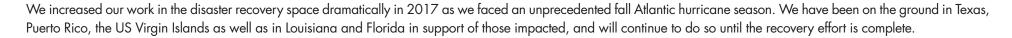


A MESSAGE FROM GOOD360'S CEO

2017 was a year of inflection for Good360.

We continued to work closely with our growing network of corporate partners to responsibly source and distribute excess and returned product and to distribute that product to our nonprofit network, now including more than 60,000 members who use that product in order to support individuals, families and communities.

But 2017 was far from "business as usual". We solidified a multi-channel approach which allowed for the distribution of more than \$340 million of donated product to people in need.



We continue to support 13 other disaster sites across the country and around the world as long-term recovery efforts continue to move forward.

We have grown our capabilities across the organization with a singular focus to expand our capacity to deliver on our mission of transforming lives by providing hope and dignity to those impacted by disaster and other life challenging circumstances, who without us would struggle to find that hope.

Good360 continues to build "the nonprofit of the future" through an operating model that is predicated on transparency and accountability to both our nonprofit and corporate partners, a philosophy of collaboration where our goal is not to be the hero of the story, but rather to be part of a heroic story, and a willingness to challenge the status quo in order to uncover new ways we can lead.

As we look forward, we are excited and proud of the contribution we make every day and thank all of our partners in helping us do so!



HOWARD SHERMAN

Chief Executive Officer, Good360

DOING GOOD IS IN OUR MISSION

Good360's mission is to transform lives by providing hope, dignity, and a sense of renewed possibility to individuals, families, and communities impacted by disasters or other challenging life circumstances who, without us, would struggle to find that hope.

As the global leader in product philanthropy and purposeful giving, we partner with socially responsible companies to source highly needed goods and distribute them through our network of diverse nonprofits that support people in need.

GOODS FOR THE GREATER GOOD.



THE CIRCLE OF GOOD

Good360 helps companies resolve the business challenge of responsibly distributing excess goods for maximum impact and in doing so, we help our nonprofit partners deliver on their own important missions. Individuals facing challenging life circumstances get the goods they need, generating hope, and products are given a new life, reducing waste and helping build resilient communities for the future.

GOOD360'S PURPOSEFUL GIVING CHANNELS

For more than 35 years, Good360 has worked with leading companies to help transform the lives of those in need through a variety of donation programs that serve our network of more than 60,000 vetted nonprofits. Our programs are designed to accept donations at scale and to serve nonprofits of all sizes and all causes.



LOCAL STORE MATCHING

Individual stores collect gently used customer returns and excess inventory to be donated. Good360 matches stores with local nonprofits who pick up the items and distribute them within the community.



DISASTER RECOVERY

Good360 enables companies and nonprofits to support the needs of disaster-impacted communities throughout the full recovery process by ensuring that the right goods are delivered to the right people at the right time.



ONLINE DONATION CATALOG

Companies ship donated goods to our warehouse in Omaha, NE and we sort and configure them into smaller cartons to ship to our nonprofit network. New donations are added almost every day.



TRUCKLOAD PARTNERSHIP DONATIONS

Companies fill a semi-trailer of returned and overstocked goods to be donated. Good360 coordinates the logistics to ship directly to our larger nonprofit partners throughout the country and internationally.

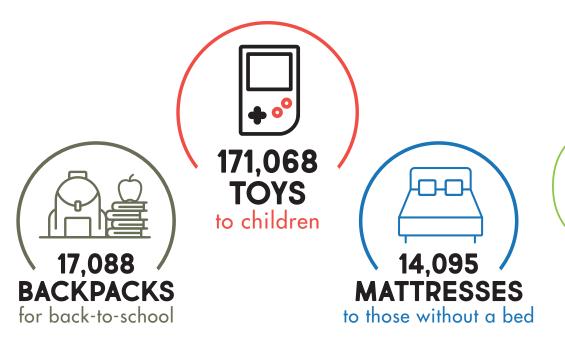


MANAGED PROGRAMS

We custom-design donation programs to meet a company's unique philanthropic and social responsibility goals, helping address the needs of our nonprofit partners.

IT'S BEEN A GOOD YEAR

We thank all of our partners in the Good360 Circle of Good who do incredible work to help those facing challenging life circumstances. Here's a look at what we've achieved together in 2017.



893 TRUCKLOADS

of donations distributed



26,386 CARTONS

of goods shipped directly to nonprofits



Disaster Recovery Highlights

- Sent over \$20 Million in critically needed goods
- To 13 disaster impacted areas
- O Good360 was on the ground within 72 hours
 - Partnered with 85 nonprofit members in disaster areas

3,375 LOCAL STORES MATCHED WITH NONPROFITS

for thousands of pick-ups each month

\$340 MILLION+

in donated product to transform lives

MAKING AN IMPACT

Good360 distributed more than \$340 million in needed goods in 2017. These are just a few examples of where the product went and the impact it had.



MATTEL BARBIES BRING HOLIDAY JOY TO CHILDREN

Each December, New Beginnings Ministries in Port Arthur, TX offers its annual "Operation Christmas Blessings" program where families in need can browse a selection of donations and choose three new toys for their children. This year, single mom, Antoinette, picked out Barbies for her daughters, saying "My words can't express the joy that you have put in my children's hearts!"

ORGANIZATION: NEW BEGINNINGS MINISTRIES (PORT ARTHUR, TX)

LIVES IMPACTED: 450

DONATION: MATTEL BARBIES

RED WING PROVIDES GEAR FOR HURRICANE HARVEY REPAIRS

More than 100,000 homes were damaged or destroyed by Hurricane Harvey. In flood situations, one early area of focus in recovery is the mucking out and gutting of impacted structures. Red Wing Shoes delivered the right kind of safety gear to allow both volunteers and homeowners to do this work safely and quickly.

ORGANIZATION: ALL HANDS AND HEARTS - SMART RESPONSE (NATIONAL)

LIVES IMPACTED: 100+

DONATION: RED WING BOOTS



VOCATIONAL TRAINING MADE POSSIBLE WITH ADVANCE AUTO PARTS DONATION

TROSA is a residential therapeutic program, providing comprehensive long-term treatment for people battling substance abuse disorders. A donation of various automotive parts and supplies from Advance Auto Parts was critical in the automotive vocational training of the program's residents, who use their newly honed skills in the upkeep and maintenance of the organization's own vehicle fleet.

ORGANIZATION: TROSA (DURHAM, NC)

LIVES IMPACTED: 500

DONATION: ADVANCE AUTO PARTS (VARIOUS)





GOOD360 SENDS SCHOOL SUPPLIES TO LIBERIA

Good360 partnered with More Than Me (MTM) to help rebuild the education system in Liberia, a country ravaged first by a lengthy civil war and then by the Ebola crisis. MTM operates a private academy and also partners with the Liberian government to operate a growing network of public schools, making education accessible to the nation's youth once again.

ORGANIZATION: MORE THAN ME (MONROVIA, LIBERIA)

LIVES IMPACTED: 5,000+

DONATION: VARIOUS SCHOOL SUPPLIES

WALMART GOODS REACH THOUSANDS IN KANSAS

One of Good360's valued Community Redistribution Partners, United Way of the Plains has a mission to bring the community together to focus on the building blocks of a better life for all. Through its "Give Items of Value (GIV)" program, the nonprofit sources truckloads of donated Walmart goods through Good360 and redistributes the items through its own network of local nonprofits, extending its impact significantly.

ORGANIZATION: UNITED WAY OF THE PLAINS (WICHITA, KS)

LIVES IMPACTED: 3,500+

DONATION: WALMART (VARIOUS)



TEMPUR-PEDIC DONATIONS COME AT THE PERFECT TIME FOR CANCER PATIENTS

As part of Tempur-Pedic's ongoing donation program with Good360, the company provided mattresses to support United Breast Cancer Foundation's annual Mattress Donation Event in New York in 2017. The event provided 200 Tempur-Pedic mattresses of various sizes to women, men and children directly impacted by breast cancer, making a good night's sleep part of their recovery path.

ORGANIZATION: UNITED BREAST CANCER FOUNDATION

LIVES IMPACTED: 200

DONATION: TEMPUR-PEDIC MATTRESSES

• FINANCIAL HIGHLIGHTS

FEES & SUPPORT (IN MILLIONS)	2017	2016	2015
Gifts in Kind (Goods Received) Other Fees & Support	\$3 <i>55</i> \$8.9	\$399 \$8.2	\$3 <i>75</i> \$8.0
Total Operating Fees & Support	\$363.9	\$407.2	\$383.0
EXPENSES (IN MILLIONS)	2017	2016	2015
Program Services (Includes Goods Distributed) Operating Expenses	\$352 \$3.8	\$394.0 \$3.8	\$374 \$4.1
Total Operating Expenses	\$356.1	\$397.8	\$378.1
	2017	2016	2015
Fees & Support Operating Expenses Operating Expense %	\$363.9 \$3.8 1.0%	\$407.2 \$3.8 0.9%	\$407.2 \$4.1 1.0%
\$ 500.0			
\$ 375.0			
\$ 250.0			
\$ 125.0			
\$ 0.0	2016	2015	
Operating Expenses Fe	ees & Support		

O 2017 DONORS

3M Corporation
Abercrombie & Fitch Co.
Ace Hardware
Advance Auto Parts Inc.
AGS Stainless Inc.
AIT Worldwide Logistics
Alastin Skin Care
Alex's Memorial Run
All Pro Weights
Amazon
Amdek, Inc.
American Council on Exercise

American Council on Exercise American Eagle Outfitters American Girl Doll

ANN INC.

Aquachempacs, LLC Aramark Armstrong Flooring Audit logistics

Automotive Management Consultants LLC Diversified Hospitality Solutions

B and B Maintenance Bank of the West Bed Bath & Beyond Inc. Beecroft & Bull, LTD

Beingmate Baby & Child Food CO., Ltd.

Benjamin Moore & Co Berk International LLC Bia Lots, Inc.

BigTruck.com
Blizzard Entertainment
BMC Mattress

Brink Constructors
Brookes Publishing Co

Brooklinen

Buffalo Media Works:

Bullitt Group Burns & McDonnell Burtco LLC

Burt's Bees Inc.

California Hiahway Patrol CHP

Casper Sleep Inc.
Century Products LLC

CFM Ventures
Chanel, The House of
Charles River Associates
Chicago Bears Football Club
Cintas Corporation

Clearwater Paper Corporation
Clipper Corporation/Taco Johns
Comcast Corporation: NBCUniversal

Conboy Distributing
Correlated Products, Inc.
Costume Gallery Inc.

CraftWorks Restaurants & Breweries Group, Inc

Crate and Barrel
Culligan International
CVS

Deckers Outdoor Corporation
Dell : EMC Corporation
Destination XL Group
Diamond Vogel Paint

DM Transportation Management (Calypso Cay Resort)

DollarDays International LLC Domtar : Domtar Corporation

Earth Accessories
Earth Science Naturals
Ecolab Inc.

Ecolab Inc.
ECP Incorporated
Edmar

EMD Global LLC Emerson Tool Company Emily's Cleaning LLC

EnvirOX LLC Epic Sky Company

Estee Lauder Companies

ETE Plate EXPRESS

FSPN

Farm Credit Services of America

First Aid Beauty, LTD

FISERV
Football Northwest LLC
Forever 21, Inc.
Fox Gloves
Francesco's Collections

Fredi & Sons Free Style Graphics Friends of the Trails

Furniture of America GAF Communications

Gap Inc.

Fulex

General Products and Supply / GMP

Goldwin Foundation Grainaer

Green Mountain Imports Grevin Products Inc.

Groupe Dynamite / Garage Guess, Inc.

Hallmark Cards, Inc. Hampton Direct Hampton Direct, Inc.

Happy Family Brands

Hasbro

Hearst Communications
Hennes & Mauritz AB

Hewlett-Packard Company Hillyard Industries Hisamitsu America

Homage

Homelegance, Inc - Fremont Homerica East

Hot Topic : Torrid IKEA International A/S image supply, Inc

In Motion Design Inc.
J. Jill
J.CREW
JMZ Distributing
JPMorgan Chase & Co.
Julep Beauty

Julep Beauty
Juno Lighting, Inc.
Kallie Shoes LLC
KEEN Footwear Company
Keune Haircosmetics

Kimberly-Clark Corporation Levi Strauss & Co.

Leviton Mfg. Company Inc.

Libbey Inc

Lidl US Life Is Good Linetec

Lotty Dotty LLC LovelySkin.com

LuluLemon Major League Ba<u>sebal</u>l

Major League Lacrosse - MLL
MAP International

Marc Jacobs International

Mattel, Inc. Maya & Ethan Mesa Logistics

MGN Corporation dba The Secura

Miami Beach Bowl Michael Halebian & Company

Michael Stars Minit Maids Minted

MN Home Outlet/ShopJimmy

Momar Inc.
Montgomery Mfg.
Morton Salt, Inc.
Motorola Mobility
Mr. D's Tees
MXD Group

Nael Coce
National Football League
National Veterinary Associates

NEA Inc. NetRush New Era Cap

New York Kayak Company Newell Rubbermaid Inc.

Nice Laundry Nice-Pak

Nike, Inc. Nilodor Inc.

NKSFB Noodle & Boo LLC

NSAF, Inc

OC Fair & Event Center
Ohio Education Association

Optoro

P. Kaufmann Contract
Parker School Uniforms

Party City Corp.

Penn State Panhellenic Council

Penny Arcade
Philips North America

Pitney Bowes Inc.
Pitt Specialty Supply
Pocket Nurse
PRIDEIndustries Inc
Provide-commerce/FID

PTS America

PVH QVC, Inc.

QVC, Inc. : Ramblers Way

Raw Spice Bar Red Wing Shoe Company, Inc.

Regis Corporation
Rejuvenation
Relief Bed

Restoration Hardware
Ricoh USA, Inc.

Rochester Midland
Rockline Industries
Rooms To Go

Ross Stores, Inc Saf-T-Gard Scotch Corporation

Sears Holdings Corporation
Seavin, LLC

Serta Simmons
Sheppard Enterprises
SilkRoll

Sleep Number SmarterLife Products SmartWatt Energy Snyder Manufacturing Inc.

South Florida Tissue Paper Company Spartan Chemical Company, Inc.

Spigen Spotify

Staff Development for Educators
Starbucks Coffee Company

Starlight Children's Foundation Global

Office Stop-n-Go

Streamline Importing Inc. Sunrise Hitek Group LLC Sunstar Americas, Inc

Target

Teabloom.com
Tempur-Pedic, Inc.

The Hain Celestial Group
The Home Depot
The Talbots, Inc.
The Wilson Group, LLC

TIAA : TIAA

Today Show Charitable Foundation, Inc.

Top-Line Furniture

Tuesday Morning Corporation

Uline

Ultimate Healthy Pet Beds

UNITED CONTINENTAL HOLDINGS : United

Airlines

University of Illinois Alumni Association

UPS

Vera Bradley Designs Inc.

VF Corporation : Vans Shoes Company

Viacom Inc.
Victory Junction
Vintage Fringe
Wacoal-America
Walgreens

Walmart Stores, Inc.

The Walt Disney Company

WGIRLS INC Williams-Sonoma. Inc.

Williams-Sonoma, Inc. : Pottery Barn Williams-Sonoma, Inc. : West Elm

Wines for Hope

World Amenities Products

Wrangler Zenni Optical Zep Inc



HELP US CELEBRATE A PROUD HISTORY OF THOUGHTFUL GIVING

TOTAL VALUE OF ALL PRODUCT DISTRIBUTED:

\$9B+

YEARS:

34+

TOTAL NUMBER OF REGISTERED NONPROFITS:

63,000+





