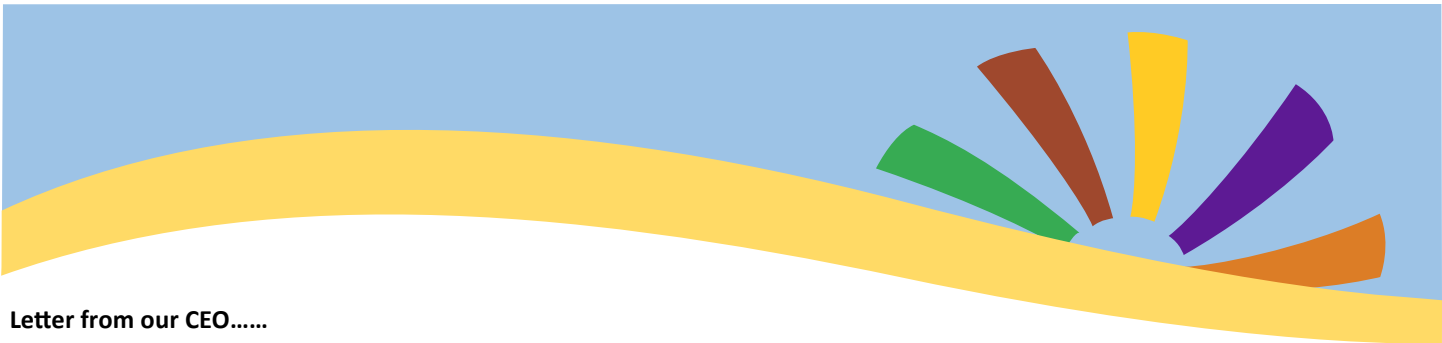




Dakota Provisions LLC

2016 Corporate Responsibility Report





Letter from our CEO.....

Dakota Provisions is dedicated to fully supporting our Dakota Provisions Sustainability Program. Our program is led by a full time executive level associate who administers and guides this effort. This position is one of nine positions that report directly to the President and CEO.

Our efforts to date have produced some impressive results, and we continue to pursue additional programs to help support our overall effort.

Our company will continue to push for and will not be satisfied until we have the same effort displayed by all our 1000+ employees in their own homes and neighborhoods.

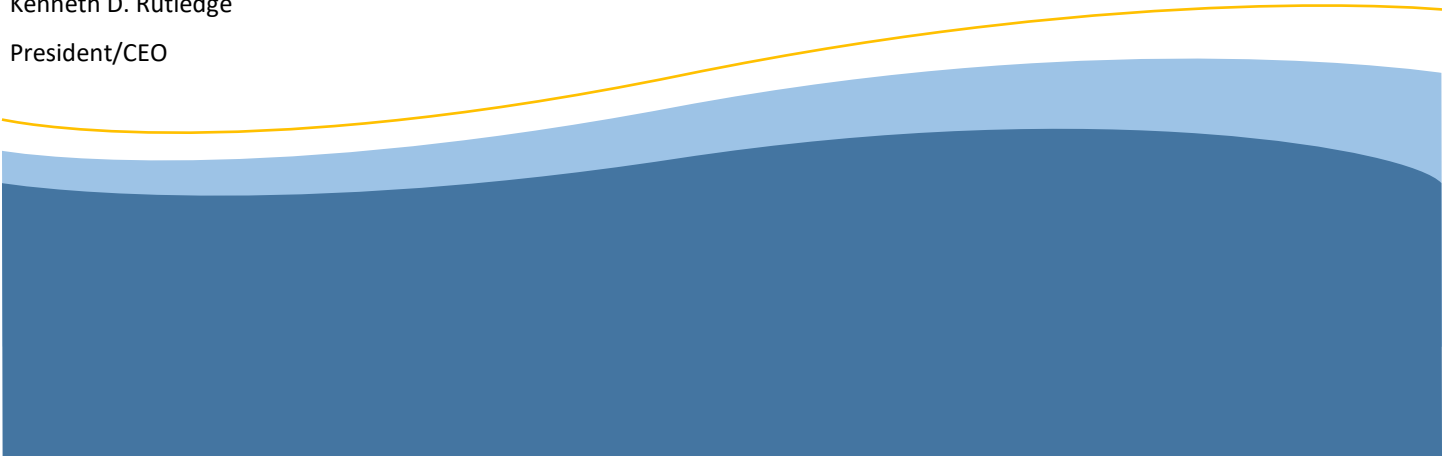
I am proud of our past accomplishments and am looking forward to and expecting that we can provide even greater emphasis on this important portion of our company efforts.

To all our associates participating in this effort, I want to express my heartfelt thanks and remind everyone that “Serving Our Customers While Preserving Our Earth” is a daily part of our work efforts and is the right thing to do for our planet.



Cordially,

Kenneth D. Rutledge
President/CEO





Our Seventh Report

Thank you for your interest in Dakota Provisions Corporate Responsibility Report. As the seventh report, we continue to reference the Global Reporting Initiative (GRI) Sustainability Reporting guidelines for our sustainability report. Unless noted otherwise, all data in this report covers the company's fiscal year 2016, which ended January 1, 2017. Our reporting boundary covers all activities for the processing facility, the corporate office, cold storage facility and two warehouses which are all located in Huron, South Dakota. It also includes two employee stores, Wyshbone Market in Huron, SD and Wyshbone Market in Brookings, SD. At the end of 2016 we were owned by 41 growers in South Dakota, North Dakota and Minnesota.

The GRI content index we reference is included in the back of this report. More information on this initiative is available at www.globalreporting.org. Dakota Provisions LLC plans to publish its next Corporate Responsibility Report in the summer of 2018. For questions regarding the report please contact Cindy Lowery, Director of Sustainability (605) 353-9637 or at cindyl@dakotaprovisions.com.

Product Sales: 34% of products produced are ready-to-eat with 24% going to food service and 10% going to retail. Most products are shipped throughout the U.S. Approximately 66% of product goes out raw – 17% frozen and 49% fresh. Besides shipping domestically, trim and raw materials are exported to Mexico, Hong Kong, the Middle East and the Caribbean among others. Sales equaled over \$161 million in 2016. Over 130 different products were produced for the reporting period – at least 40 of them were new products.

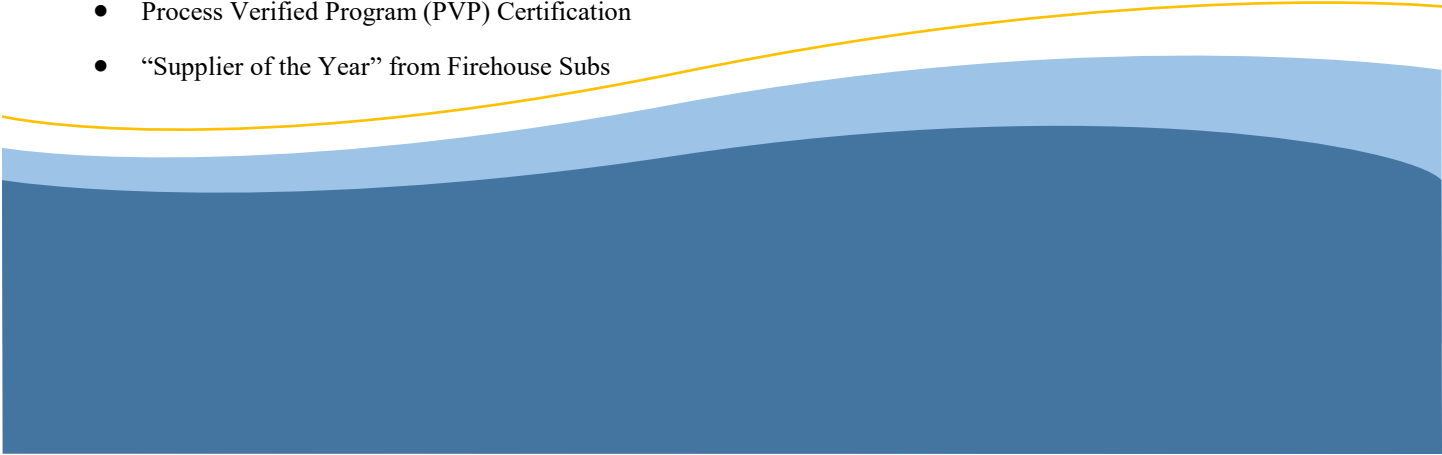
In 2016 we started moving more of our flocks to “NAE flocks” or “No Antibiotics Ever”. These birds will not be fed antibiotics at any time during the life of the bird. If any flocks during their lifespan need antibiotics we will distribute antibiotics to them as we do not want any birds to suffer. However, these birds will not be labeled as “NAE” flocks. Our goal is to have all flocks as “NAE flocks” in 2017.

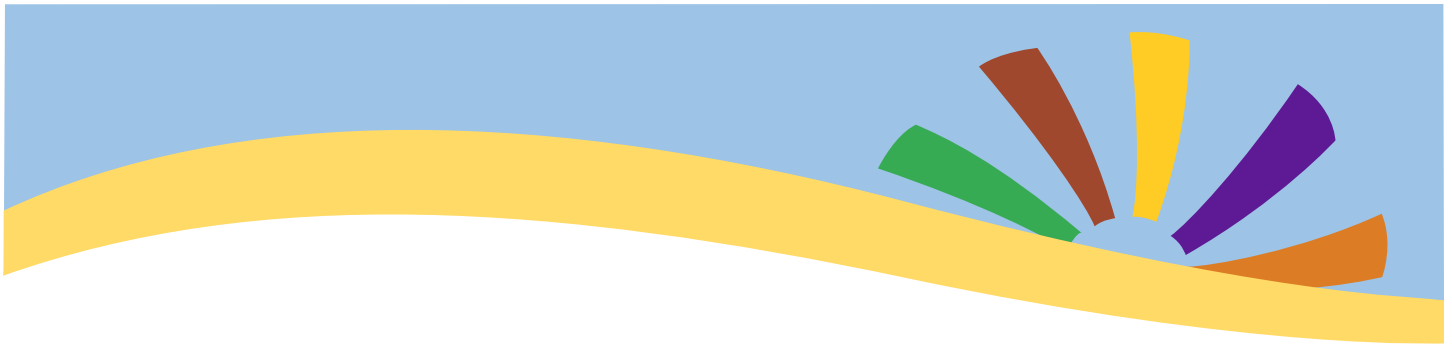
Also in 2016 our feed mills, farms and the processing facility were certified by USDA under the “Process Verified Program”. To be certified:

- Birds must be raised by independent farmers
- Producers are trained on animal handling practices
- No antibiotics used for growth promotion – antibiotics only used for treatment and prevention of illness.

We are audited at least yearly to assure we maintain this certification.

We are proud to announce that Dakota Provisions has received the following awards/certificates in 2016:

- SQF Certification “Level 3” for our HACCP Food Safety and Quality Program
 - “Certified Organic” to the USDA National Organic Program
 - Process Verified Program (PVP) Certification
 - “Supplier of the Year” from Firehouse Subs
- 



Governance and our commitment to corporate responsibility

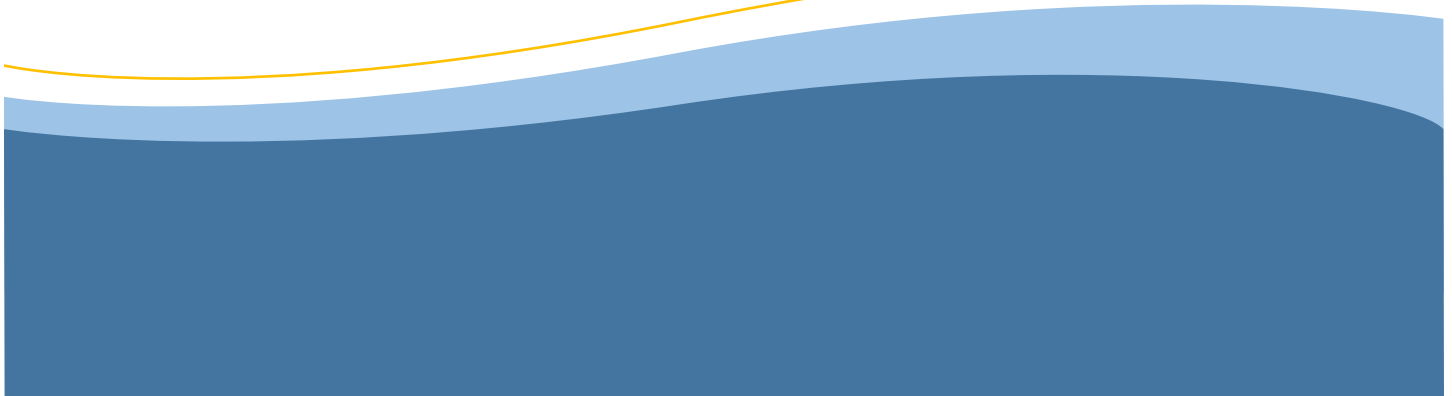
The strategic plan incorporates a balanced approach needed to realize a 10% per year average annual foreseeable growth in volume without sacrificing the health of the environment or the community in which it operates and serves. We follow GAAP standards, USDA/FSIS regulations, FDA regulations and EPA regulations. We use the E-verify, SSNVS (Social Security Number Verification System) and background screening as part of our evaluation process for applicants before they are hired. We have a signed IMAGE agreement with the Department of Homeland Security (DHS). Our short-term goals include maintaining quality standards, enforcing security mechanisms, managing natural market volatilities and sustaining a strong workforce. The company's long-term production and financial strategy is fixed on distributing 80% of its volume to be sold as further processed, fully cooked product and 20% to be sold in a raw form and in 2017 we will work harder at moving closer to this goal. At the end of 2016 we were at 34% further processed, fully cooked product and 66% sold in a raw form. As poultry processing generally carries a number of risks associated with contamination and the health and safety of the animal, the environment, the workforce and the consumer; continued emphasis on taking a proactive role in minimizing overall impacts is one of our goals. The company's model of prioritizing quality, health and safety, environmental and human resources at the forefront of business objectives contributes to its economic performance. We work diligently to minimize impacts such as outbreaks of Avian Influenza and other serious business events which can have devastating effects on all the poultry industry.



Operational entities include the manufacturing facility, corporate office, cold storage facility, two warehouses and one employee market, which are all located in Huron, SD. It also includes another employee market in Brookings, SD. Ken Rutledge, President/CEO, reports to a Board of Directors. Rutledge's management team consists of the Director of Operations, Chief Financial Officer, Director of Sales & Marketing, Director of Procurement, Director of Logistics, Director of Human Resources, Director of Sustainability, Director of Food Safety/Quality Assurance and the Director of Raw Material Supply who each oversee their own organizational hierarchies.

Various committees are responsible for setting organizational strategy and oversight. One such committee is the Sustainability Committee, which is served by the Director of Operations, Raw Operations Manager, RTE Operations Manager, Plant Engineer, Corporate Purchasing Manager, Industrial Engineers, Director of Sales/Marketing, Director of Food Safety/Quality Assurance, Maintenance Managers and the Director of Sustainability who also oversees the committee. Three groups of Safety Committees coordinated by the Safety Manager complete daily safety audits, meet once a month to discuss safety topics and review the previous month's injuries. Another Safety Group meets monthly to review accidents, near misses and make updates to the Safety and Health Program. The Wellness Committee is also served by hourly employees. The CIT Team (Continuous Improvement Team) meets at least three times per month to discuss ways to improve employee safety, food safety, production processes and products, upgrade equipment, etc., and consists of different degrees of management from all areas of the company.

Dakota Provisions LLC participates in SEDEX (Supplier Ethical Data Exchange), which is a non-profit membership organization dedicated to driving improvements in ethical and responsible business practices in global supply chains. It is a web-based platform for sharing information and audit results on four pillars: (1) labor standards; (2) health and safety; (3) environment; and (4) business integrity. As a member, Dakota Provisions LLC is committed to conducting audits and sharing these results within SEDEX. Dakota Provisions LLC was audited again in 2016 and found compliant for the 4 Pillars SMETA (Sedex Members Ethical Trade Audit) Report. Our report is on the [SEDEX website](#).



Stakeholder Dialogue

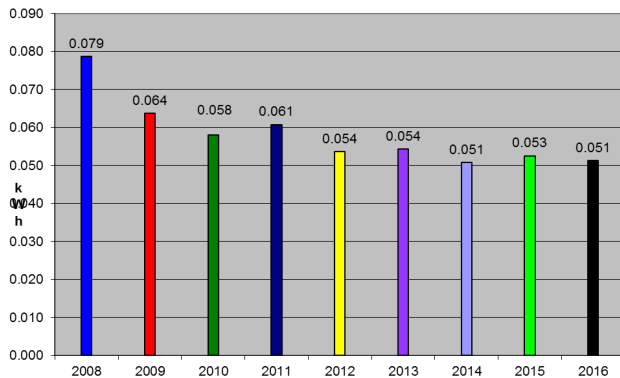
Key internal stakeholders are owner colonies, top management staff, and employees. Key external stakeholders are Farm Credit Services of America, the Greater Huron Development Corporation and customers providing sales more than 10% (equals less than 7 customers). Internally, colonies are informed of financial situation at routine Executive Committee and Board of Director (BOD) meetings. Top management is provided a monthly recap of performance and has at least two semi-annual meetings to review financial information. Externally, major lenders have quarterly financial information (internal unaudited) delivered to them and receive annual audited financial statements. The value brought includes positive PR, openness for future lending or investment in DP, and managerial commitment to continued success and process improvement.

STAKEHOLDER	INTERESTS	DAKOTA PROVISIONS RESPONSIBILITY
INVESTORS	ENSURE THAT OUR BUSINESS IS ETHICAL, RESPONSIBLE, PROFITABLE AND SUCCESSFUL.	OPENLY COMMUNICATE OUR BUSINESS STRATEGY AND PLANS TO ACHIEVE LONG TERM SUSTAINABLE GROWTH.
CUSTOMERS	DELIVER SAFE QUALITY FOOD TO MEET CUSTOMER NEEDS AND DEMANDS.	CONTINUOUSLY IMPROVE THE QUALITY OF OUR PRODUCTS IN A TIMELY MANNER AT A REASONABLE COST.
EMPLOYEES	ASSURE EMPLOYEES WORK IN A SAFE, RESPECTFUL PROFESSIONAL ENVIRONMENT.	TO ENSURE THAT THE COMPANY'S COMMITMENT TO ETHICAL AND RESPONSIBLE BEHAVIOR STARTS AT THE TOP.
SUPPLIERS	COORDINATE TOGETHER TO ASSURE CUSTOMERS NEEDS ARE MET.	PROMOTE THE RELATIONSHIPS WITH BUSINESS PARTNERS TO ENSURE DAKOTA PROVISION'S COMMITMENT TO FOOD SAFETY AND QUALITY, ENVIRONMENTAL, SOCIAL AND ECONOMIC RESPONSIBILITIES.
GOVERNMENT	OPERATE IN ACCORDANCE WITH ALL LOCAL, STATE AND FEDERAL LAWS.	PROVIDE ADEQUATE RESOURCES TO ENSURE OUR FACILITIES OPERATE IN ACCORDANCE WITH ALL APPLICABLE LAWS AND REGULATIONS.
ADVOCACY GROUPS	OPEN DISCUSSIONS WITH SPECIAL INTEREST GROUPS AND ISSUES WITH SOCIETY	COMMUNICATE OUR POSITION AND PROGRESS CLEARLY ON IMPORTANT ECONOMIC, SOCIAL AND ENVIRONMENTAL ISSUES RELATED TO OUR COMPANY AND OUR BUSINESS.

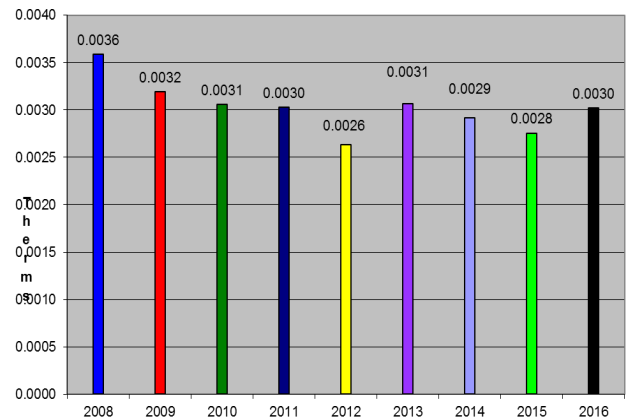
Environmental – Electric, Gas and Water

In the past eight (8) years we reduced our electrical usage by 35%; gas usage by 25% and water usage by 28% per processed pound surpassing our goals of 15% reduction each. We are in the process of building/remodeling another processing facility which should be up and running by the end of 2017. For 2017 our goal is to maintain our usage of electric and gas. We will strive to reduce our water usage another 10% per processed pound. In 2018 we will set new environmental reduction goals for both facilities for the next five (5) years.

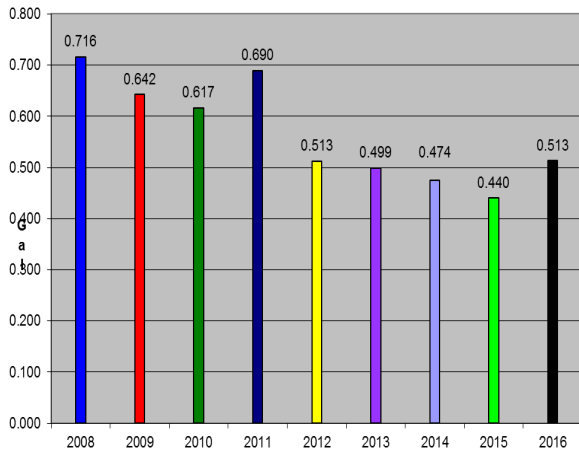
Average Electrical Usage (kWh per Processed Lb)



Average Gas Usage (Therms per Processed Lb)



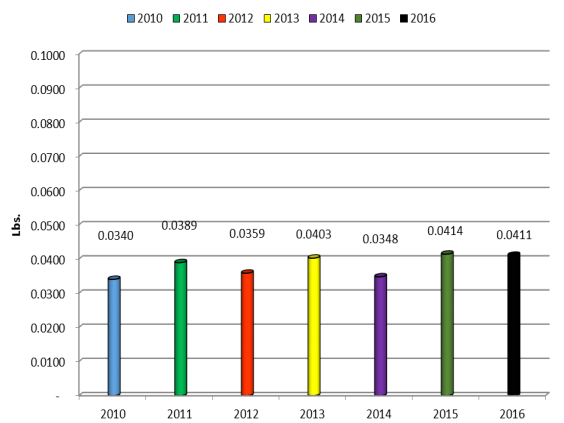
Average Water Usage (Gal per Processed Lb)



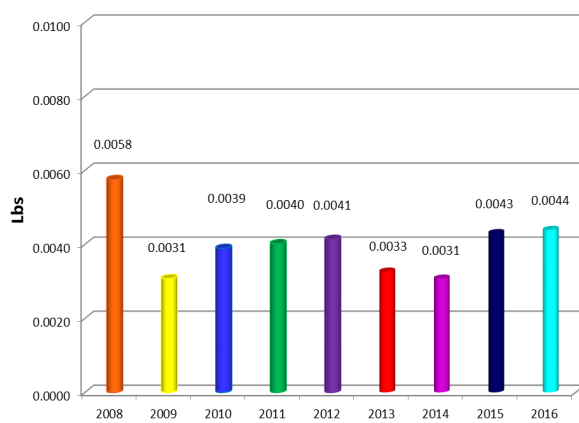
Environmental – CO2 and Waste to Landfill

In the past eight (8) years we reduced our landfill waste by 24% per processed pound surpassing our goal of 20% reduction. We did not meet our goal of 15% reduction per processed pound with CO2 emissions. Since we use CO2 for stunning and have increased the amount of turkeys processed at the facility this has increased our usage of CO2. Along with that we have more turkey meat to cool and use CO2 (dry ice) to cool the product again increasing the amount of CO2 used. We are in the process of building/remodeling another processing facility which should be up and running by the end of 2017. For 2017 our goal is to maintain our usage of CO2 and waste to landfill. In 2018 we will set new environmental reduction goals for both facilities for the next five (5) years.

Total CO2 Used per Processed Lbs.



Landfill Waste per Processed Lbs.





Employees

At present, we have over 900 employees working for Dakota Provisions. This includes employees at Dakota Gobblers (cold storage warehouse), both Wyshbone Markets (the employee stores), and both DP Warehouses which store processing supplies. It does not include employees at DaPro, a joint venture between Dakota Provisions and the Boyer Valley Company to use the by-products from Dakota Provisions facility. These employees are paid at least entry level wages that are above local minimum wage. In addition to wages and salaries, employees are offered benefits including; medical, eye care and dental benefits, disability, 401k, life insurance, worker's compensation. Our Health Services Department has one full time RN nurse and three fully certified EMT's on duty at the plant. The nurse also coordinates our Wellness Program that offers "No Smoking" Classes, Healthy Lifestyle Programs (eating plans and exercise programs), mammograms, flu shots and colorectal screenings. We offer Employee Assistance Program and Family and Medical Leave to our employees. We have three Safety Committees that are headed up by our Safety Manager to ensure the workplace is safe for all employees. Health and workplace safety training starts during an employee's orientation. Monthly meetings are held with processing departments covering topics such as health, employee safety, food safety and quality.

For employees that have just moved to the USA our HR Manager offers personal training to help them adapt to our culture such as: Home Ownership; Money Management; Pest Control; Game, Fish and Park Regulations; Drug & Alcohol Prevention; Retirement Plans for Your Future. We also encourage our employees to attend Cornerstone Career Learning Center English Second Language Classes and SMART Training for career development.

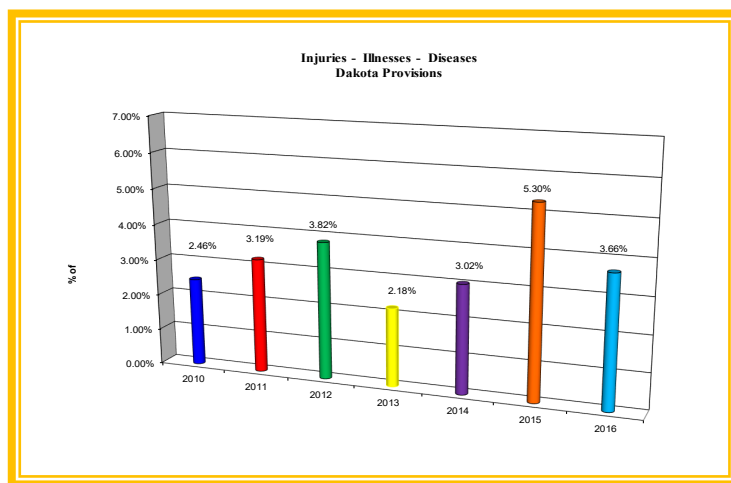
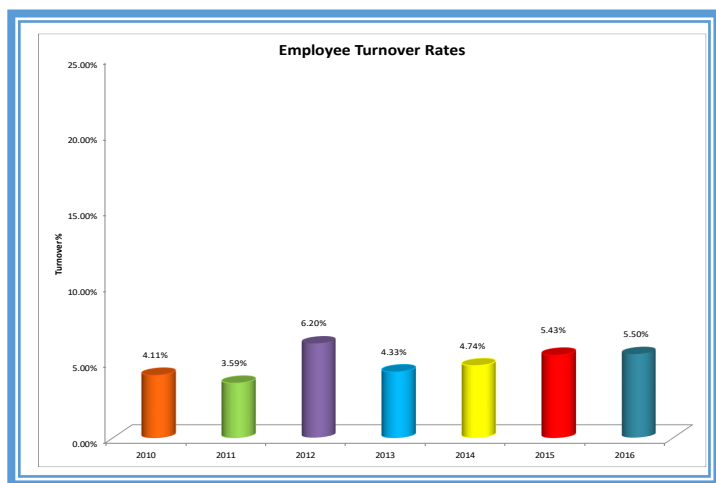
Dakota Turkey Growers became the first business in South Dakota to participate in the IMAGE Program. This participation was first approved in 2014 and a special award was given to Dakota Turkey Growers for participating. We reapplied in 2015 and was approved for two additional years. This program helps to assure that all employees hired meet US requirements.

Each Dakota Provision's employee is given a handbook in their native language that covers information on the following issues: At-Will Employment, Equal Opportunity Policy, "Open Door" Communication, Confidential, Proprietary and Trade Secret, Personnel Information, Outside Work and Conflicts of Interest, Privacy and the Right to Inspect, Solicitation and Distribution, Becoming a Regular Employee, Your Supervisor, Alcohol and Drug Free Workplace, Policy on Harassment and Sexual Harassment, Visitors Policy, Security Conditions, Threats of Violence, Rules of Conduct, Reporting Non-Compliance, Mail and Telephone Calls, Requests for Time Off, Food Safety Inspection Service (FSIS), Food Safety, Prohibited Conduct Toward Government Inspectors, Bribery, Threats or Intimidation, Consorting with Government Inspectors, Product Quality, Personal Hygiene and Plant Sanitation, South Dakota Food Safety Certification, Animal Welfare, Rest and Meal Periods, Payday, Hours of Work and Overtime (Production), Temporary Assignment, Holidays, Jury Duty, Funeral Leave, Vacations, Leave of Absence, Military Duty/ Full Time Active Duty, Attendance Policy, Safe Work Practices, Safety Committee, Health Services, Personnel and Medical Files, Employee Assistance Program (EAP), Family and Medical Leave Policy (FMLA) and Health and Dental Insurance.

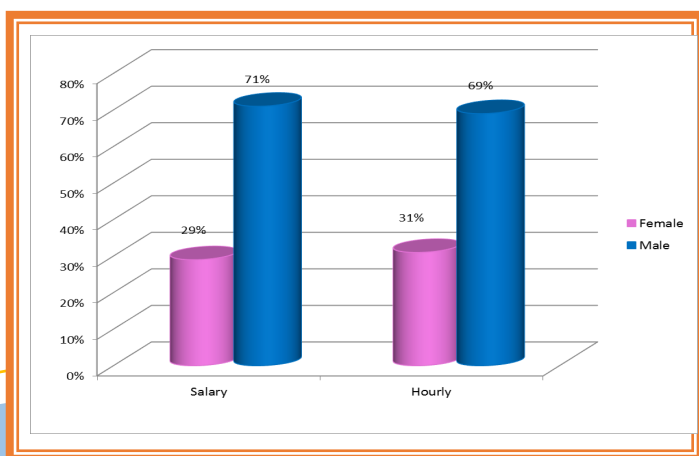
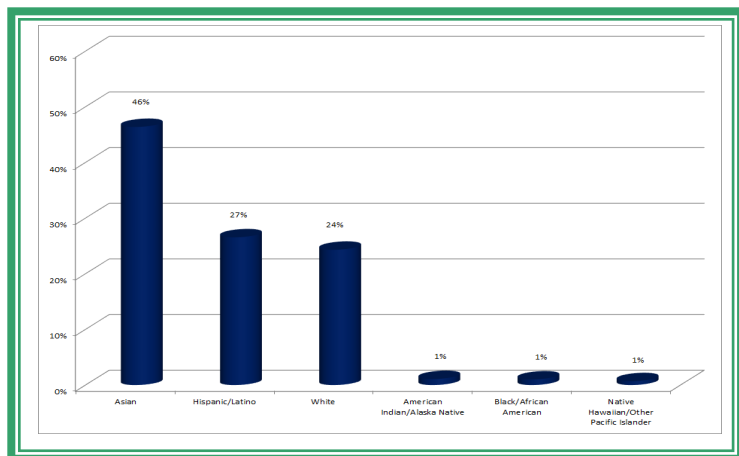
Employees (continued)

2016 saw a slight increase in turnover for Dakota Provisions from 2015. Industry turnover normally averages 11 to 13% and Dakota Provisions has been well below that in the last seven years. Our injury/illness rate decreased significantly in 2016. Our top priority in 2016 was to make the workplace safer for our employees and we strive to do even better in 2017.

Zero is the goal!!



Employee Diversity at Dakota Provisions



Customers

The Dakota Provisions Team believes in one thing - extremely high standards for extremely safe and clean food handling. From beginning to end, exceeding our customers' expectations is paramount.

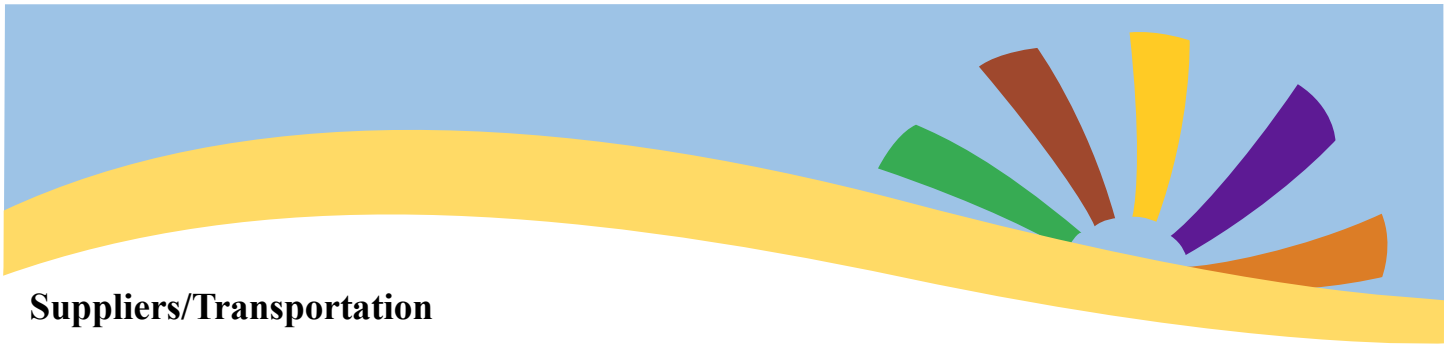
Our facility is designed and developed to be completely food safe and easily sanitized. By taking a progressive approach to addressing food safety, we are also taking a proactive approach to the quality of our product that includes real time PCR testing to detect pathogens, multiple interventions to test contamination, and a facility that never mixes raw and cooked products. In addition, training and education are essential to our programs. Each employee is required to complete Food Safety Orientation courses on good manufacturing practices, employee hygiene and possible hazards to food safety. Our Food Safety Orientation was reviewed and approved by the South Dakota Animal Industry Board.

More than 500 years of combined industry experience give Dakota Provisions the confidence and know-how to produce high-quality products for our customers. Our strengths lie in experience, educational background, high-tech machinery and the unsurpassed customer service we provide. Equipped with the latest knowledge in new product development, process engineering, product matching, food safety and quality control, we are skilled in the development and improvement of product, processes and packaging.

When a customer complaint is received, it is forwarded directly to the Director of Food Safety/QA. The Director will then contact the appropriate manager, discuss the issue, start the investigation. After the investigation has concluded and the matter resolved, a written response is then sent to the customer stating what corrective actions and preventative measures will be implemented to prevent the problem from occurring again.

Dakota Provisions awarded "Vender of the Year" in 2016 by Firehouse Subs.





Suppliers/Transportation

Our direction has always been to include sourcing from local and/or minority groups whenever possible. We obtain quotes from vendors, including local vendors and minorities, review quotes and make selection based on criteria – i.e. pricing, service, quality, and other pertinent information.

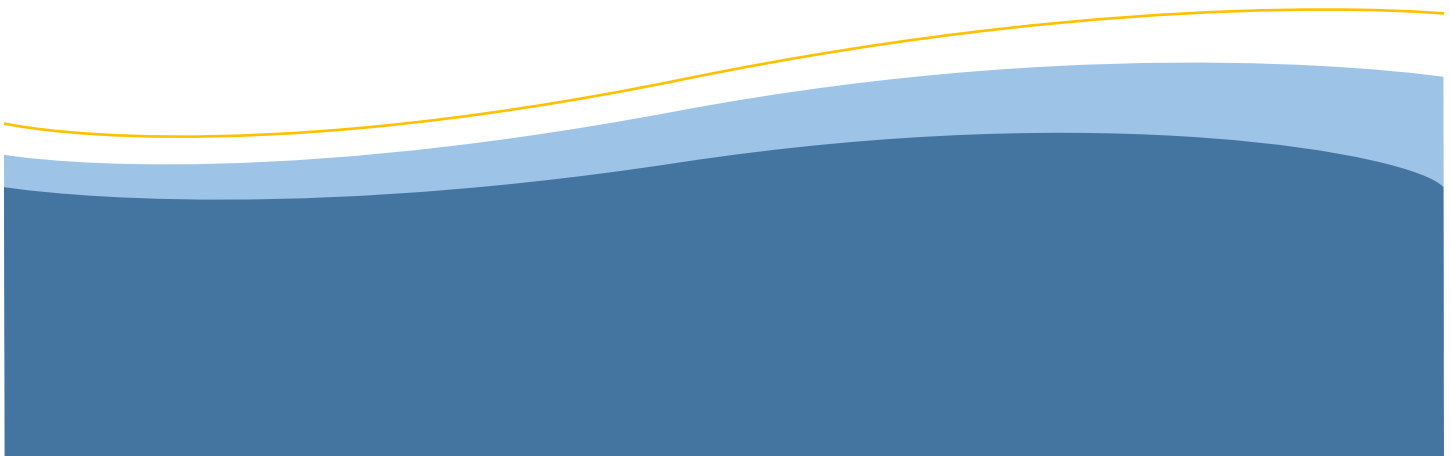
We continue to use SAP software in all facilities to help increase our efficiency and management of our information. The SAP software tracks all of our processing steps from farms to final product. SAP also tracks number and usage of supplies and other information pertinent to our business.

At present, we lease trucking companies to transport our products, supplies, etc. All incoming and outgoing trailers are monitored and inspected before loading or unloading. Any that do not meet our requirements are rejected. Most of our companies are already members of the SmartWay Transport Partners and Affiliates (EPA). We encourage all trucking companies we do business with to also become members.



Community

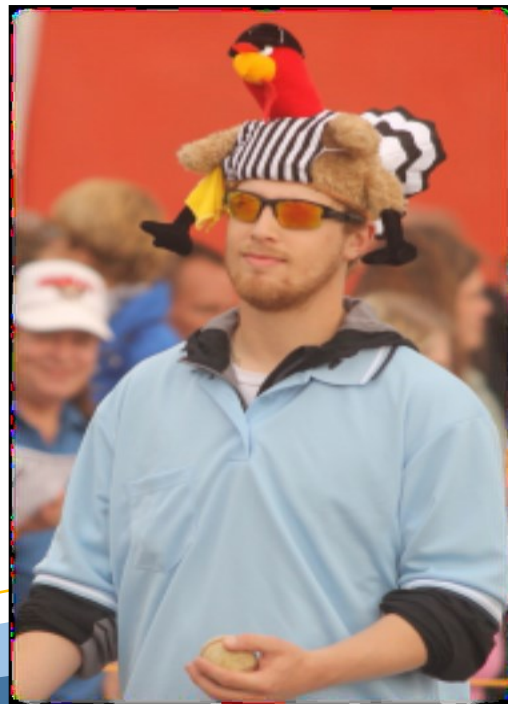
Two major initiatives include a ten-year monetary commitment to the GHDC community fund that finances economic development in the Huron/Beadle County area. Additionally, Dakota Provisions is a partner in a Housing Development group that has seed-financed the construction of thirty-seven (37) homes. We encourage and support our employees in volunteering for community projects. Many of our employees served on committees or assisted with the Huron Chamber of Commerce Board of Directors, Day of Caring, Emergency Preparedness Board, Huron Clinic Board, Huron Community Foundation Board, Huron Convention & Visitor's Bureau, Huron Country Club Board, James Valley Housing Board, Kiwanis, National Turkey Federation, Relay for Life, School Diversity Board, Sertoma Club, South Dakota Retailer's Association, South Dakota Poultry Industries Association, United Way of Huron, U.S. Poultry and Egg Export Council, Green Energy Task Force of Huron, Delta Waterfowl, Sioux Council Boy Scouts, the First Baptist Church BOD and the Veterans March. Last year Dakota Provisions employees not only donated their time but also donated almost \$40,500 of their wages to the Heartland Region United Way! Other ways we contribute to the community are participating in the FAT Friday Chili Cook-off during the South Dakota State Bar-B-Q Championship and the Scarecrow Festival for the Lion/Lioness Club. Overall in 2016 Dakota Provisions LLC and their employees donated/sponsored over \$132,000 as a way of giving back.



Dakota Provisions – “Our Year in 2016”



Leadership Huron sponsored the "Penguin Plummet" in March 2016. All proceeds were donated to Leadership Huron's "Donating for Disabilities" Projects.



The 2016 "TURKEY RACES" this year were exciting and fun for everyone. The winning team took home a grand prize of \$1,000. The celebration brought in over \$18,000 that will be used to help kids in the Huron Baseball Program.



“Statue of Liberty Turkey” float for the 4th of July Parade in Huron ✱



The Huron Workforce Development Council, Huron Chamber & Visitors Bureau and Greater Huron Development Corporation sponsored the 2nd Annual Huron Manufacturing Olympic Games to cap off the end of the South Dakota Manufacturers’ week activities. Dakota Provisions competed against 7 other teams with hopes of claiming the coveted traveling trophy. Teams competed in 6 challenging events which tested their athleticism, brain power, and ability to work as a team. The Dakota Provisions team was crowned champions of the 2016 Huron Manufactures Olympics. The traveling trophy was presented to the team and each member was awarded a prize package which including a large gold medal and \$25 in Huron bucks. The traveling trophy will be displayed in the Dakota Provisions corporate office until next the 2017 games.



Dakota Provisions celebrated their 10th Anniversary with an Employee Picnic in 2016



Dakota Provisions' employees and their daughters shown painting on 2016 Day of Caring in Huron. From left Gracie Culver, Rachel Derksen, Carrie Derksen, Brooke Culver, Elena Brenner and Chloe Culver.



Scarecrow Festival for the Lion/Lioness Club 2016
"Pokémon"



Huron's 2016 Christmas "Parade of Lights"
Dakota Provisions won the "Most Creative Float" for
"Christmas Around the World"

Moving Forward.....

Dirt Work Begins

Preparing the soil is a big part of the expansion of Dakota Gobblers Cold Storage Facility. The project scheduled to be completed in 2017 will feature new offices, expanded employee welfare room, more efficient production areas, larger blast freezers and a huge cold storage area.



And Remodeling Continues.....





Report Content Summary

Throughout the report, Dakota Provisions has included key performance indicators identified by the Global Reporting Initiative (GRI) G3 Sustainability Reporting Guidelines. We will evaluate the prospect of using a third-party assurance for subsequent reports. A context index showing the specific location of the GRI performance indicators included in this Corporate Responsibility Report is below.

In instances where financial risk is eminent, financial impact is reported in appropriate reporting. Costs incurred by the company due to environmental and social risks over the past year are confidential in nature and will not be specifically revealed.

GRI DISCLOSURES	PERFORMANCE INDICATORS		PAGE
PROFILE	1.1	STRATEGY AND ANALYSIS	2
	2.1 - 2.10	ORGANIZATIONAL PROFILE	4
	3.1 - 3.4	REPORT PROFILE	3
	3.5 - 3.8	REPORT SCOPE AND BOUNDARY	3
	3.12	GRI CONTENT INDEX	17
	4.1 - 4.4	GOVERNANCE, COMMITMENTS & ENGAGEMENT	4
	4.14 -4.15	STAKEHOLDER ENGAGEMENT	5
ENVIRONMENT	EN3, EN4	DIRECT AND INDIRECT ENERGY USE	6
	EN8	WATER USE	6
	EN22	WASTE BY TYPE AND DISPOSITION	7
	EN16	DIRECT & INDIRECT GREENHOUSE GAS EMISSIONS	7
	EN29	TRANSPORTATION OF GOODS	11
LABOR PRACTICES	LA2	EMPLOYEE TURNOVER	9
	LA7	INJURY RATE	9
	LA13	EMPLOYEE COMPOSITION	9
SOCIETY	SO1	COMMUNITY	11
PRODUCT RESPONSIBILITY	PR1	HEALTH AND SAFETY IMPACTS OF PRODUCTS	10
ECONOMIC	EC3	EMPLOYEE BENEFITS	8

