

ALBERTSONS COMPANIES

VENDOR CODE OF CONDUCT

I. Terms and Conditions

This Vendor Code of Conduct is a general guide to standards of business practice and regulatory compliance that applies to Vendors of Albertsons Companies, Inc. and its (direct and indirect) subsidiaries and affiliates (the “Albertsons Companies”). It is the Albertsons Companies’ intent to select and retain Vendors (“Vendors”) who share and embrace the letter and spirit of our commitment to integrity. We recognize that Vendors are independent entities. Nonetheless, the business practices of a Vendor may reflect upon, and sometimes directly affect, the Albertsons Companies. The Albertsons Companies, therefore, require that Vendors and their employees, agents, and subcontractors (Vendors’ employees, agents, and subcontractors shall hereinafter be referred to collectively as “Representatives”) adhere to certain standards of business conduct and that they comply with the letter and spirit of applicable law while conducting business with or on behalf of the Albertsons Companies. The policies summarized in the Albertsons Companies’ Vendor Code of Conduct are not exhaustive: there may be other conduct not specifically described that will be considered unacceptable for a Vendor or its Representatives.

II. Legal and Regulatory Compliance Practices

All Vendors, while conducting business with or on behalf of the Albertsons Companies, shall conduct such business in full compliance with all laws and regulations applicable to such business, and shall require that their Representatives do the same. Vendors shall promptly notify the Albertsons Companies of any conflict between U.S. and other applicable law as detailed under the “Reporting of Questionable Behavior and Possible Violations” section of this code. In addition to any specific obligations under Vendor’s agreement with the Albertsons Companies, all Vendors shall, without limitation:

- A. Comply with the anti-corruption laws of the countries in which they do business and with the United States Foreign Corrupt Practices Act (“FCPA”). Vendors may not make any direct or indirect payments or promises of payment to foreign government officials for the purpose of inducing the individual to use or misuse his/her position to obtain or retain business.
- B. Comply with all applicable trade control laws as well as all export, re-export and import requirements.
- C. Conduct their business in full compliance with antitrust and fair competition laws that govern the jurisdictions in which they conduct business.
- D. Comply with all applicable environmental laws and regulations.
- E. Be honest, direct, and truthful in discussions with regulatory agency representatives and government officials.

III. Business Practices

Vendors and their Representatives shall conduct their business interactions and activities with integrity and in accordance with their obligations under specific agreements with the Albertsons Companies. While many Vendors have their own compliance

requirements, business practice standards, and/or codes of business conduct, it is essential that all Vendors and Representatives understand and uphold the requirements of the Albertsons Companies for acceptable business conduct when doing business with or on behalf of the Albertsons Companies. In addition to any specific obligations under each Vendor’s agreement(s) with the Albertsons Companies, all Vendors shall, and shall cause its Representatives to, without limitation:

- A. Honestly and accurately record and report all business information and comply with all applicable laws regarding their completion and accuracy.
- B. Create, retain, and dispose of business records in full compliance with all applicable legal and regulatory requirements.
- C. Protect and responsibly use both the physical and intellectual assets of the Albertsons Companies, including property, supplies, consumables, and equipment, when authorized by the Albertsons Companies to use such assets.
- D. Conduct business in a professional manner at all times while on the Albertsons Companies’ property or while conducting business with or on behalf of the Albertsons Companies. Vendor shall cause its Representatives, at all times when such Representatives are on Albertsons Companies’ premises, to comply with Albertsons Companies rules with regard to conduct, safety procedures (including, without limitation, food safety procedures), and attire.
- E. Not distribute or cause to be distributed on the Albertsons Companies’ owned or leased property any form of literature, materials or other information (such as brochures, publications, advertisements, surveys, announcements, or flyers) unrelated to the Albertsons Companies’ business.
- F. Not speak to the press on the Albertsons Companies’ behalf unless Vendor or Representative is expressly authorized in writing to do so by the Albertsons Companies.
- G. Refrain from offering, giving or providing gifts (including but not limited to magazine subscriptions, complimentary or discount tickets, cash, merchandise, special services, foods and beverages) unless such gifts and/or entertainment (i) have nominal economic value, and (ii) carry an advertising message directly related to promotion of Vendor’s products. Any meals or entertainment provided to an employee of the Albertsons Companies should be moderate and should be provided only in the course of Vendor’s business with the Albertsons Companies. In no event shall Vendor or its Representatives offer a bribe, kickback, or any other incentive to a Albertsons Companies’ employee (other than incentives provided directly to the Albertsons Companies).
- H. Avoid the appearance of or actual improprieties and conflicts of interests. Vendors and their Representatives shall not knowingly deal directly with any Albertsons Companies’ employee if that employee or his/her spouse, domestic partner, or other family member or relative holds a significant financial interest in Vendor. Dealing directly in the course of negotiating the Vendor agreement or performing Vendor’s obligations with a spouse, domestic partner, or other family member or relative who is employed by the Albertsons Companies is also prohibited.
- I. Refrain from insider trading, including by buying, selling, or taking any futures position in the Albertsons Companies’ stock or other securities, while in possession of

information about the Albertsons Companies that is not generally available to the investing public and that could influence an investor's decision to buy or sell stock.

IV. Employment Practices

The Albertsons Companies expect their Vendors to share their commitment to diversity, equal employment opportunity, and a safe and harassment free workplace. Albertsons Companies' Vendors shall conduct their employment practices in full compliance with all applicable laws and regulations in all of their global operations. In addition to any specific obligations under Vendor's agreement with the Albertsons Companies, all the Albertsons Companies Vendors shall, without limitation:

- A. Cooperate with the Albertsons Companies' commitment to a workforce free of harassment and unlawful discrimination.
- B. Provide a safe and healthy work environment and fully comply with all applicable safety and health regulations and practices.
- C. Use only voluntary labor. The use of forced labor whether in the form of indentured labor, bonded labor, or prison labor by a Albertsons Companies Vendor or its subcontractors is unacceptable.
- D. Make reasonable efforts, and comply with all applicable laws, to prevent human trafficking.
- E. Comply with all minimum age laws and requirements and not employ child labor.
- F. Comply with all applicable laws governing compensation and working hours. In those countries where there is no applicable standard, overtime shall be paid, at a minimum, at the rate equal to the employee's regular wages.
- G. In those instances where housing is provided by Vendors, assure Representatives' housing meets all applicable laws and regulations.

V. Compliance with the Albertsons Companies Vendor Code of Conduct and Rules

It is the responsibility of the Vendor to ensure that its Representatives understand and comply with the Albertsons Companies Vendor Code of Conduct and to inform its Albertsons Companies' contact (or a member of the Albertsons Companies' management) if and when any situation develops that requires the Vendor to operate in violation of the code set forth in this document.

VI. Enforcement of and Compliance Verification with the Albertsons Companies Vendor Code of Conduct

The Albertsons Companies will not tolerate any departure from its standards. The Albertsons Companies Vendors are expected to self-monitor their compliance with this Vendor Code of Conduct. In addition to any other rights the Albertsons Companies may have under their agreement with Vendor, the Albertsons Companies may request the immediate removal of any Representative who behaves in a manner that is unlawful or inconsistent with this Code or with any Albertsons Companies' policy.

VII. Compliance Acknowledgment

All Vendors are required to educate and train their Representatives to ensure that they understand and comply with the Albertsons Companies Vendor Code of Conduct. Vendors may be required, as a condition to maintaining an active Vendor relationship with the Albertsons Companies, to acknowledge their obligation to comply with the Albertsons Companies Vendor Code of Conduct.

VIII. Reporting of Questionable Behavior and Possible Violations

The Albertsons Companies encourage Vendors and Representatives that have questions regarding the Albertsons Companies Vendor Code of Conduct to contact the Albertsons Companies regarding their concerns. Vendors and their Representatives should work with their Albertsons Companies contact in resolving a business practice or compliance concern. Should it not be possible or appropriate to resolve such concern directly with their contact, Vendors should contact the Albertsons Companies Corporate offices by sending a letter to the following:

Albertsons Companies, Inc.
Corporate Legal
250 East Parkcenter Blvd. Boise, ID 83706

IX. Intolerance of Retribution or Retaliation

The Albertsons Companies will not tolerate any retribution or retaliation taken against any individual who has, in good faith, sought out advice or has reported questionable behavior or a possible violation.