



Vendor Code of Conduct

Vendor will comply with the following Code of Conduct:

- a. Vendor may not engage in any action or practice in violation of the laws or regulations of any country or other location in which it does business. This includes, but is not limited to, laws and regulations related to labor, immigration, health and safety, working hours, and the environment.
- b. Child, indentured, involuntary, or prison labor must not be used or supported.
- c. Workers may not be exposed to unreasonably hazardous, unsafe, or unhealthy conditions.
- d. Workers may not be unlawfully discriminated against on the basis of race, color, religion, gender, national origin, age, disability or sexual orientation.
- e. The workplace must be free from harassment, which includes coercive, threatening, abusive, or exploitive conduct or behavior or harassment because of one's race, color, religion, gender, national origin, age, disability or sexual orientation.
- f. Workers at all times must be treated fairly, with dignity and respect. Vendor will not prevent workers from choosing to associate (or not) with any group or bargaining collectively (or not), consistent with applicable laws.
- g. Wages paid to workers must meet or exceed legal and industry standards.
- h. All workers performing work within the United States must be legally authorized to work in the United States under federal and any other applicable laws. Prior to each worker's assignment, Vendor must require and review documentation proving such work authorization.
- i. Vendor may not engage in any conduct likely, intending, or appearing to improperly influence any Kroger representatives in the performance of their job responsibilities. Bribes, cash payments, and business gifts and entertainment of more than token value expressly are prohibited. Vendor must refrain from engaging in any conduct that may appear improper or may result in a conflict of interest when viewed from Kroger's point of view.
- j. Vendor must comply with the provisions of the U.S. Foreign Corrupt Practices Act of 1977, as amended. Vendor will not offer or provide money or anything else of value to any agent or representative of any government or government agency in order to obtain or retain business.
- k. Vendor will act with reasonable diligence to ensure that any of its contractors, subcontractors, manufacturing facilities, labor providers, agents, agencies, associations, distributors, partner organizations, suppliers, affiliated companies, or subsidiaries who are involved in Kroger business, also comply with this Code of Conduct.
- l. Vendor will allow Kroger, or a third party auditor selected by Kroger, to audit Vendor's compliance with this Code of Conduct.

Violations of this Code of Conduct may be reported using the Kroger Helpline – a toll-free number (800-689-4609), email address (helpline@kroger.com), and website (www.Ethicspoint.com). Users of the Helpline may choose to remain anonymous.