

PINNACLE FOODS SUPPLIER CODE OF CONDUCT

At Pinnacle Foods Inc. (“Pinnacle” or the “Company”) we are proud that one of the cornerstones of our business philosophy is a commitment to operating our business in a responsible and ethical manner. To ensure that everyone we do business with, including suppliers, manufacturers, contractors, joint venture partners, agents, distributors and consultants (collectively “Suppliers”) embrace and demonstrate the same high standards of ethical business behavior, we have developed this Supplier Code of Conduct (“Code of Conduct”).

We require our Suppliers to comply with the expectations and standards of this Code of Conduct, and for their suppliers and sub-contractors to act in accordance with this Code of Conduct as well. Pinnacle reserves the right to end existing business relationships with Suppliers who do not comply with this Code of Conduct or who fail to take immediate action to correct non-compliance with this Code of Conduct.

LEGAL COMPLIANCE

We expect all Suppliers to comply with all applicable federal, state and local laws and regulations. In addition, this includes all applicable codes, rules and regulations, as well as all applicable treaties and international standards.

ETHICAL DEALINGS

We expect Suppliers to compete fairly and ethically for our business, without paying or receiving bribes or kickbacks, or giving or receiving anything of value to secure an improper benefit or advantage, and avoiding all forms of corruption. This includes complying with the Foreign Corrupt Practices Act regardless of where in the world the Supplier is located and with the laws of the country in which the Supplier operates.

EMPLOYMENT PRACTICES AND HUMAN RIGHTS

We expect Suppliers to treat their employees with fairness, respect and dignity and to promote a work environment that is free of harassment, forced labor, corporal punishment or other forms of physical coercion. Our Suppliers are required to prohibit slavery, economic exploitation of child labor and human trafficking from their direct supply chains for tangible goods offered for sale to Pinnacle. The term “child” refers to any non-family member employed under the age of 15 (or 14 where applicable laws may permit). Economic exploitation of labor includes but is not limited to chattel, debt bondage, and contract slavery or false labor contracts.

- Pinnacle requires Suppliers to certify that materials incorporated into the product comply with the laws regarding human trafficking, slavery, child labor and human abuse laws of the country or countries in which they are doing business.

- Pinnacle requires Suppliers to verify their product supply chains to evaluate and address risks of human trafficking, slavery, compliance with in country laws. The disclosure shall specify if the verification was not conducted by a third party.
- Pinnacle may conduct audits of Suppliers to evaluate compliance with Pinnacle standards for human trafficking, slavery, compliance with in country child labor and human abuse laws. The disclosure shall specify if the verification was not an independent, unannounced audit.
- Pinnacle shall maintain internal accountability standards and procedures for employees or contractors failing to meet company standards regarding this Code of Conduct.
- Pinnacle shall provide its employees and management, who have direct responsibility for supply chain management, training on human trafficking and slavery, particularly with respect to mitigating risks within the supply chains of products.

We expect Suppliers to respect the right of employees to organize and bargain collectively in accordance with applicable laws.

We expect Suppliers to base all conditions of employment on an individual's ability to do the job and not on personal characteristics or beliefs, and to promote a workplace free from discrimination.

We expect Suppliers to only employ workers with the legal authorization to work and to ensure that authorization has been validated by the appropriate legal documentation.

COMPENSATION AND WORKING HOURS

We expect Suppliers to comply with all applicable employment laws governing work hours, vacation, leave and holidays, and to provide compensation for overtime hours and mandated benefits in accordance with applicable laws. Young employees under the age of 18 shall not work in hazardous conditions or in work that interferes with schooling.

HEALTH AND SAFETY

Suppliers must provide a safe and healthy working environment for all their workers. Suppliers should take proactive measures that support accident prevention and minimize health risk exposure.

ENVIRONMENTAL REQUIREMENTS

We expect Suppliers to conduct their operations in a way that reduces their impact on the environment, particularly in the areas of water use, energy use, greenhouse gas emissions and solid waste. We also expect Suppliers to comply with all applicable federal, state and local laws and regulations relating to the protection of the environment.

FOOD SAFETY

Suppliers are required to provide Pinnacle with high-quality products, ingredients and services that meet all applicable quality and food safety standards, and to demonstrate that they have robust food-safety and quality-management systems. We expect Suppliers to report any concerns about product safety to the Company immediately.

RECORD KEEPING

We expect Suppliers to maintain all financial books and accounts in accordance with applicable regulatory requirements and generally accepted accounting principles, including documentation related to food safety and traceability. We expect Suppliers to audit their operations to ensure books and records fairly reflect activities.

CONFIDENTIAL INFORMATION

Proper management of confidential information is critical to the success of both the Company and its Suppliers. We expect Suppliers to safeguard Pinnacle's confidential information by keeping it secure, limiting access to those who have a need to know in order to do their job. Suppliers should avoid discussion of confidential information in public areas such as planes, elevators, restaurants, mobile phones, and in online social networking sites as well as in personal and company blogs. Any transfer of confidential information must be executed in a way that secures and protects the intellectual property rights of the Company and its Suppliers. This obligation to preserve Pinnacle's confidential information may be ongoing, even after the business relationship ends.

CONFLICTS OF INTEREST

We expect Pinnacle employees to act in the best interest of our Company and to have no interest with any Supplier that might conflict, or appear to conflict, with that obligation. We expect Suppliers to disclose to Pinnacle any relationship it may have with a Pinnacle employee, or an employee's family members or close personal friends, which might represent a conflict of interest. Pinnacle employees are prohibited from accepting any gift, favor or entertainment if it will obligate or appear to obligate the recipient or otherwise influence any business decision. We expect Suppliers to avoid offering Pinnacle employees any gift, favor or entertainment that would violate this prohibition and to never offer Pinnacle employees gifts of cash or cash equivalents, such as gift cards.

SUPPLIER CHAIN TRANSPARENCY

Supply chain transparency is required to confirm compliance to this Code of Conduct. We expect Suppliers to cooperate with Pinnacle and to allow Pinnacle or any authorized third party to conduct onsite audits to verify compliance with these standards or other required certifications. In the event any deficiencies are identified, the Supplier will take the steps necessary within an acceptable timeframe to correct any deficiency to Pinnacle's satisfaction. Pinnacle may request documentation, review and approve corrective action plans, and verify implementation of corrective action.

COMMUNICATION

Suppliers are expected to assist Pinnacle in enforcing this Code of Conduct by communicating its principles to their supervisors, employees, suppliers, and subcontractors.

REPORTING CONCERNS

We expect Suppliers who believe that an employee of Pinnacle, or anyone acting on behalf of Pinnacle, has engaged in illegal or otherwise improper conduct, to immediately report the matter to Pinnacle. The Supplier can contact Pinnacle's toll free Ethics Hotline at (866) 266-7596.