

WHEREAS: Despite one in seven U.S. households struggling to afford regular, healthy meals, between 30-40 percent of all food produced in the U.S. is wasted,¹ generating devastating social and environmental consequences. Decomposing food in landfills generates methane emissions, exacerbating climate change. Wasted food production is estimated to consume 21 percent of all freshwater, 19 percent of all fertilizer, and 18 percent of cropland.²

A 2019 IPCC report estimates that food waste accounts for between 8 and 10 percent of greenhouse gas emissions caused by humans,³ and in 2020, Project Drawdown cited food waste reduction as the first and third most impactful tactic in reducing global greenhouse gas emissions for its two scenarios.

The Sustainability Accounting Standards Board cites food waste management as material to food distributors' operating performance, recommending disclosure of the aggregate amount of food waste generated and the percentage diverted from landfills.

Industry peers such as Wendy's and Yum Brands have made commitments through the EPA's Food Loss and Waste 2030 Champions program to reduce food loss 50 percent by 2030. Dine Brands has fallen behind peers by neglecting to set time-bound food waste reduction targets. Although the Company recognizes the importance of waste reduction, Dine Brands has not disclosed what, if any efforts it has taken to identify, measure, and reduce food loss and waste in its operations.⁴ This disclosure is particularly important in the context of the current pandemic which has disrupted global food supply chains and doubled the number of people who are at risk of hunger. Strengthened analysis and disclosure of food waste reduction efforts could help Dine Brands meet its social and environmental goals, combat climate change, help reduce hunger, save money, and bolster its reputation.

RESOLVED: Shareholders request that the Board of Directors issue a report to shareholders, at reasonable expense and avoiding proprietary information, on the feasibility of reducing the environmental and social impacts of food waste generated by the company's operations given the significant impact that food waste has on societal risk from climate change and hunger.

SUPPORTING STATEMENT: Shareholders leave the method of disclosure to management's discretion. Shareholders also defer to management on the specific approaches considered to mitigate food waste and which parts of Dine Brands operations are best to target. Some guidelines could include:

- Evaluation of the causes, quantities, and destinations of food waste;
- Estimation of greenhouse gas emissions reductions that could be achieved and amounts of food that could be redistributed to the food insecure;
- Estimation of cost savings from optimized food purchasing, handling, and disposal; and
- The feasibility of establishing goals to reduce food waste and progress made towards meeting these targets.

¹ <https://www.usda.gov/foodwaste/faqs>

² <https://www.refed.com/?sort=economic-value-per-ton>

³ <https://www.cbc.ca/news/technology/climate-change-food-waste-1.5241718>

⁴ <https://www.dinebrands.com/en/social-responsibility/caring-for-the-environment>