



## Griffith Foods Code of Ethics and Business Conduct

*The companies of the Griffith Foods Group are committed to conducting their business in accordance with the highest ethical standards and in compliance with all applicable laws and regulations. In the Griffith Foods Code of Ethics and Business Conduct, we describe the responsibilities of the Company and its employees with respect to these standards, laws and regulations. The Code of Ethics and Business Conduct applies to all our employees, including employees of our subsidiaries, branches and divisions. We also expect the participants in our supply chain to uphold our policies concerning compliance with all applicable laws, respect for human rights, environmental stewardship and the safety of products and employees. The Code of Ethics and Business Conduct has been prepared to help you understand and abide by our policies and procedures. We expect that you will comply with the Code of Ethics and Business Conduct, be aware of laws and regulations that apply to your job and recognize sensitive issues that require a more detailed analysis. We also realize that no policy can address every situation you may encounter and that you may have questions about how the Code of Ethics and Business Conduct applies to a particular situation. If you have any questions concerning your activities on behalf of the Company, it is important that you seek guidance from your supervisor, your Human Resources representative or the Legal Department.*

### Our Purpose and Values

#### Company Purpose

*We Blend Care and Creativity to Nourish the World*

#### Values

*Griffith Foods' Values are born from our Purpose and are at the heart of everything we do. They are rooted in the Company's history and heritage and in the enduring principles of sustainability, fairness, honesty and integrity.*

*As employees, we come from different cultural, social, religious and ethnic backgrounds, but we also share certain standards of behavior that are universally accepted as fundamental to a healthy and productive society and are embedded in our ethics and the conduct of our business.*

*Our organizational aspiration is to **Make the Future Better by Working Together Globally and Behaving Like Owners to Build Customer Success and Deliver Results** while always **Acting Like Family**.*

These standards of behavior are encompassed in our six key Values:



### **Make the Future Better**

We are optimistic and courageous while making choices in pursuit of our dreams. Sustainability informs our curiosity, imagination, and innovation. We are passionate about leaving our planet a better place for future generations. We believe **the best is yet to come**.



### **Work Together Globally**

We recognize our diversity creates a unique strength, and we learn from our colleagues and partners globally. By collaborating, communicating, sharing, and learning, we create better together.



### **Behave Like Owners**

We are passionate about creating long-term value. We believe that we are part of something bigger than ourselves and strive to **make a difference**. We **trust each other** and treat talent as a valuable resource. We believe in strategic risk-taking and **in doing the right thing, especially when it is hard to do**.



### **Build Customer Success**

Recognizing that our success depends on our customers' success, we work to create value and ensure success by understanding, anticipating and prioritizing customer needs. We build a mutual commitment to derive sustainable long-term value.



### **Deliver Results**

We take personal responsibility for meeting our commitments. We are focused on achieving objectives aligned to our **triple bottom line of people, planet, and performance**. We execute with excellence, measure results, and reward success.



### **Act Like Family**

We are a caring family company where everyone has the opportunity to grow, follow their own **personal "Purpose" and find fulfillment** in their work. We support each other and demonstrate mutual respect. We **nourish people's well-being** – physical, mental, and financial.

## **Build Trust and Credibility**

The success of our business is dependent on the trust and confidence we earn from and share with our employees, customers, suppliers, stakeholders and shareholders. We gain credibility by adhering to our commitments, acting with honesty and integrity and reaching company goals solely through honorable conduct. It is easy to say what we must do, but the proof is in our *actions*. Ultimately, we will be judged on what we do.

When considering any action, it is wise to ask: will this build trust and credibility for Griffith Foods and me? Will it help create a working environment in which Griffith Foods can succeed over the long term? Is the commitment I am making one with which I can follow through? The only way we will maximize trust and credibility is by answering “yes” to those questions and by working every day to build trust and credibility.

### ***Respect Each Individual***

We all deserve to work in an environment where we are treated with dignity and respect. Griffith Foods is committed to creating such an environment because it brings out the full potential in each of us, which, in turn, contributes directly to our business success. We cannot afford to let anyone’s talents go to waste.

Griffith Foods is an equal opportunity employer and is committed to providing a workplace that is free of discrimination of all types and from abusive, offensive or harassing behavior. Any employee who feels harassed or discriminated against should report the incident to his or her manager or to Human Resources.

### ***Foster a Culture of Open and Honest Communication***

Griffith Foods’ success in achieving legal and ethical compliance depends on each employee seeking advice before problems occur and reporting incidents that raise compliance issues. At Griffith Foods everyone should feel comfortable to speak his or her mind, particularly with respect to legal or ethical concerns. Managers have a responsibility to create an open and supportive environment where employees feel comfortable raising such questions. We all benefit tremendously when employees exercise their power to prevent mistakes or wrongdoing by asking the right questions at the right times.

It makes no difference if an employee engages in illegal or unethical conduct to benefit themselves and others, or whether they do so in a misguided attempt to benefit Griffith Foods. Good intentions do not justify improper conduct; violations of the law or company policy for any purpose are unauthorized and unacceptable. It is the obligation of all employees to report known or suspected violation of this Code, the law or company policies to their supervisor or other resource listed below. Employees are encouraged to address issues with their managers or their Human Resources manager, as most problems can be resolved swiftly. Where appropriate, please contact one or more of the following persons to seek assistance and/or report any violations or potential violations.

<i>Supervisor or Manager</i>	— For most workplace issues.
<i>Human Resources</i>	— For Human Resources concerns or policy guidance and interpretation.
<i>Legal Department</i>	— For legal questions on behalf of the Company, violations of law and misappropriation of Company assets.
<i>Safety, Quality Assurance and Security</i>	— To report unsafe conditions, product quality issues, workplace hazards, security concerns
<i>Chief Financial Officer</i>	— For issues involving any financial report, certification or public communication or authorization to disclose Company financial information to anyone

If for any reason you are not comfortable raising the issue with any of the persons identified above, each of the presidents of the Griffith Foods' global companies operate with an open-door policy. Employees may also report concerns to the Company's hotline via any of the methods identified on the attached Contact Information schedule. The hotline is operated by a third party vendor and reports to the hotline may be made anonymously.

Griffith Foods will investigate all reported instances of questionable or unethical behavior and all violations of this Code. In every instance where improper behavior or a violation is found to have occurred, the Company will take appropriate action. Griffith Foods' policy forbids retaliation against any employee who, in good faith, reports a suspected violation of law or policy, including harassment or discrimination. Any person involved in retaliation will be subject to disciplinary action up to and including termination of employment.

***Set the Tone at the Top***

Management has the added responsibility for demonstrating through their actions the importance of this Code. In any business, ethical behavior does not simply happen; it is the product of clear and direct communication of behavioral expectations, modeled from the top and demonstrated by example. Again, ultimately, our actions are what matters.

To make our Code work, managers must be responsible for promptly addressing ethical questions or concerns raised by employees and for taking the appropriate steps to deal with such issues. Managers should not consider employees' ethics concerns as threats or challenges to their authority, but rather as another encouraged form of business communication. At Griffith Foods, we want the ethics dialogue to become a natural part of daily work.

***Uphold the Law***

Griffith Foods' commitment to integrity begins with complying with laws, rules and regulations where we do business. To the extent the provisions of this Code conflict with applicable law, Griffith Foods, its employees, agents, suppliers, subcontractors and third parties with whom the Company contracts are expected to comply with applicable law. Further, each of us must have an understanding of the company policies, laws, rules and regulations that apply to our specific roles. If you are unsure whether a contemplated action is permitted by law or Griffith Foods' policy, you should seek the advice from one of the persons identified above. We are responsible for speaking up if we see possible violations.

### ***Make the Right Decision***

At times, we are all faced with decisions we would rather not have to make and issues we would prefer to avoid. Sometimes, we hope that if we avoid confronting a problem, it will simply go away.

At Griffith Foods, we must have the courage to tackle the tough decisions and make difficult choices, secure in the knowledge that Griffith Foods is committed to doing the right thing. At times this will mean doing more than simply what the law requires. Merely because we can pursue a course of action does not mean we *should* do so.

### ***Be Accountable***

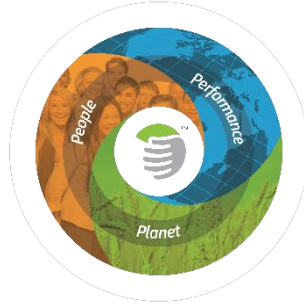
Each of us is responsible for knowing and adhering to the values and standards set forth in this Code and for raising questions if we are uncertain about company policy. If you are concerned whether the standards are being met or are aware of violations of the Code, you must contact the Human Resources department, the Legal Department or the company's hotline via any of the methods identified on the attached Contact Information schedule. The hotline is operated by a third party vendor and your reports to the hotline may be made anonymously.

Griffith Foods takes seriously the standards set forth in the Code, and violations are cause for disciplinary action up to and including termination of employment.

### ***Governance and Administration***

Overall responsibility for governance and oversight for the Code will rest with a Committee of the Board of Directors (Ethics and Business Conduct Committee). This Board Committee will consist of one independent (outside) director and one executive (inside) director. The Board Committee will be supported and advised by an Administrative Committee drawn from the Legal, Human Resources and Finance functions of the Company.

The Administrative Committee will initiate the review, investigation, administration and disposition of all matters concerning the Code received from the local operating companies or via the Hotline service. Matters of significance will be elevated to the Board Committee for review, consideration to determine the appropriate remedial actions. Support of outside counsel or other professional services may be engaged to facilitate an effective and appropriate review of matters reported to the hotline.



## **People**

### ***Equitable Treatment***

Griffith Foods is committed to the equitable treatment of all employees and applicants for employment and actively promotes diversity within its workforce. All applicants and employees must be judged by their qualifications, demonstrated skills and achievements.

Griffith Foods is also dedicated to equal employment opportunity without regard to race, color, gender, national origin, age, religion, disability, veteran status, marital status, sexual orientation or other legally protected characteristics. Equal employment opportunity applies to all aspects of the employment process including contracting, recruitment, hiring, performance reviews, promotion, placement, training, compensation, layoffs and terminations. Griffith Foods is committed to compliance with applicable employment laws everywhere we operate.

### ***Workforce***

Griffith Foods will not use child labor in conducting its business. The term "child" refers to a person younger than the age of compulsory education or as established by applicable law but in no case shall any child younger than fifteen (15) years of age be employed by the Company or work in the Company's operations.

Griffith Foods will only employ persons whose presence is voluntary and the Company will not use bonded forced, compulsory labor, servitude or prison labor. Griffith Foods will comply with all applicable laws prohibiting slavery and human trafficking. Griffith Foods shall not use any form of corporal punishment or mental or physical coercion as a form of discipline of its employees or workers.

Griffith Foods believes the decision on whether or not to join a trade union is a matter for the individual. The Company observes the relevant processes and legal requirements regarding collective association, representation and consultation in the countries in which it operates. Griffith Foods' policy forbids retaliation against any employee on the basis of that employee's trade union membership status.

### ***Harassment and Discrimination***

Griffith Foods has a "zero tolerance" policy with respect to unlawful harassment and discrimination. Verbal or physical harassment by an employee that disrupts another's work performance or creates an intimidating, offensive, abusive or hostile work environment will not be tolerated. In addition, unwelcome

sexual advances, requests for sexual favors, and other unwelcome verbal or physical conduct of a sexual nature are specifically prohibited. All employees are encouraged to promptly report such harassment to the appropriate company representative as listed in the chart above when it occurs. Please see your Employee Handbook for more details on our harassment and discrimination policy.

### ***Violence in the Workplace***

Griffith Foods will not tolerate any behavior that endangers the safety of its employees, customers, suppliers or others. Employees must immediately report to a Supervisor or Human Resources all threats, attempts at or actual violence against themselves, other employees, customers, suppliers or third parties on company premises or while carrying out company business.

### ***Alcohol and Drugs***

Each employee must report to work free from the influence of any substance that could prevent him or her from conducting work activities safely and effectively. Griffith Foods prohibits the possession, sale, purchase, delivery, use or transfer of illegal substances on company property or at company functions. Alcohol served at company functions on company property must be approved in advance by the business unit manager and must comply with all other relevant company policies.

### ***Safety and Health***

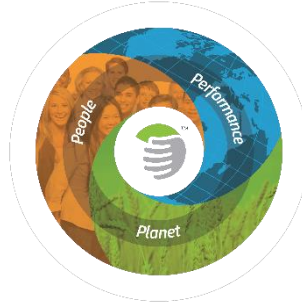
The Company is committed to provide a safe and healthy work environment. Each employee is responsible for observing the safety and health rules and practices that apply to his or her job to ensure a safe work environment for everyone. Employees are also responsible for immediately reporting accidents, injuries, hazards, broken equipment and unsafe practices or conditions to a supervisor or manager.

Managers are responsible for ensuring that required training on relevant safety policies is provided and employees are responsible for completing such training. Managers are also ultimately responsible for regularly monitoring work areas for unsafe conditions and practices and ensuring timely action is taken to correct known unsafe conditions.

### ***Food Safety***

Griffith Foods is committed to providing its customers and the public with safe and wholesome foods that comply with all regulations applicable to their manufacture and sale. Each employee shall be trained in the Company's food safety programs and will comply at all times with the Company's food safety policies and procedures. The Company shall establish food safety specifications for each raw material and work with its raw material suppliers to ensure that those specifications are achieved. Each Griffith Foods employee is responsible for supporting the commitment to food safety. Employees must:

- Be aware of the Company's food safety policies and procedures which apply to their job and understand how to follow those requirements without deviation;
- Fulfill all food safety training requirements applicable to their job;
- Never bypass an established practice or procedure;
- Promptly notify an immediate supervisor of any variance or violation of the Company's food safety policies and procedures; employees may also report violations to the Company's hotline via any of the methods identified on the attached Contact Information schedule if they are uncomfortable notifying a supervisor; and
- Never falsify, destroy or conceal any required records.



## Planet

Griffith Foods is deeply committed to being a good neighbor in the communities in which it operates and beyond, and to be a good steward of the environment. This commitment is grounded in our Company Values and evidenced by our Sustainability framework of People, Planet and Performance. We recognize that, as a leader in the global food industry, we touch people's lives. We are committed to providing high quality food, to meeting people's food needs, and to helping everyone eat better. We believe that the Company and each of us have an obligation to help make the world we live in a better place for current and future generations.

### ***Community Involvement***

Griffith Foods believes in giving back to the communities in which we operate, through direct actions, volunteerism and financial support, with a primary focus on feeding people. We live up to this commitment through support of global and local organizations including food banks, charities and other supporting associations/agencies. Griffith Foods also supports, encourages and facilitates employee volunteerism at organizations or in events of choice within their communities.

### ***Environmental Stewardship***

Our commitment to the environment goes beyond compliance with environmental laws and regulations. We also firmly believe in doing more to limit our impact on the environment and to use resources more efficiently. Compliance is essential and each of us is responsible for doing our part.

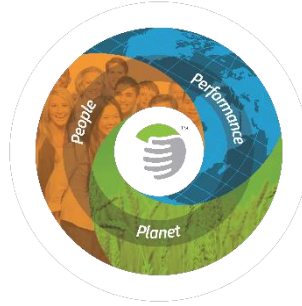
All Griffith Foods operating activities are to be conducted in a manner that protects the environment in each of the communities in which we are located. It is Griffith Foods' policy to:

- Recognize and reduce risks to the environment, inefficiencies and waste within our plants and manufacturing processes;
- Design and construct new facilities and upgrade or modify current facilities to ensure they conform to current environmental, health and safety standards and minimize environmental impact in construction and operation;
- Conserve energy and protect the environment through prudent use of all resources consumed in our operations including water, electricity, and fuels via process improvements, Griffith Foods Continuous Improvement (GCI) capital expenditure projects, use of renewable resources and sustainable sourcing;
- Reduce waste materials via better process controls and increased recycling of waste materials;
- Ensure that appropriate pollution control and hazardous waste storage and disposal programs are in place and in compliance with all applicable laws and regulations;



- Each Griffith Foods employee is responsible for supporting the commitment to environmental excellence. Employees must:
  - Be aware of the environmental requirements that apply to their job and understand how to follow those requirements without deviation;
  - Look for opportunities to reduce energy usage and waste, and bring forward ideas and recommendations for improvements;
  - Never bypass an established practice or procedure or disconnect or disable any monitoring equipment or waste control or treatment equipment without approval of the plant environmental officer or regulatory agency; take immediate steps to correct any malfunctioning of waste monitoring, control or treatment equipment;
  - Never falsify, destroy or conceal any required records; and
  - Never dispose of waste or hazardous material unless you know the disposal is in compliance with regulations and Griffith Foods' environmental standards.

Employees should inform their immediate supervisor or contact the Hotline if they learn or suspect that there has been any violation of our environmental standards or applicable environmental laws.



## Performance

### ***Competition and Antitrust***

Griffith Foods is dedicated to ethical, fair and vigorous competition. We will sell Griffith Foods' products based on their merit, superior quality and service, functionality and competitive pricing. It is the Company's policy to fully comply with all applicable antitrust, trade regulation and other competition laws throughout the world. We will make independent pricing and marketing decisions and will not illegally cooperate or coordinate our activities with our competitors: Griffith Foods' employees may not enter directly or indirectly into any formal or informal agreement with competitors that fixes prices, or allocates markets, eliminates competition, or otherwise unreasonably restrains trade. We will not offer or solicit improper payments or gratuities in connection with the purchase of goods or services for Griffith Foods or the sales of its products or services, nor will we engage or assist in unlawful or unsanctioned boycotts of particular customers or nations. Further, we will not engage in unfair business practices such as inducing cancellation of a competitor's contract or interrupting another competitor's supply chain.

Griffith Foods representatives should never communicate with competitors regarding pricing, marketing, capacity, costs, customers or competitive matters of any kind without consulting with the Legal Department. It is the responsibility of any individual who has a question about the potential antitrust implications of a discussion, decision or action to consult with the Legal Department before such action takes place.

### ***Laws Impacting Our Business***

Griffith Foods is committed to observing the highest ethical standards in all of our business transactions regardless of the countries in which those transactions may take place. The Company and all of its employees, agents, suppliers, subcontractors and third parties with whom the Company contracts are expected to observe all laws to which they or the Company may be subject, including applicable laws of foreign jurisdictions. The Company will obtain and comply with all required license, registration and permits applicable to our operations.

U.S. companies and their international affiliates are subject to trade restrictions issued by the U.S. government. In addition, companies operating in the United Kingdom are subject to anti-bribery laws which impact global operations. These laws are strictly enforced by the governments of the United States and the United Kingdom and apply to Griffith Foods, its operating units and all employees. Some examples of these laws are described below.

- ***U.S. Foreign Corrupt Practices Act (“FCPA”)***

The FCPA prohibits anyone at Griffith Foods from directly or indirectly offering, promising to pay, or authorizing the payment of money or providing anything of value to foreign government officials or political parties or candidates for the purpose of influencing their acts or decisions. The fact that bribery may be an accepted local practice in a country does not relieve Griffith Foods’ employees from complying with the FCPA. The FCPA permits payments under specific circumstances; consult with the Legal Department prior to making any payments of this type.

The FCPA also contains significant internal accounting control and record-keeping requirements that apply to our foreign operations. The Act’s intent in requiring these records is to ensure that Griffith Foods maintains reasonable control over its assets and all transactions involving those assets. All employees are responsible for following company procedures for carrying out and reporting business transactions.

- ***United Kingdom Bribery Act***

The UK Bribery Act has a broad jurisdictional reach and applies not only to entities formed under UK law, but also any company carrying on a business, or part of a business, in any part of the UK. Due to Griffith Foods’ UK subsidiary and our desire to conduct business in an honorable fashion, we must and will comply with the UK Bribery Act.

The UK Bribery Act prohibits (i) offering or giving a bribe, (ii) requesting or accepting a bribe, (iii) bribing a foreign public official in order to obtain or retain business or a business advantage, or (iv) failing to prevent bribery, in which a third party performing services for a company pays a bribe for the purpose of obtaining or retaining business or a business advantage for that company. The UK Bribery Act is even more expansive in scope than the US FCPA, given that it applies to commercial conduct beyond corruption involving foreign public officials in connection with obtaining or retaining business.

- ***U.S. Foreign Trade Controls***

All employees of Griffith Foods shall comply fully with U.S. foreign trade control laws and regulations. These laws severely restrict and in some cases prohibit trade with specified countries outside the U.S. For example, trade currently is severely restricted between U.S. businesses (including foreign operations of U.S.-based companies like Griffith Foods) in Cuba, Iran and North Korea. In addition, U.S. law severely restricts or prohibits trade with several thousand persons and companies the U.S. government believes are acting on behalf of these countries, or on behalf of certain terrorist or narcotics trafficking groups. These restrictions also apply to U.S. citizens and permanent residents, to foreign employees while present in the U.S. and to international affiliates of U.S. companies. Lists of countries subject to sanctions and designated individuals and companies can be found at: <http://www.treasury.gov/resource-center/sanctions/SDN-List/Pages/default.aspx>.

Employees must immediately report any violations of law, including violations of the FCPA or the UK Bribery Act, to the Legal Department. If for any reason you are not comfortable raising the issue with the Legal Department, you may report concerns to the Company’s confidential hotline via any of the methods identified on the attached Contact Information schedule.

### ***Proprietary Information***

It is important that we respect the property rights of others. We will not acquire or seek to acquire by improper means trade secrets or other proprietary or confidential information of any third party, including our competitors. We will not engage in unauthorized use, copying, distribution or alteration of computer software, proprietary materials or other intellectual property.

### ***Conflicts of Interest***

We must avoid any relationship or activity that might impair or even appear to impair our ability to make objective and fair decisions when performing our jobs. Conflicts arise when an employee uses his or her position at Griffith Foods for personal gain or when the employee's personal interests conflict with Griffith Foods' interests. We owe a duty to Griffith Foods to advance its legitimate interests when the opportunity to do so arises. We must never use Griffith Foods property or information for personal gain or personally take for ourselves any opportunity that is discovered through our position with Griffith Foods.

#### ***Here are some ways in which conflicts of interest could arise:***

- Being employed (you or a close family member) by, or acting as a consultant to, a competitor or potential competitor, supplier or contractor, regardless of the nature of the employment, while you are employed with Griffith Foods.
- Hiring or supervising family members or closely related persons.
- Serving as a board member for an outside commercial company or organization.
- Owning or having a substantial interest in a competitor, supplier or contractor.
- Having a personal interest, financial interest or potential gain in any Griffith Foods transaction.
- Placing Company business with a firm owned or controlled by a Griffith Foods employee or his or her family.
- Accepting gifts, discounts, favors or services from a customer/potential customer, competitor or supplier, unless equally available to all Griffith Foods employees.

### ***Disclosure of Potential Conflicts***

Determining whether a conflict of interest exists is not always easy to do. Before engaging in any activity, transaction or relationship that might give rise to a conflict of interest, employees must seek review from the Administrative Committee.

### ***Board Memberships, Public Offices and Community Activities***

Serving on behalf of the Company on the Board of Directors of a for-profit business or a non-profit organization requires the approval of the Ethics and Business Compliance Committee. Serving in an individual capacity on the Board of Directors of a for-profit business also requires the approval of the Ethics and Business Compliance Committee; however, serving in an individual capacity on boards of charitable, humanitarian, educational and cultural institutions does not require prior approval. All requests for approval by the Committee should be made early in the evaluation process and prior to any interviews or acceptance of a board position.

Employees who decide to accept a public position, political appointment or run for public office must inform the Ethics and Business Compliance Committee, who will review potential conflicts of interest, and inform the employee of any action considered necessary to avoid the conflict. Generally, public officials

may not act on matters in which they have a personal interest. Employees should ensure that outside activities would not interfere with or adversely affect job performance.

### ***Gifts, Gratuities and Business Courtesies***

Griffith Foods is committed to competing solely on the merit of our products and services. We should avoid any actions that create a perception that favorable treatment of outside entities by Griffith Foods was sought, received or given in exchange for personal business courtesies. Business courtesies include gifts, gratuities, meals, refreshments, entertainment, travel or other benefits from persons or companies with whom Griffith Foods does or may do business. We will neither give nor accept business courtesies that are, or could reasonably be perceived as, unfair business inducements that would violate law, regulation or policies of Griffith Foods, our customers or suppliers, or would cause embarrassment or reflect negatively on Griffith Foods' reputation.

***Under no circumstances should gifts, gratuities, meals, entertainment, travel or other benefits be offered to any officials, administrators, inspectors or employees of any governmental unit or any auditor of the Company's operations.***

### ***Accepting Business Courtesies***

Most business courtesies offered to us in the course of our employment are offered because of our positions at Griffith Foods. You should not feel any entitlement to accept and keep a business courtesy. Although you must not use your position at Griffith Foods to obtain business courtesies, and you must never ask for them, you may accept unsolicited business courtesies that promote successful working relationships and goodwill with the firms with whom Griffith Foods maintains or may establish a business relationship.

Employees who award contracts or who can influence the allocation of business, who create specifications that result in the placement of business or who participate in negotiation of contracts must be particularly careful to avoid actions that create the appearance of favoritism or that may adversely affect the Company's reputation for impartiality and fair dealing. The prudent course is to refuse a courtesy from a supplier when Griffith Foods is involved in choosing or reconfirming a supplier or under circumstances that would create an impression that offering courtesies is the way to obtain Griffith Foods business.

### ***Meals, Refreshments and Entertainment***

We may accept occasional meals, refreshments, entertainment and similar business courtesies that are shared with the person who has offered to pay for the meal or entertainment, provided that:

- They are not inappropriately lavish or excessive.
- Are reasonable and consistent with applicable laws and with accepted ethical standards and business practices;
- The courtesies are not frequent and do not reflect a pattern of frequent acceptance of courtesies from the same person or entity;

- The courtesy does not create the appearance of an attempt to influence business decisions, such as accepting courtesies or entertainment from a supplier whose contract is expiring in the near future; and
- The employee accepting the business courtesy would not feel uncomfortable discussing the courtesy with his or her manager or co-worker or having the courtesies known by the public.

### ***Gifts***

Employees may accept unsolicited gifts, other than money, that conform to the reasonable ethical practices of the marketplace, including:

- Flowers, fruit baskets and other modest presents that commemorate a special occasion.
- Gifts of nominal value, such as calendars, pens, mugs, caps and t-shirts (or other novelty, advertising or promotional items).

Generally, employees may not accept compensation, honoraria or money of any amount from entities with whom Griffith Foods does or may do business. Tangible gifts (including tickets to a sporting or entertainment event unless the client also attends the event) that have a market value greater than US\$250 may not be accepted unless approval is obtained from the business unit manager.

Employees with questions about accepting business courtesies should review the attached Frequently Asked Questions, or talk to their managers, the Human Resources department or the Legal Department.

### ***Offering Business Courtesies***

Any employee who offers a business courtesy must assure that it cannot reasonably be interpreted as an attempt to gain an unfair business advantage or otherwise reflect negatively upon Griffith Foods. An employee may never use personal funds or resources to do something that cannot be done with Griffith Foods resources. Accounting for business courtesies must be done in accordance with approved Company procedures.

We may provide nonmonetary gifts (e.g., Company logo apparel or similar promotional items) to our customers (other than to government employees or agents) and suppliers. Further, management may approve other courtesies, including meals, refreshments or entertainment of reasonable value provided that:

- The practice does not violate any law or regulation or the standards of conduct of the recipient's organization.
- The business courtesy is consistent with industry practice, is infrequent in nature and is not lavish.
- The business courtesy is properly reflected on the books and records of Griffith Foods.
- The business courtesy would not embarrass the Company should public disclosure be made.

### ***Accurate Financial and Public Disclosures***

While Griffith Foods is privately owned and, as such, the Company's financial reports are confidential and not publicly disclosed, we will make certain that any and all disclosures made in our financial reports and public documents are full, fair, accurate, timely and understandable. This obligation applies to all employees, including all financial executives, who have any responsibility for the preparation of such reports, including drafting, reviewing and signing or certifying the information contained therein. No business goal of any kind is ever an excuse for misrepresenting facts or falsifying records. Any disclosures of the Company's financial information must be reviewed and approved by the Chief Financial Officer.

Employees should inform the Chief Financial Officer if they learn that information in any report, financial certification or public communication was untrue or misleading at the time it was made or if subsequent information would affect a similar future report, certification or public communication.

### ***Corporate Recordkeeping***

We create, retain and dispose of our company records as part of our normal course of business in compliance with all Griffith Foods policies and guidelines, as well as all regulatory and legal requirements.

All corporate records must be true, accurate and complete, and company data must be promptly and accurately entered in our books in accordance with Griffith Foods' and other applicable accounting principles. If you are uncertain about the validity of an entry or process, you are expected to consult with the business unit finance manager and to report suspected accounting irregularities and false entries to the Chief Financial Officer, the Legal Department or the hotline.

We must not improperly influence, manipulate or mislead any audit, nor interfere with any auditor engaged to perform an internal independent audit of Griffith Foods books, records, processes or internal controls.

### ***Taxes***

The Company will file all tax returns by their due date and pay all taxes shown to be due and payable on such returns on a timely basis, according to applicable law.

### ***Confidential and Proprietary Information***

Integral to Griffith Foods' business success is our protection of confidential company information, as well as nonpublic information entrusted to us by employees, customers, suppliers and other business partners. Confidential and proprietary information includes such things as product, formula and ingredient information, pricing and financial data, customer names/addresses or nonpublic information about other companies, including current or potential customers, suppliers and vendors. We will not disclose confidential and nonpublic information without a valid business purpose and proper authorization.

You should be cautious about discussing business matters with authorized Griffith Foods co-workers in public places or in the presence of, or within hearing distance of, unauthorized personnel. This includes family and friends, who may inadvertently disclose confidential information to others.

Employees should inform their immediate supervisor or contact the Hotline if they learn or suspect that any confidential information has been misused or inappropriately disclosed.

### ***Intellectual Property***

It is Griffith Foods' policy to identify, establish, protect and defend its rights in all intellectual property assets, including patents, trademarks, copyrights and other proprietary information. Employees are expected to safeguard these assets and to identify and disclose any new works of authorship, technology advances and/or unique solutions to business problems to enable Griffith Foods to establish and protect its rights to such proprietary assets. The intellectual property assets of Griffith Foods can only be used for authorized company business. In addition, it is Griffith Foods' policy to respect the valid and legitimate intellectual property rights of others, including the rights of our customers and suppliers. Employees must consult with the Legal Department concerning necessary licenses and approvals to use such intellectual property. Griffith Foods' name, logo, trademarks and service marks can only be used for authorized company business and never in conjunction with personal or other activities.

### ***Use of Company Resources***

Company resources, including time, material, equipment and information, are provided for company business use. Nonetheless, occasional personal use is permissible as long as it does not affect job performance or cause a disruption to the workplace.

Employees and those who represent Griffith Foods are trusted to behave responsibly and use good judgment to conserve company resources. Managers are responsible for the resources assigned to their departments and are empowered to resolve issues concerning their proper use.

Generally, we will not use company equipment such as computers, copiers and fax machines in the conduct of an outside business or in support of any religious, political or other outside daily activity, except for company-approved support to nonprofit organizations. We will not solicit contributions nor distribute non-work related materials during work hours.

In order to protect the interests of the Griffith Foods network and our fellow employees, Griffith Foods reserves the right to monitor or review: i) all data and information contained on an employee's company-issued computer or electronic device, and (ii) use of the Internet or Griffith Foods' intranet, including email accounts assigned to employees. We will not tolerate any use of company resources to create, access, store, print, solicit or send any materials that are illegal, harassing, threatening, abusive, sexually explicit or otherwise offensive or inappropriate. Any such monitoring or review shall be conducted in compliance with all applicable laws.

Questions about the proper use of company resources should be directed to your manager.

### ***Suppliers***

Just as we hold ourselves up to the principles defined within this Code of Ethics and Business Conduct, we expect our suppliers and partners to uphold the same and, in particular, to adopt a zero tolerance approach to slavery, trafficked, child, bonded, forced or compulsory labor or servitude. As a condition of doing business with Griffith Foods, the Company will require its suppliers and partners to acknowledge this in writing. Griffith Foods will reserve the right to ensure compliance with the Code, up to and including 3rd party auditing and monitoring, as defined by our risk and opportunity based approach to



sustainable supply chain management. We expect suppliers to hold their own supply chains, including third-party labor agencies, to the same standards contained within this Code.

### ***Media Inquiries***

From time to time, employees may be approached by reporters and other members of the media. In order to ensure that we speak with one voice and provide accurate information about the company, all media inquiries should be directed to the regional communications contact. No one may issue a press release without first consulting with the global communications team leadership.

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The Company and your fellow employees expect that you will be guided by this Code of Ethics and Business Conduct and by our values and that you will make sound judgments as to ethical business conduct. Where there is any doubt as to the proper course of action, you should discuss the matter with your supervisor, Human Resources representative or the Legal Department. All employees are responsible for knowing and abiding by the Code and procedures of the Company that apply to their jobs and to employees generally.

Several key questions can help identify situations that may be unethical, inappropriate or illegal. Ask yourself:

- Does what I am doing comply with Griffith Foods' Purpose, Values Code of Ethics and Business Conduct and company policies?
- Have I been asked to misrepresent information or deviate from normal procedure?
- Would I feel comfortable describing my decision at a staff meeting?
- How would it look if it made the headlines?
- Am I being loyal to my family, my company and myself?
- Am I treating others with respect?
- What would I tell my child to do?
- Is this the right thing to do?

## FREQUENTLY ASKED QUESTIONS

### Gifts, Gratuities and Business Courtesies

- Are there any circumstances under which I may extend gifts, gratuities and business courtesies to an external auditor (including any person performing audits on a Griffith Foods facility finances, sustainability programs or business operations) or government official (including any officer or employee of a governmental department, agency, or instrumentality of government), including holidays or other times of the year when gift giving is traditionally acceptable?

**No. Gifts, gratuities and business courtesies to an external auditor or a government official are prohibited under all circumstances, including in celebration of holidays or other times of the year when gift giving is traditionally acceptable.**

- Does the prohibition on gifts, gratuities and business courtesies to external auditors or government officials include non-monetary gifts?

**Yes. All forms of gifts, gratuities and business courtesies to an external auditor or a government official are prohibited under the Code of Ethics and Business Conduct, including non-monetary gifts such as gift cards, foodstuffs and liquor, tickets to sporting or entertainment events, meals, and golf outings.**

- Am I responsible for reporting any gifts, gratuities and business courtesies being extended to an external auditor or a government official by Griffith Foods employees upon becoming aware of such misconduct?

**Yes. You are required to immediately report such misconduct to your immediate supervisor or the whistleblower hotline number listed in the Code of Ethics and Business Conduct.**

- Will I get fired if I report any misconduct under the Code of Ethics and Business Conduct?

**No. We encourage reporting of misconduct as a means of addressing issues immediately and preventing further damage. Reporting misconduct under the Code of Ethics and Business Conduct will not be used as a basis for termination of employment at Griffith Foods.**

- Can I accept non-monetary gifts, gratuities and business courtesies from other customers and suppliers?

**Yes. However, the acceptance of such gifts, gratuities and business courtesies must be within the parameters established by the Code of Ethics and Business Conduct, which is available on the Griffith Foods portal.**

- Can I solicit or request tickets to a sporting or entertainment event from a customer or supplier?

**No. You cannot use your position to solicit any gifts, gratuities and business courtesies. All such gifts, gratuities and business courtesies must be unsolicited.**

- Is there a monetary limit on a gift, gratuity or business courtesy?

**Yes. Generally, employees cannot accept compensation, honoraria or money of any amount from entities with whom Griffith Foods does or may do business. Tangible gifts, gratuities and business courtesies, including sporting or entertainment event tickets, with a market value greater than US\$250 may not be accepted without express approval from the business unit manager. Please note that this is not an absolute prohibition on receiving these types of gifts, but a requirement that management be informed and approve such gifts where appropriate.**

- Who can I ask if I have additional questions regarding gifts, gratuities and business courtesies?

**Employees with questions regarding gifts, gratuities and business courtesies are encouraged to discuss with their managers, the Human Resource Department or the Legal Department.**

## EthicsPoint Hotline Contact Information

**To make a report online:** Go to [www.griffithfoods.ethicspoint.com](http://www.griffithfoods.ethicspoint.com)

**To make a report via phone:** Call the number listed below for the country from which you are calling.

\*Note: You must dial the Access Code listed for the country from which you are calling for those countries for which an Access Code is provided.

Country	Access Code*	Phone	Language
Belgium	0-800-100-10	855 387 6932	Dutch
Brazil		0800-892-0672	Brazilian Portuguese
Canada		855 387 6932	English
China		400 881 1476	Chinese (Mandarin)
China		400 881 1476	Chinese (Cantonese)
China		400 881 1476	English
Colombia	01-800-911-0010	855 387 6932	Spanish (Latin American)
Colombia	01-800-911-0011	855 387 6932	Spanish (Latin American)
Costa Rica	0-800-011-4114	855 387 6932	Spanish (Latin American)
France	0-800-99-0011	855 387 6932	French
France	0-800-99-1011	855 387 6932	French
France	0-800-99-1111	855 387 6932	French
France	0-800-99-1211	855 387 6932	French
France	0-800-99-0111	855 387 6932	French
France	0805-701-288	8553876932	French
Germany	0-800-225-5288	855 387 6932	German
India	000-117	855 387 6932	English
Italy	800-172-444	855 387 6932	Italian
Japan	00-539-111	855 387 6932	Japanese
Japan	0034-811-001	855 387 6932	Japanese
Japan	00-663-5111	855 387 6932	Japanese

<b>Mexico</b>		001-855-387-6932	Spanish (Latin American)
<b>Netherlands</b>	0800-022-9111	855 387 6932	Dutch
<b>Panama</b>		001-855-387-6932	Spanish (Latin American)
<b>Singapore</b>	800-011-1111	855 387 6932	Chinese (Mandarin)
<b>Singapore</b>	800-001-0001	855 387 6932	Chinese (Mandarin)
<b>Spain</b>	900-99-0011	855 387 6932	Spanish (Castilian)
<b>Thailand</b>	001-999-111-11	855 387 6932	Thai
<b>United Arab Emirates</b>		800 0444 0726	English
<b>United Kingdom</b>	0-800-89-0011	855 387 6932	English
<b>United Kingdom</b>	0-500-89-0011	855 387 6932	English
<b>United States</b>		855 387 6932	English

**Griffith Foods  
Code of Ethics and Business Conduct  
Acknowledgement Form**

The Griffith Foods Code of Ethics and Business Conduct has been prepared to provide you with the policies relevant to personal conduct in job performance and dealing with customers, competitors, and suppliers. As a Griffith employee, it is your responsibility to be aware of these guidelines and to conduct yourself in a manner that meets them. When reading this Code of Ethics and Business Conduct, you are encouraged to bring your questions to the attention of your supervisor who will see that they are answered. After you have read and understood the Code of Ethics and Business Conduct, please complete the section below and return it to Human Resources.

This acknowledgement form will be kept in your Employee's File.

I have received and reviewed the Griffith Foods Code of Ethics and Business Conduct:

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Employee Name (Printed or Typed)

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Employee Signature

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Date

Received for the Company by:

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Date