [Most Heavily Weighted]

- 0%
 1-3% of profits or <1% of sales
 4-9% of profits or 1-2.4% of sales
 10-49% of profits or 2.5-12.4% of sales
 50+% of profits or 12.5+% of sales
 Don't know

CM5.8 Is the majority of your company's banking services provided by an institution with any of the following characteristics? [Equally Weighted]

- A certified CDFI or national equivalent social investment organization
 A certified B Corporation
 A member of the Global Alliance for Banking on Values
 A cooperative bank or credit union
 A local bank committed to serving the community
 An independently owned bank
 None of the above

CM5.3a What % of your company's expenses (excluding labor) was spent with independent suppliers located within 200 miles (or 322km) of the company's headquarters or main production facilities? [Equally Weighted]

- <20% 20-39% 40-59% 60%+ Don't know

CM6.4 What is the social and environmental screen that is used for a majority of your company's Significant Suppliers: [Equally Weighted]

- No formal screening process in place
 Screened for specific negative practices (e.g. no child labor, no negative environmental impacts)
 Screened for positive practices (environmentally-friendly manufacturing process; excellent labor practices, etc)

Environment

EN2.4 Does the company use a company wide recovery and recycling program that includes the following? Please check all that apply. [Equally Weighted]

- Paper
- Cardboard
- Plastic
- Glass & metal
- Composting
- None of the above

EN4.17 Is hazardous waste (batteries, paint, electronic equipment, etc.) always disposed of responsibly, in a way that the company can verify? [Equally Weighted]

- Yes
- No
- N/A - We have eliminated hazardous waste

EN2.2a What % of company facilities (by square feet, both owned by company or leased) are LEED certified, satisfy the requirements of the Living Building Challenge, or other accredited green building programs? Select N/A if your company utilizes virtual office. [Equally Weighted]

- <20%
- 20-49%
- 50-79%
- 80%+
- N/A

EN2.22a If you lease your facilities, have you worked with your landlord to implement/maintain any of the following? Select N/A if you do not lease your building. [Equally Weighted]

- Energy efficiency improvements
- Water efficiency improvements
- Waste reduction programs (including recycling)
- None of the above
- N/A

EN3.1 Does your company monitor, record and/or report its usage of energy and water?

We do not currently monitor and record usage	We monitor and record usage (no reduction targets)	We monitor and record usage, and have specific reduction targets	We monitor usage and have met specific reduction targets during the last fiscal year	We do not currently monitor and record our usage
<input checked="" type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	Energy:
<input checked="" type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	Water:

EN3.6a What % of energy use (including electricity and other energy consumption from heating, hot water, etc.) is produced from renewable sources? Please include both purchased and onsite-generated renewable energy. [Heavily Weighted]

- 0%
- 1-24%
- 25-49%
- 50-74%
- 75-99%
- 100%
- Don't know

EN4.1 Please select the option that best describe how you monitor and record the following emissions:

Company does not currently monitor and record emissions	Company monitors and records emissions (no reduction targets)	Company monitors emissions and has specific reduction targets	Company monitors emissions and has met specific reduction targets during the reporting period	Eliminated emissions of this by-product entirely
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Scopes 1 and 2 greenhouse gas (GHG) emissions

Impact Business Models

CD1280691 Was your company created with an intentional business model designed to address a social or environmental issue? If so, do any of the following goals fit the intent of your business model? [Not Weighted]

- Our product or service addresses specific social problems, such as access to basic services, health care, education, economic opportunity, capital and knowledge.
- Our production practices are designed to conserve the environment across the company's entire operations
- Our company is owned by our workers or suppliers.
- Our company focuses on alleviating poverty through its supply chain or its distribution networks.
- Our business model is designed to raise money for charitable causes.
- Our product or service targets underserved individuals directly or through other businesses or nonprofits.
- Our business model is designed to rebuild our local community.
- Our product or service itself conserves the environment.
- Our company hires and trains people with chronic barriers to employment.
- Our business isn't designed for these purposes
- Other:

IBM1.2 Separate from a mission statement, has your company done any of the following to legally ensure that its social or environmental mission will be maintained over time, regardless of company ownership? [Equally Weighted]

- Signed a contract or board resolution to amend or adopt a legal form that requires consideration of employees, community, and the environment (i.e. Signed B Corp Term sheet but have not yet adopted stakeholder consideration)
- Amended corporate governing documents to require the consideration of employees, community and the environment (e.g. Amended Articles of Incorporation)
- Has a specific legal entity/governance structure that preserves mission (i.e. cooperative)
- Legal entity/governance structure preserves mission and requires stakeholder consideration (i.e. Benefit Corp or cooperative that has amended governing documents to include stakeholder consideration)
- Other - Please describe
- None of the above