



We are the
Red Tab Foundation
Employees helping employees



ANNUAL REPORT
2013

THIS IS HOW WE
HELP EACH OTHER.





OUR COLLEAGUE | **SUSAN**
LOCATION | **USA**

Susan suffered a life-threatening brain aneurysm. RTF paid her family's travel expenses so they could be at her hospital bedside and provided critical support with pressing financial concerns while she underwent intensive rehabilitation. This alleviated the family's worry so they could focus on Susan's recovery.



OUR COLLEAGUE | **PAMELA**
LOCATION | **SOUTH AFRICA**

Pamela's home caught fire and burned to the ground. Tragically, her husband perished in the fire. RTF provided funds for food, clothing and shelter to help Pamela and her two young sons rebuild their lives.

2014 BOARD MEMBERS

The Red Tab Foundation (RTF) has a volunteer board of directors. They serve on various committees focused on fundraising, marketing, programs, strategy and finance.

- | | |
|---|--|
| PETER E. HAAS JR.
RTF Board President | KELLY MCGINNIS
LS&Co. Chief Communications Officer |
| MARY JANE LUCK
RTF Board Vice President
Retired LS&Co. Executive | WADE WEBSTER
RTF Chief Financial Officer
LS&Co. Global Controller |
| JIM CHRISS
Retired LS&Co. Executive | JIM ANSEL
Retired LS&Co. Executive |
| SUSAN BRENNAN
Former LS&Co.
SVP, Strategic Initiatives | JEN SEY
LS&Co. Chief Marketing Officer,
Levi's® |
| TOM FANOE
Retired LS&Co. Executive | DANIEL HAAS
Cinematographer |
| LISA COLLIER
LS&Co. EVP, President
Global Dockers® &
Chief Transformation Officer | ERIC THOMPSON
Former LS&Co.
VP, LSA Retail &
Global Marketing |
| IVOR SOLOMON
LS&Co. VP Human Resources | MOLLY BUCKLEY
Retired LS&Co. Executive |
| JEFF HARLOWE
Retired LS&Co. Executive | |

STAFF

RTF has a five-person team in San Francisco and several global case managers.

- | | |
|--|--|
| MARY PALAFOX
RTF Executive Director
& RTF Board Secretary | JOHN BOOKER
RTF Fundraising &
Marketing Manager |
| BENJAMIN BLAKE
RTF Program Manager | FIONA TAM
RTF Accountant |
| ALEXIS BECHTOL
RTF Program Coordinator | KELLY WENTZEL
LS&Co. Legal Counsel |

REDTABFOUNDATION@LEVI.COM / WWW.REDTABFOUNDATION.ORG
1155 BATTERY ST., SAN FRANCISCO, CA 94111

THE BASICS

6,000+

employees and retirees have received financial support since 1990.

430+

dependents have been awarded scholarships since 2008.

MORE THAN \$14 MILLION

in emergency assistance has been provided since 1990.



RTF has provided emergency assistance to employees and retirees in more than 20 countries around the world.

RTF financial assistance is need-based and does not have to be repaid.



Dear friends of the Red Tab Foundation,

It was another productive year at the Red Tab Foundation (RTF) as we delivered more than \$1 million USD in emergency assistance and scholarships for the seventh consecutive year.

The monetary value of the aid we provided is substantial, but the human value is immeasurable. Consider the human value of a pair of hearing aids to an elderly retiree who could not communicate with friends and family, and was slowly withdrawing into a life of isolation. Of a warm bed to an employee forced to sleep in a car due to a house fire or domestic violence. Of a four-year scholarship to a talented teenager who could not afford to pursue her dream of higher education.

It gives us tremendous pride to help Levi Strauss & Co. (LS&Co.) employees and retirees overcome critical financial issues. We recognize that reaching out for help can be incredibly difficult, so we strive to assess every request with empathy and respect.

We also recognize the importance of financial education and the role it plays in improving economic self-sufficiency. That's why we've sponsored several basic budgeting workshops at manufacturing and distribution facilities worldwide, and are connecting employees and retirees with certified financial counselors through a nonprofit partner organization. These free counseling sessions are invaluable because they provide personalized solutions to address ongoing financial issues. We are also developing an innovative program designed to help employees achieve greater prosperity by encouraging them to get into the habit of saving and by helping them build financial skills that they can pass on to future generations.

Another important part of our work is building awareness. Over the last 10 years, we have achieved a very high awareness level with retirees by communicating with them regularly and conducting periodic needs assessments and biannual surveys. Our goal is to increase awareness with employees at all levels of the company. Our internal marketing efforts this year focused on retail store managers, who are typically the first to know if an employee is in crisis. These continual efforts build pride of association and, most importantly, help ensure that employees and retirees know what RTF stands for and how to apply for help.

RTF continues to be a source of hope for thousands of current and retired employees who have helped make, deliver and sell the quality products that make LS&Co. such an iconic company. The reach and impact of our services have changed a great deal since Jerry O'Shea founded RTF 32 years ago. What started as a small, U.S. centric employee assistance fund in 1981 has become a million dollar program with satellite offices in several countries. It's a remarkable legacy that we hope to continue for the next 32 years, and beyond. RTF's services and scope will continue to evolve as the company, its workforce and retiree population change over time, but the mission will carry forward.

We could not do this work without our many donors - employees, retirees, LS&Co. shareholders and the general public - who've shown a commitment to RTF's mission with their generous support.

We hope you find the content of this annual report informative and we welcome your comments.

Peter E. Haas Jr. *Mary Palafox*

Peter E. Haas Jr.

Mary Palafox

MISSION

The Red Tab Foundation is a public, nonprofit foundation that helps LS&Co. employees, retirees and their families who face problems caused by unexpected emergencies. RTF provides financial assistance, education and preventive programs to help these individuals in their own efforts to maintain their financial, physical and emotional health.

Purpose

RTF is dedicated to alleviating short-term financial hardship and enhancing economic self-sufficiency for LS&Co. employee and retiree populations worldwide. RTF will prioritize and fine-tune its efforts based on frequent assessments of the changing client base, their needs and RTF program/service effectiveness.

Operating Principles

- RTF sets service goals to address the needs of prioritized client groups and will actively fundraise with all donor populations to meet these short-term and long-term goals.
- RTF partners, internally and externally, with organizations whose core competencies address the broader needs of our client groups, and it will leverage its learnings to enhance others' ability to implement worker-based programs.
- RTF markets global programs and services to LS&Co. employees and retirees to raise awareness, generate donations, encourage participation and build pride of association.
- RTF sets course and maintains programs and services in a manner compatible with LS&Co.'s vision and values.



OUR COLLEAGUE | JOANNA
LOCATION | POLAND

Heavy rains caused Poland's largest river to flood, affecting 20,000 people. Joanna's family escaped with only minimal belongings when their home quickly filled with water. The Red Tab Foundation helped them find shelter and replaced basic necessities. Joanna now proudly donates to help other colleagues in need.



OUR COLLEAGUE | SUBEIGA
LOCATION | SOUTH AFRICA

Subeiga was forced to take a leave of absence from work to care for her infant daughter who suffered burns on half of her body. With savings depleted, Subeiga contacted RTF. We provided immediate financial support to cover household expenses and ensure Subeiga's daughter received crucial medical care.

2013 PROGRAMS: \$1.22 MILLION



EMERGENCY ASSISTANCE | \$940,000 | 77%

The Emergency Assistance Program helps LS&Co. employees and retirees following critical, unexpected financial emergencies such as major illness/injury, death or natural disaster. The assistance is need-based and helps provide basic necessities. Most employees who seek assistance work in LS&Co. factories, distribution centers and retail stores around the globe.

Our answering service, which receives almost 5,000 calls annually, directs incoming requests to the appropriate case manager or staff member. While some calls may never materialize into financial assistance, the simple counseling and referrals provided in the conversation may be the lifeline the caller needed.

The Retiree Assistance Program helps LS&Co. retirees, their spouses and surviving spouses with basic elder care needs. The vast majority of retirees who request aid are former sewing-machine operators in their 70s and 80s struggling to get by on modest, fixed incomes. With the rising cost of health care, energy and other needs, many are forced to make choices between food, medicine and other essentials. Eyeglasses, hearing aids, handicap accessories and winter heating fuel are common necessities that these retirees would otherwise go without. We are proud to support this group of grateful seniors who devoted their working lives to LS&Co. and express great pride in their association with the company.



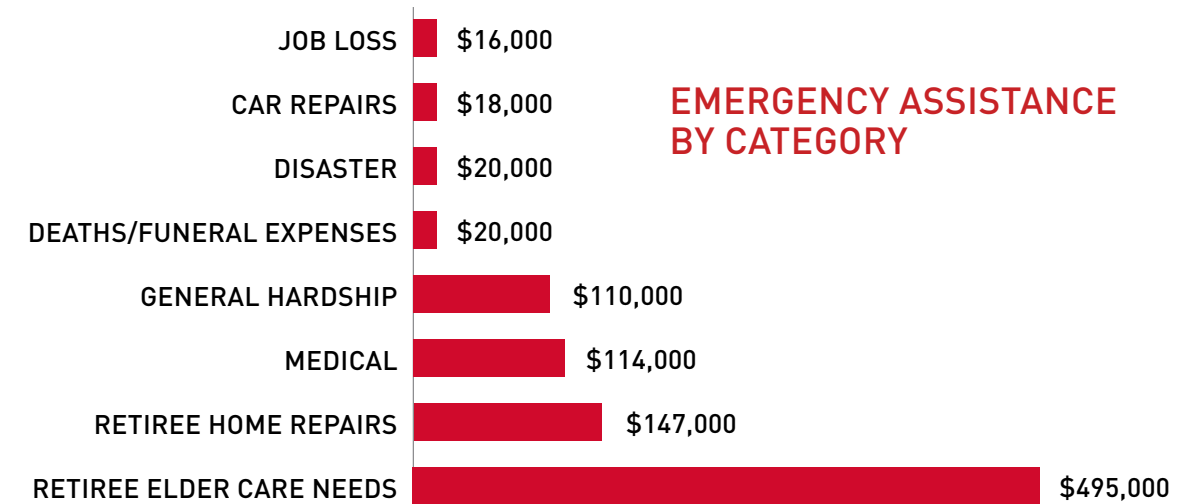
SCHOLARSHIPS | \$282,000 | 23%

The Red Tab Scholars Program provides modest need-and merit-based scholarships for dependents of LS&Co. employees and retirees. Dependents enrolled in or entering two- and four-year universities or accredited vocational programs are eligible to apply. Many scholars would not be able to pursue their dream of a higher education without this critical financial support.

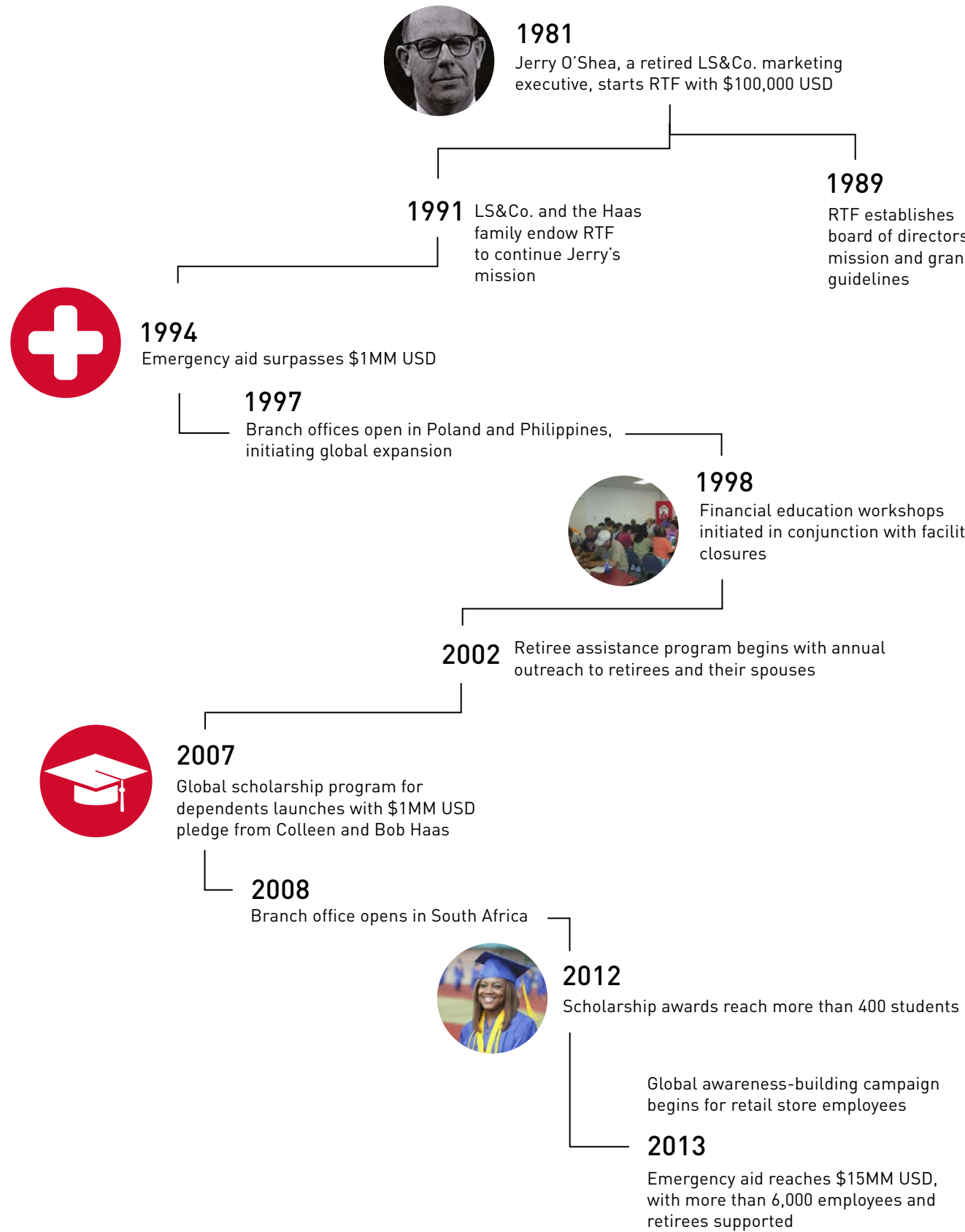


FINANCIAL EDUCATION | \$1,000 | >1%

RTF provides proactive services to help LS&Co. employees and retirees regain control over their financial goals. These services include financial literacy workshops, promotion of U.S. tax credits and free access to certified financial counselors. In the coming years, we will continue to develop this key component of RTF's mission.



32 YEARS OF HELPING EACH OTHER



STRATEGIC INTENT

Our goal is to meet the emergency needs of LS&Co. employees and retirees while prudently managing spending and investment assets to a self-sustaining level over the next two decades. This time frame is based on factors such as a declining U.S. retiree population, projected programs and operations expenses, and anticipated donation revenue. Because of the sustainability the endowment offers, RTF will exist into perpetuity and will continue to innovate, delivering assistance and relevant programs. Our focus for the next three years is on building and scaling financial literacy programs.

WHY WE CAN DO IT

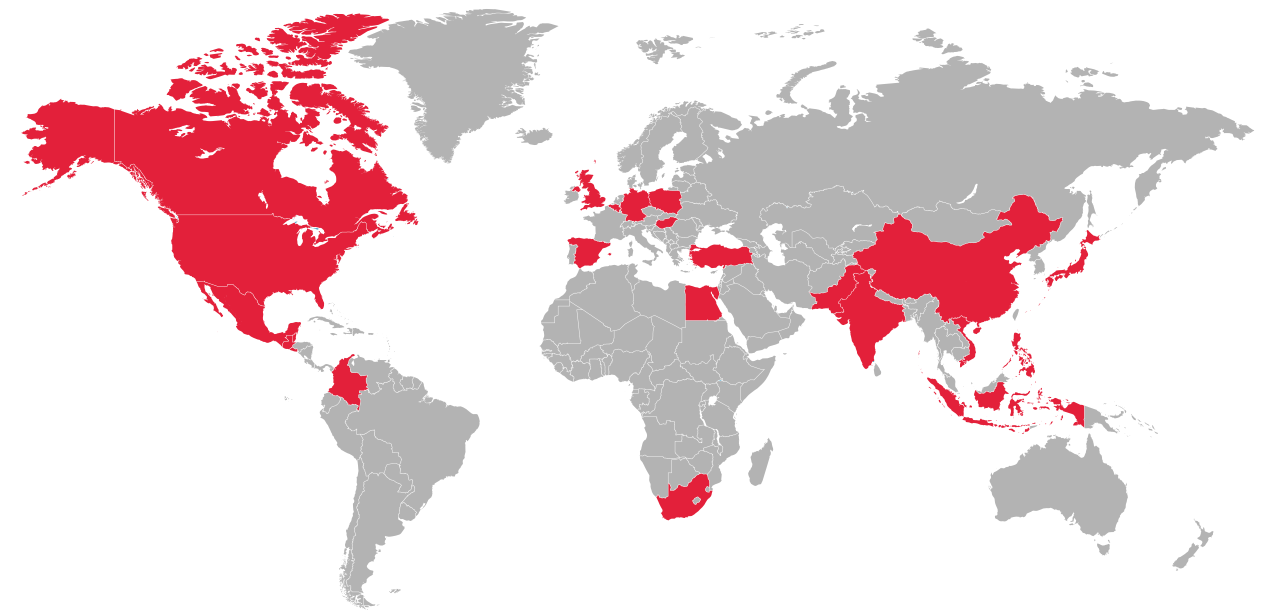
LS&Co. and Haas family members endowed RTF in the early 1990s. The endowment balance at the end of fiscal 2013 was \$15.4 million USD. The returns and principal from the endowment are used to support RTF's annual operations.

HOW WE'VE HELPED

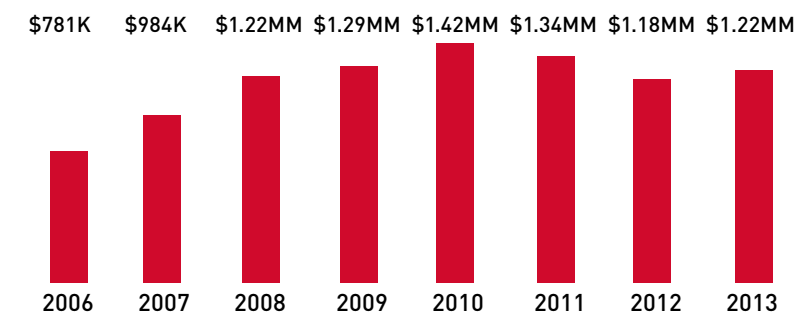
Our endowment enables us to use 100% of donations to support those we serve. The ongoing support of more than 2,000 donors is critical to helping us deliver more than \$1 million USD in aid annually.

WHERE WE HAVE HELPED

- | | | | | | | |
|---------|----------|-----------|-----------|-------------|--------------|----------------|
| Belgium | Colombia | Hong Kong | Indonesia | Pakistan | South Africa | United Kingdom |
| Canada | Egypt | Hungary | Japan | Philippines | Spain | United States |
| China | Germany | India | Mexico | Poland | Turkey | Vietnam |



RTF ASSISTANCE IN USD



DID YOU KNOW?
100%
OF YOUR DONATIONS
SUPPORT THOSE WE SERVE

STATEMENT OF FINANCIAL POSITION

As of May 31,	2013	2012
ASSETS		
Cash and cash equivalents	\$ 186,988	\$ 178,976
Contributions receivable	129,201	102,610
Other receivable	1,955	3,546
Prepaid expenses	18,013	1,726
Investments, at fair value	15,108,119	13,997,016
Total assets	15,444,276	14,283,874
LIABILITIES AND NET ASSETS		
LIABILITIES		
Accounts payable and accrued liabilities	34,951	49,532
Due to Levi Strauss & Co.	13,067	11,450
Total liabilities	48,018	60,982
NET ASSETS		
Unrestricted	15,361,258	14,202,892
Temporarily restricted	35,000	20,000
Total net assets	15,396,258	14,222,892
TOTAL LIABILITIES AND NET ASSETS	15,444,276	14,283,874

* RTF's financial statements are reviewed annually by Hood & Strong LLP, certified public accountants. A copy of these reviewed financial statements is available upon request.

* RTF's tax returns are available for review on Guidestar.org

STATEMENT OF ACTIVITIES AND CHANGES IN NET ASSETS

Years ended May 31,	2013	2012
CHANGE IN UNRESTRICTED NET ASSETS		
Revenue and Support		
Contributions	\$ 890,489	\$ 976,466
Donated facilities	78,123	79,388
Realized and unrealized investment income (loss)	1,622,464	(1,198,491)
Dividends	661,546	680,427
	3,252,622	537,790
Net Assets Released from Restrictions		
Satisfaction of program restrictions	10,000	260,000
Total unrestricted revenues and support	3,262,622	797,790
Expenses		
Program related		
Services	1,222,339	1,167,122
Expenses	472,025	495,822
Supporting services		
General and administrative	234,865	255,422
Fundraising expenses	175,027	186,562
Total expenses	2,104,256	2,104,928
CHANGE IN UNRESTRICTED NET ASSETS	1,158,366	(1,307,138)
CHANGE IN TEMPORARILY RESTRICTED NET ASSETS		
Contributions	25,000	
Satisfaction of program restrictions	(10,000)	(260,000)
INCREASE (DECREASE) IN NET ASSETS	1,173,366	(1,567,138)
NET ASSETS, BEGINNING OF YEAR	14,222,892	15,790,030
NET ASSETS, END OF YEAR	15,396,258	14,222,892

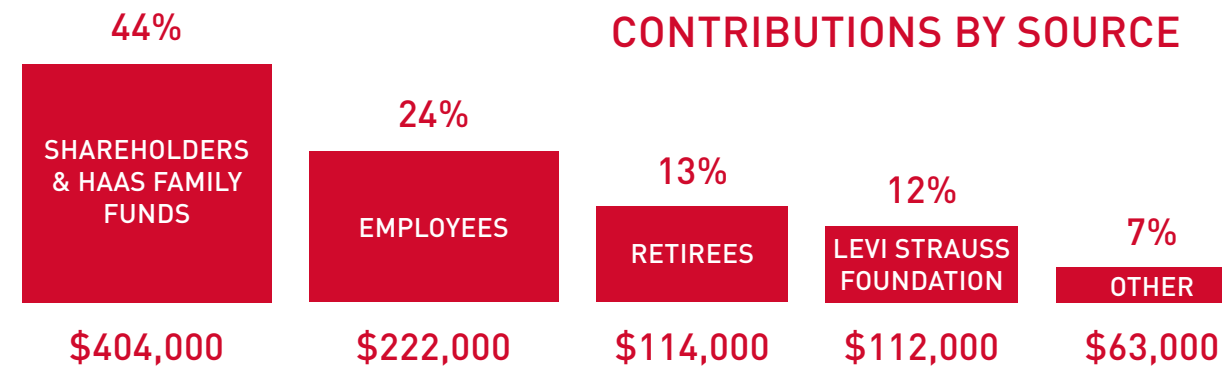
EXPENSE ALLOCATION

81% Program Related (\$1,694,364)
11% General and administrative (\$234,865)
8% Fundraising (\$175,027)

TOTAL \$2.1 MILLION USD

DID YOU KNOW?

Each year LS&Co. supports RTF's operations with "in kind" donations of office space, telephones and IT support. Additionally the Levi Strauss Foundation matches employee and retiree donations up to \$100,000.



THANK YOU TO OUR 2013 DONORS

FORTY-NINER (\$10,000+)

Chip Bergh
Kathleen and Robert Eckert
Theodore Geballe
Ginnie and Peter E. Haas Jr.
Colleen and Robert D. Haas
Daniel S. Haas
Evelyn and Walter Haas Jr. Fund
Josephine B. Haas
Margaret E. Haas
Mimi and Peter Haas Fund
Walter and Elise Haas Fund
The Hellman Family Philanthropic Fund
Levi Strauss & Co.
Levi Strauss Foundation
Stephen Neal
Joyce Stephens

SADDLEMAN (\$5,000 TO \$9,999)

Susan Brennan
Bill and Judy Eaton
Roy and Betsy Eisenhardt
Tully Friedman
Bob Grohman
Julie and Wally Haas
Kira and Bradley J. Haas
Katie O'Shea, Nancy Tomlitz, and Betsy Blalock
Anne Rohosy
Pete and Shelly Thigpen
Pauline and Thomas Tusher
Lindsay Webbe

TWO-HORSE (\$2,500 TO \$4,999)

Jim Ansel
Varun Bhatia
Harry Cohn
Lisa Collier
Salvador Escobar
Tom Fano
Mary and Peter Jacobi
Seth Jaffe
David Love

Mary Jane Luck
Kelly McGinnis
Carl Von Buskirk

BATWING (\$1,000 TO \$2,499)

Enrique Atienza
Mel Bacharach
Len Bennett
Glen Bradley
Molly Buckley
Dan Chew
Jim Chriss
Shannon Davidson
Dennis Egge
Seth M. Ellison
Family Health International
Ken Fox
Bill Gibson
Barbara Gollert
Christi Halverson
Jeffery Harlowe
Sharon Hobart

Dan Hogan
John Holford
Huntington Farms
George James
Edel Keville
Harmon Kirsch
Mike and Miyoung Kleine
Wing Tan Lam
Joelle Maher
Tom Mallery
John Massey
Bob and Mary McCurdy
Margaret Moster
Gerry Naegle
Mary Palafox
Jim Phillips
Tom Rafferty
Carol Ravitz
Lance Relicke
Lee Robertson
Karen Scholl
Chris Screnci
Jen Sey
Mary Ann Shannon

Ken Sirlin
Michael L. Smith
Eric Thompson
Anjali Vichare
Cynthia Wainwright
Kevin Wilson

ARCULATE (\$500 TO \$999)

Chad Abbott
Accenture
Anonymous
Doug Arnold
Lee Arrington
John Booker
Jacqueline L. Boulter
Ralph Briskin
Bob Caldwell
Mark Campton
Ron Cedillos
Jennifer Chaloehtiarana
Rebecca M. Chavez
Max Cowan
Leah Isla Dela Cruz
Mitas Cuenca
Melissa DiRienzo
Bill Dodd
Carol Dore
Nita Dudley
Nick Feimer
Firestream Worldwide, Inc
Shannon Fitz-Stephens
Jeffrey Friant
Paul G. Friedland
Ann Galindo
Abel Garcia
Nancy Gin
Richard Gomes
Alan Gregson
Mark R. Grovich
Jo Gruszka
Linda Hafner
Margie Hanselman
Frank Hinkley
Patrick Holzfaster
Mike Howard
Nancy Hudak

Rex Hull
Chris Janci
Florence Kamlung
Paul Kang
Stephen Kelley
Vijay Khare
Hazel King
Larry Krause
Debra Laney
Cathy Langridge
Marc Levy
Mary Beth Lilly
Margaret Lourenco
Mark Manocchio
Phil Marineau
Jim Marshall
Gerald Maschino
Joe Maurer
Mike Mccullough
Aileen Mcnutt
Murad Minasian
Ming Zhao
Steve Morreale
Doug Nelson Jr.
Mike Nelson
Steve O'Kane
Donna Paulo
Susan Phinney
Don Platek
John Powers
Cynthia Quinones
Sharmin Recinella
Patricia M. Robison
George Rodriguez
Oscar Salazar
Charlie Sandel
Karen Santiago
Ramon Santos
James Sender
John Serlin
Don Sevara
David Spangler
George S. Spellman
Janis Stafford
Julie Stempin
Wendy Stevenson-Vrame
Daniel Suffoletta

Monica Sugg
Nancy Tomlitz
Noah Treshnell
Ann-Ure
Deborah Vander Bogart
Chuck Vrana
Uddin Waseem
Wade Webster
Dan Wenzel
Richard Westrich
Adam Woollerson

RIVET (\$250 TO \$499)

Ghada Aboukhater
Jeffrey A. Allison
Anonymous
Larry Barkie
Janet Beach
Jorge Bernales
Marti Beshore
Merle Biel
Linda Aletto Blank
Jack Boland
Brad Bolton
Stacey Bovero Price
Bart Bright
Nancy Brown
Joannie Cahill
Marion Camak
Lyvia Camerino
David Cantrell
Jonathan Carpenter
Jenna Marie Cera
Loretta Choy
Jim Clopton
Liz Cronin
Tonja Darling
Kathleen Decker
Andres Delgado
John G. DeMartino
Julie Dentkos-Hearn
Sandy Ros Fantozzi
Sue Ferguson
James Finley
Bobby Flemmons
Karla Francois

Jim Fraser
Steve Goldstein
Caroline Goodman
Joseph Graham
Gary Grellman
Deborah Gunnison
Dorota Gutkowska
Paul Highfield
Jon M. Hopeman
Jenhifer S. Howard
Incentive Account
Deborah Ingram
German Historical Institute
Leo Isotalo
Nare Jagroop
Susan Jayubo
Michelle K. Johnson
Adrienne Jonas
Agnieszka Jonczyk
Elizabeth Jones
Tom Kasten
Anne Stuhlreyer Kastner
Kathleen Kendrick

Lili King
Rich Kuether
Meredith LaBerge
Gaby Laherran
Merle Lawrence
Grace Lee
Chris Lokè
Cecilia Luna
Kevin Lynch
Natalie A. Mallinckrodt
Heidi Manes
Tia Marshall
David Martin
Todd Mazza
Maureen McElroy
Lew Melcher
Kathy Miller
Bruce Masao Mori
Thriveni Movva
Susan Nasca
Al Nathe
Maryann Nichols
Józef Nowak
Aida Orphan



OUR COLLEAGUE | DIDIER LOCATION | NICARAGUA

Didier's wife suffered from a degenerative kidney disease. She couldn't afford the travel for required treatment. The Red Tab Foundation ensured she was able to get the best treatment available. Didier said, "Without the Red Tab Foundation's help, it would not have been possible to save my wife's kidney."

Paul Osborne
Kelly Page
Charles and Julie Palley
Arnel Panganiban
Eduardo Park
Eduardo Pelcastre
Werner Pels
Ron Pepper
Parker Phillips
George Porter
John Quandt
Larry Quenzer
Murshed Alam Qureshi
Victor Reed
Philippe Reyntjens
Shawn Richardson
Karen Rilke
Hugh Robinson
Bob Rockey Jr.
Jennifer Ross
Roy Schiefner
Marta Senz
Barry Shafran
Bob Siegel

Christy Silva
Harmit Singh
Robert Smyre
Ivor Solomon
Stacey Stogner
Bill Taylor
Sue Thompson
TJ Toce
Rusty Tripp
Jonathan Turner
Lory Utz
Kristin Venema
Tim Veness
Heather Walsh
Cory Warren
Scott Webber
Meredith Wheeler
Kim Toben Wolf
Marina Wright
Andrew Wynn
Karen Marie Youngblood
Monika Yungert



“ I can't thank the Red Tab Foundation enough. You have changed my life. I worked at Levi's® maybe 30 years in all. I sewed on back pockets and sewed the Red Tab in them. That was the best job I had there. Thanks to all of you. ”

— EVELYN, A RETIRED LS&CO. EMPLOYEE

After experiencing difficulty with her eyesight, Evelyn requested aid to purchase simple reading magnifiers.



We are the
Red Tab Foundation
Employees helping employees

➔ **WANT TO HELP?**

GO TO WWW.REDTABFOUNDATION.ORG AND CLICK **DONATE** TO GET STARTED.



REDTABFOUNDATION@LEVI.COM / WWW.REDTABFOUNDATION.ORG
WWW.FACEBOOK.COM/REDTABFOUNDATION
WWW.YOUTUBE.COM/USER/REDTABFOUNDATION
IN U.S.: 800-544-5498 / 1155 BATTERY ST., SAN FRANCISCO, CA 94111