Code of Conduct

Do the right thing, all the time.

General Mills
Message from the CEO ............................................................ 1

**Integrity**

**Do The Right Thing, All The Time** ................................................................. 2
Ethical companies are built by ethical people ........................................ 2
Do the right thing, speak up .................................................................. 3
As a leader, set an example .................................................................. 3
Our pledge .......................................................................................... 4

**Teamwork**

**We Play To Win - We Win As A Team** .................................................. 5
Our most valuable asset ....................................................................... 5
Maintaining a respectful workplace .................................................... 6
Maintaining a safe and secure workplace ........................................... 6
Sustaining a culture of safety ............................................................. 6
Strength through diversity ................................................................... 7

**Care**

**We Put People First** ............................................................................. 8
Earning consumer confidence ............................................................ 8
Keeping our food safe ......................................................................... 8
Responsible advertising ....................................................................... 9
Protecting our consumers’ privacy .................................................... 9
Protecting our employees’ privacy .................................................... 10

**Care**

**We Protect General Mills** .................................................................... 11
Handling information with care .......................................................... 11
Draft communications carefully ......................................................... 12
Appropriate use of social media ......................................................... 13
Maintaining reliable records .............................................................. 14
Protecting intellectual property .......................................................... 14
Dealing effectively with government officials .................................... 14
Speaking on behalf of the Company ................................................... 15

**Honesty**

**Acting In The Best Interest Of General Mills** ....................................... 16
Avoiding conflicts of interest ............................................................... 16
Improper influence for personal gain ................................................ 17
Situations that can create a conflict of interest ..................................... 18
Receiving and giving gifts ................................................................... 19
Bribes are prohibited .......................................................................... 20
Know your business partners ............................................................. 21
Sustaining strong partnerships ............................................................ 21
Competing with integrity ..................................................................... 22
Collecting information about competitors ......................................... 23

**Trust**

**Maintaining Corporate Integrity** ....................................................... 24
Financial accountability ....................................................................... 24
Keeping accurate business records .................................................... 24
Reporting our performance ................................................................. 25
Appropriate use of company resources .............................................. 26
Submitting expense reports ............................................................... 26
Trading stocks and bonds legally ........................................................ 27

**Speak Up**

**We Want To Hear From You** .............................................................. 28

---

**Dear Colleague,**

We have high standards at General Mills. Nowhere is that more true than in our expectations for ethical conduct by our employees and partners in every aspect of our business.

When we say we ‘serve the world by making food people love,’ an essential part of that service is earning people’s trust. Our consumers, customers, employees and anyone else who interacts with General Mills must be able to trust that we will always operate with the highest ethical standards – that we will do the right thing, all the time.

There are times in the conduct of any large, global and complex business when ethical dilemmas can arise, or when you may be unsure of what to do. If you ever face such a moment, I want you to take a step back and ask yourself how your action will reflect on the company. Is it the right thing to do? Is it consistent with our ethical standards? And, if you are unsure, I expect you to ask for help.

This Code of Conduct will help you become familiar with the policies and principles that define how we do business. It will help you make decisions consistent with those policies and principles. Every employee is expected to read and understand our Code of Conduct to ensure that your day-to-day actions and decisions proudly reflect the values of General Mills.

Sincerely,

Jeff Harmening
Chief Executive Officer
Do the right thing, speak up

This Code and the policies it highlights will help you recognize the moments when you need to speak up. You are expected to ask questions or report situations that do not support our value of doing the right thing, all the time. Talk to your manager or Human Resources, or contact the Ethics Line when:

- You need advice.
- You don’t know the right action to take.
- You believe someone has violated the law, our policies or this Code.
- You believe someone has acted unethically.
- You may have been involved in misconduct.

As a leader, set an example

As a global company operating in an ever-changing business environment, we expect you will have questions about the right thing to do – especially if you are a leader. You know that you are expected to show others how to do the right thing. You also know that the answers are not always as clear as you would hope. We expect you to speak up, and we expect you to support others who speak up, too. Here’s what you should do:

- Be self-aware. Employees look to you for guidance. Show what it means to act with integrity.
- Create an open environment that invites engagement and truthful conversations.
- Help those you supervise understand and follow General Mills’ policies and expectations.
- Remind employees to speak up if they need help.
- Know about available resources when issues are identified.
- Listen up. Support employees who ask questions or raise concerns.
- Report instances of noncompliance with the law, our policies or this Code.

Ethical companies are built by ethical people

General Mills’ reputation as an ethical company depends on each of us upholding our values, our policies and the law. We achieve our purpose by building trust with each other and the consumers we serve. You – and all of our employees – have a personal responsibility to comply with this Code, our policies and the law, to act ethically, and to protect our culture by expressing concerns whenever they arise.

Read the policy: Compliance with the Code of Conduct, Policies and Law
Our pledge

Doing the right thing, all the time, can be hard. Even companies with the highest ethical standards experience misconduct. When we do, we want you to speak up so it can be addressed. It takes courage to report an activity or decision that is, or has the appearance of being, contrary to our values. In these situations, we will listen to your concerns. General Mills will not retaliate – or permit retaliation – against any employee for good faith reporting of ethical or legal concerns or cooperating in a company investigation. Any concerns about retaliation should be reported to Ethics & Compliance or to the Ethics Line.

Read the policy: Anti-Retaliation

You are doing the right thing if you can answer ‘yes’ to these questions.

• Am I being fair and truthful?
• Is it legal and consistent with company policy?
• Am I acting in the best interests of the company and our stakeholders?
• Would I be proud to tell someone I respect about it?
• Would I be comfortable seeing it reported in the media?
• Will it protect General Mills’ reputation as an ethical company?

Look it up

You can find company policies in the Global Policy Center on Champions Network. Human Resources’ policies can be found in G&Me or by contacting HR Direct.

Teamwork

We Play To Win — We Win As A Team

Our most valuable asset

We aspire to be a global employer of choice. We offer competitive salaries and benefits, provide a safe working environment, value diversity and encourage a healthy work/life balance. Our business success is tied to you feeling empowered to take initiative and voice your opinion. We are proud of our strong sense of honesty and integrity. Wherever you work in General Mills, we strive to create an atmosphere of mutual trust and respect.

Read the policy: Harassment Free Workplace
Equal Employment Opportunity
Hiring Practices
Maintaining a respectful workplace

We value each employee’s contributions. We are highly committed to providing a respectful workplace that supports diverse employee needs. Wherever we do business, we comply with wage and hour standards, safety guidelines, laws prohibiting discrimination and harassment, and requirements of equal employment opportunity. If you have a concern about discrimination, harassment or other unlawful conduct, talk to your manager or Human Resources. We will investigate promptly and respond as appropriate. We prohibit retaliation against any employee who comes forward in good faith to express a concern or to make a complaint. If you suspect retaliation, contact Ethics & Compliance or the Ethics Line.

Read the policy: Harassment Free Workplace

Maintaining a safe and secure workplace

We prohibit behavior that undermines employee safety, including acts or threats of violence or other forms of intimidation. We also prohibit weapons or firearms on our company property. If you feel threatened, observe threatening behavior or are aware of a weapon that is on our property, immediately report the situation to your manager, Human Resources or Global Security.

Read the policy: Violence-Free Workplace
Read the policy: Weapons-Free Workplace

Sustaining a culture of safety

We value your safety. We also value protecting the environment. Our leaders are committed to creating a “Zero Loss Culture” in all our locations. We do this by continuously addressing and mitigating workplace hazards and reducing environmental impacts. Our facilities around the world maintain comprehensive processes to protect employee safety and prevent environmental incidents. Each location also has plans to properly respond to emergency events.

If you have a safety or environmental concern, report it to site management immediately. You have the right to refuse to do work for which you have not been properly trained, or that you reasonably perceive to be dangerous to your personal safety or the environment.

Read the policy: Employee Safety and Environmental Protection
Sustainability and the environment

We believe how we do business should reflect who we are, both as a company and as the people who work here. We care about how our ingredients are grown, the impact they have on the environment and the lives of the people who grow them — it’s all part of making food people love. We are committed to treating the world with care, both in our own operations and throughout our value chain. It’s the right thing to do for the planet and the right thing to do for our business. For more on our commitment to treating the world with care, see our Global Responsibility Report at globalresponsibility.generalmills.com.

Responsible advertising

General Mills is committed to maintaining the highest standards for responsible advertising and marketing. Strong marketing policies govern our practices. We represent our products truthfully, responsibly and with appropriate taste. We are especially careful with advertising directed to children under 12. We only advertise lower calorie or more nutrient dense products and promote balance, moderation and exercise. Consult our Global General Marketing and Global Child Marketing policies as you develop your advertising programs. If you have questions, contact the General Mills Responsible Marketing Council.

Read the policy: Advertising Practices and Other Publicly Made Claims

Protecting our consumers’ privacy

We care about consumer concerns regarding how we collect, use and retain their personal data. We are committed to earning and maintaining consumer trust by acting responsibly and transparently with their information. When collecting personal data, we strive to provide consumers with clear and useful information to help them understand how we intend to use and retain the data. All employees must comply with privacy and data protection laws worldwide. Any employee who deals with consumer data must maintain the safeguards designed to protect that data and control against unauthorized access to it.

Read the policy: Global General Marketing Policy

Earning consumer confidence

Around the world, consumers choose General Mills brands for their quality, convenience and superiority. In grocery stores, supercenters, convenience stores, schools, universities, hospitals, restaurants, hotels, online and all the many places that consumers live their lives, they trust and rely on our products. We must protect our brands and respect the brands and businesses of others. Never make a decision that would undermine the trust consumers have in us. We earn their confidence with every action, every day.

Keeping our food safe

Consumers trust us to ensure that our products are safe. Each of us has a personal responsibility to maintain rigorous standards for the quality of the products we produce. Tell your manager immediately if you have any concerns or notice anything out of the ordinary that could impact the safety or quality of our products. Together, we have earned consumers’ confidence; together, we must maintain it.

Read the policy: Food Safety and Regulatory Matters
What is confidential information?

If you answer “yes” to the questions below, the information is confidential and should be protected.

⚠️ Is this information unknown to people outside the company?

⚠️ Could General Mills be disadvantaged or harmed if others knew this information?

⚠️ Could your project be jeopardized if the information was not held in confidence?

Imagine this: You receive a call from an individual outside the company asking for your employees’ start dates, titles and base salaries. She tells you she is working with Human Resources on a benchmarking project and the request is urgent. What should you do?

Contact HR Direct: Information about our employees is confidential and must only be given to those who are authorized to have the information. Never provide this type of information unless you are certain that it is appropriate.

Workplace privacy

If you are using company networks or systems – regardless of the device – you should know that the information you send or receive is not considered private. General Mills monitors the use of company networks and systems consistent with the law. We reserve the right to download, print, inspect, copy or disclose information at any time and without notice.

Handling information with care

Be cautious and thoughtful when sharing confidential information in writing – including e-mails – and during private conversations. Watch out for requests for information from unfamiliar sources or emails that ask you to open a link or an attachment; they may be an attempt to gain access to confidential information or to our network. Consider your surroundings when talking on a mobile phone or in a public place. If you need to send confidential information outside General Mills, first make sure it is permissible to share. Second, make sure you have a confidentiality agreement with the person receiving the information.

Read the policy: Protecting Company Information and Communicating Externally

Information Governance

Care

We Protect General Mills

We care about protecting your personal information. Wherever we do business, you must follow the laws that govern employee personal information. Use these principles as your guide:

✔️ Keep employee personal information accurate and up-to-date.
✔️ Limit collection, transfer and disclosure of personal information as outlined in our policies.
✔️ Access personal data only for legitimate business purposes.
✔️ Safeguard personal information and follow established retention and destruction policies.
✔️ Promptly respond to questions or concerns raised by employees about their personal information.

Questions? Talk to your manager or Human Resources.

Read the policy: Employee Data Privacy
Appropriate use of social media

We all use social media – at work, at home and on the go. General Mills uses social media to connect with our consumers, business partners and each other. Social media platforms can be powerful tools for self-expression, such as demonstrating pride in our company and products. But if social media is not managed carefully, its ease, speed and efficiency can put General Mills at risk. We expect you to use your personal social media accounts in a responsible way that does not reveal confidential company information, expose General Mills to reputational risk or legal liability, or otherwise harm General Mills or others. Never represent or speak on behalf of General Mills on your personal social media accounts. If you oversee a General Mills social media account, or if you are authorized to post on the company’s behalf, make sure that the social media activity is lawful and has been properly approved, and that any posts from the company are responsible and respectful of others.

Read the policy: Employee Personal Use of Social Media

General Mills Social Media Standards

Draft communications carefully

The drive to meet a deadline can sometimes result in hasty communications that contain inappropriate information or comments. Take time to prepare all documents and electronic communications thoughtfully and to review them thoroughly, including e-mails, social media posts, memos, letters, PowerPoint presentations, text or instant messages, handwritten notes and voicemail messages. Follow these guidelines:

- Treat confidential information with care.
- Be clear, accurate and concise. Stick to the facts. Do not overstate or exaggerate.
- Never create threatening, sarcastic or demeaning communications.
- Never disparage competitors, customers, suppliers, the company or other employees.
- Never speculate or offer an opinion regarding the legality of business conduct.
- Avoid phrases that may be misinterpreted as inappropriate or unethical.
- Avoid sensitive or confidential topics. Call or meet rather than communicating in writing.
- If you inadvertently create a document that could be misunderstood, write a second document to clarify the first.

Before you forward an internal e-mail to someone outside General Mills ...

... Recognize that internal e-mails may contain confidential or sensitive information that should not leave the company. Be careful with long e-mail chains – there may be confidential information buried deep within the chain. Remember that e-mails are easily forwarded beyond the intended audience. In some situations, it may be permissible to forward confidential information to outside parties. Always make sure an appropriate confidentiality agreement is in place.

Our written communications must be accurate and leave the proper impression.

If you have concerns about the content of an e-mail, call the author and discuss your concerns. You (or the original sender) should then send a second e-mail clarifying the intent of the original e-mail. Simply deleting the troublesome e-mail is not enough. Deleted e-mails are usually recoverable, and it is important to correct potential misperceptions.

Examples of information that could reveal confidential information and should not be posted on social media include:

- Upcoming marketing campaigns.
- New product developments.
- Casual references to your work or travel plans for work.
- Thoughts on company performance.

Excited about a new product that is in the market and want to share it with your friends on social media? That’s great! Just be sure that your comments about the product are truthful and make it clear in your post that you work for General Mills.
Maintaining reliable records

Records provide essential evidence of our day-to-day business activities. Take care to create and maintain reliable records. Make sure all reports, financial statements, legal and other business records are accurate. Knowing what to keep, what to destroy and how to destroy it promotes efficiency, cost savings, confidentiality and legal compliance. Records relevant to litigation, audits or investigations may need to be kept beyond the standard requirements. If you are subject to a legal hold, follow the legal hold guidelines to ensure you do not destroy or misplace important information.

Read the policy: Information Governance
Information Protection and Classification Standard
Information Retention and Compliance Standard

Protecting intellectual property

General Mills is built on the intellectual property that supports our businesses. Our intellectual property, like our trademarks, patents, trade secrets, inventions and copyrights, is a valuable corporate asset. It must be used only for General Mills’ purposes. Only use or share our intellectual property with people outside the company when you have the appropriate legal documents in place. Never infringe on patents, trademarks or other intellectual property rights of other companies. The Law department is available to help you.

Read the policy: Intellectual Property

Dealing effectively with government officials

We strive to develop and maintain relationships with public officials and government agencies. We respond to appropriate government requests for information relating to taxation, licensing, food safety, occupational safety and health, labor practices, environmental protection and all other regulated areas. We are actively involved in public policy issues.

If you are involved in helping the company address public policy issues, do not represent the company on legislative, regulatory or policy issues unless you have advance approval from the Government and Public Affairs department. Contact with the government for the purpose of influencing legislation, regulations or decision-making may constitute lobbying and may require special registrations or disclosures. In the few places allowed by law, use of company funds for political contributions must be approved in writing by senior level executives, the general counsel and the vice president, Government Relations. If you are acting on behalf of the company and believe your actions could have political implications, contact the Government and Public Affairs department.

Read the policy: Global Governmental Relations
Responding to Government Requests or Investigations
Anti-Corruption

Speaking on behalf of the Company

We are committed to providing timely, full, fair, accurate and understandable public information about General Mills. Handle corporate information with care, treat it confidentially and disclose it to the public only if you have specific permission to do so. Questions?

Here are your resources:

- INVESTOR RELATIONS: responsible for reporting on financial results, corporate performance and material events. Always check with Investor Relations before providing or presenting financial information to anyone outside the company.
- GLOBAL CORPORATE COMMUNICATIONS: responsible for all other external communications. Always refer media inquiries to Global Corporate Communications, and obtain advance approval from Global Corporate Communications for any statements or communications with the media.
- GOVERNMENT RELATIONS: oversees company positions on proposed legislation or regulations or other government policies. Do not represent the company’s position without advance approval from the Government Relations group and the general counsel.

Read the policy: Assuring Financial Integrity
Protecting Company Information and Communicating Externally
Global Governmental Relations
Responding to Government Requests or Investigations
Avoiding conflicts of interest

We expect you to act in the best interest of General Mills at all times and to watch for potential conflicts of interest. What is a conflict of interest? It’s when you have personal interests that could interfere with your ability to decide what is best for General Mills. These personal interests can make it hard to be objective about business decisions - or - they can give the appearance that you are making a choice that benefits you instead of the company. Actual conflicts - as well as the appearance of conflicts - must be avoided. Carefully consider your own situation for any actual or apparent conflicts of interest. If you believe you or a family member have a conflict of interest, you must disclose it to your manager.

Questions to consider:
- Could your personal interests influence, or appear to influence, your ability to make objective business decisions?
- Could you personally benefit from this situation? Would it benefit a friend or family member?
- What happens to your ability to do your job if you participate?
- Could your participation embarrass General Mills?

Read the policy: Conflicts of Interest
Gifts and Entertainment
Employee Participation in Charitable Giving, Community Volunteerism and Civic Affairs

Improper influence for personal gain

Never use the authority or influence of your position at General Mills for personal benefit. Avoid using the company’s name, information, goodwill, assets or resources for any purpose other than company business.

Improper influence can also include committing General Mills products or funds to charities or non-profits that you support. The General Mills Foundation oversees charitable giving on behalf of the company. Contact the Foundation if you have questions on offering or making a donation to a charity.

Read the policy: Conflicts of Interest
Gifts and Entertainment
Employee Participation in Charitable Giving, Community Volunteerism and Civic Affairs
Situations that can create a conflict of interest and require disclosure

**Gifts & Entertainment:** You receive or offer gifts or entertainment involving business partners, including offers to pay for travel costs.

**Financial Interests:** You or a family member own a company that does business with – or competes with – General Mills, or you own stock in that company.

**Outside Employment:** You are employed by a General Mills competitor, vendor, customer or other business partner.

**Personal Relationships:** You have a close personal relationship, including a family, romantic or intimate relationship, with a General Mills competitor, vendor, customer or supplier, or with another General Mills employee whom you supervise.

**Public Service/Boards:** You serve on a for-profit or non-profit board.

**Speeches & Presentations:** You are invited to speak at events where travel, lodging costs are paid – or – the event sponsor offers to pay you.

Receiving and giving gifts

Gifts and entertainment can create goodwill in our business relationships, but they can also make it hard to be objective about the person providing them. The decisions you make about how General Mills works with a supplier, vendor, customer or other business partner must be based on objective factors such as cost, quality, value, service and ability to deliver. Avoid even the appearance of making business decisions based on gifts received through these relationships. Gifts of nominal value (less than $100 USD from any one source and $250 USD from all sources in a year) are acceptable so long as your business unit does not have a more restrictive gift policy. Infrequent business entertainment is appropriate, but it can’t be excessive, or create the appearance of impropriety.

When giving gifts or offering to entertain a business partner, make sure your offer does not violate the recipient’s company policies. If you work with public or government officials, be aware that even simple offers such as purchasing a meal or refreshments may be unacceptable or even against the law. Gifts given using your own money are still subject to our policy. Contact the Law department before providing any gift or entertainment to a public or government official.

**Read the policy:** Gifts and Entertainment

**Conflicts of Interest**

**Anti-Corruption**

**Always refuse gifts that ...**
- Are cash or a cash equivalent.
- Are illegal or violate the law.
- Cause you to feel an obligation.
- Influence or give the appearance of influencing business judgment.
- Are given as part of any agreement to do something in return.

**Business entertainment must be ...**
- Connected to a valid business purpose.
- Local and not involve travel or lodging.
- Infrequent and not lavish or excessive.
- Free from influence or giving the appearance of influence on your business judgment.
- Legal and not unsavory or contrary to our commitment to mutual respect.
Hospitality and government officials

Suppose the mayor of your town wants to visit the plant, or you want to thank the local police department for their service to the community. While providing a local meal or gift basket of product samples seems like a simple and thoughtful gesture, many local officials are prohibited from even accepting a cup of coffee. Always check first with a General Mills lawyer or the Government and Public Affairs department.

Bribes are prohibited

General Mills does not tolerate corruption in any of our business dealings. Giving, offering, or taking a bribe or kickback is strictly prohibited. Corruption can take many forms. It can involve government officials, but can also involve employees of our business partners. Corruption includes bribes and kickbacks of anything of value – such as money and gifts, as well as meals, entertainment, travel, products, employment, donations or other contributions or favors – given to improperly influence a decision or gain an improper advantage. We require our distributors, franchisees and suppliers to live up to these same anti-corruption standards when working for us, regardless of local practice or custom.

When dealing with government officials outside the U.S., nominal gifts and hospitality may be permissible in countries where they are customary and legal; but, they can never be used to give General Mills an improper advantage. Transactions with non-U.S. government officials must follow our Anti-Corruption policy and be accurately documented in our records. Facilitating payments – small payments made to expedite a routine government procedure – are prohibited and may not be made under any circumstance.

Read the policy: Anti-Corruption

Examples of corruption

Contact the Law department if you encounter any of these situations:

- A construction firm working on behalf of General Mills gives a gift to a local official to expedite a permit.
- Accepting a vacation travel package from a vendor seeking to secure a contract from General Mills.
- Paying a food inspector to overlook failure to have proper sanitation procedures.
- A customs broker pays a fee to a customs agent to get General Mills goods cleared through customs that do not have proper customs documentation.
- A distributor makes an extra payment to a government official to expedite a product registration.

Know your business partners

The customers, vendors, suppliers and other business partners that we engage are an extension of our business. We need to know our partners well. When you engage a partner, you should assess the partner’s integrity, be familiar with its business practices and perform background checks. Be clear with the partner about what is acceptable and what is not permitted. Monitor invoices and unusual payment terms used in transactions.

Questionable transactions or transactions in cash may be a sign of illegal activity or money laundering. “Money laundering” is the process by which a person or group tries to conceal the proceeds of illegal activities or make the sources of their illegal funds look legitimate. If you have a concern about any customer or transaction, report it to the Finance team or the Law department.

Sustaining strong partnerships

We rely on many partners to source, manufacture and distribute our brands. Our suppliers, vendors, licensees, contract manufacturers and distributors are carefully chosen based on ethical business practices as well as quality, service and price. We also strive to reflect the diversity of our consumers and the communities where we operate in our business partnerships. These partners must ensure that working hours, conditions, minimum wages, overtime pay and minimum working ages comply with local laws. In return, our partners can rely on us to honor the terms and conditions of our contracts, pay in a timely manner and protect the confidentiality of proprietary information. Whether supplying quality ingredients or helping us bring our product to market, we recognize that our success lies in the strength of these relationships.

Read the policy: Workplace Standards and Ethical Sourcing

Supplier Code of Conduct

Global Responsibility Report
Competing with integrity...

General Mills is proud of its history of operating at the highest levels of integrity, even in the midst of fierce competition. We believe a company can successfully market and sell its products based on fair, ethical and legal business conduct. When we compete for business, we:

• Make only fact-based claims about our competitors’ products and services, and our own.
• Honor the confidentiality of our competitors’ trade secrets.
• Earn the business because of the quality, value and price of our products, and our superior marketing and sales abilities.

...and competing fairly

Competition laws, known as antitrust laws in the U.S., aim to preserve fair, honest and vigorous competition. General Mills supports this goal. These laws prohibit conspiracies and agreements that restrict competition between competitors (including, for instance, sharing competitively sensitive information), improper attempts to monopolize markets or control prices, and certain unfair business practices.

While the laws are very broad and complex, and how they may apply can depend on specific facts and circumstances, you should always:

• Know your responsibilities under the laws and report possible violations.
• Never make formal or informal agreements with competitors on sensitive topics such as prices, margins, business plans, trade programs, discounts and production capacity.
• Treat competing customers fairly when offering prices, trade programs and resale assistance.

Questions about antitrust or competition laws or how they apply? Talk to the lawyer supporting your business unit. Report any possible violation of law promptly to the Law department.

Read the policy: Competition and Antitrust Laws and Contacts with Competitors

Collecting information about competitors

Gathering information about our competitors – often called competitive intelligence – is a legitimate business practice. Doing so helps us stay competitive in the marketplace. Obtaining information from public sources, such as social media or analyst reports, is appropriate and encouraged.

However, gathering competitive intelligence can raise legal and ethical issues. You should never provide or obtain confidential, competitively sensitive information directly from a competitor. You must follow our policy requirements whenever collecting or using competitively sensitive information that comes from a customer, broker or supplier. And, if you work with consultants, vendors and other partners, make sure that they understand and follow our policy on gathering competitive intelligence. Questions or doubts about a situation? Consult the Law department.

Read the policy: Competitive Intelligence

General Mills prohibits ...

• Misrepresenting your identity.
• Using improper influence, such as offering employment or cash.
• Obtaining information directly from a competitor.
• Trespassing, wiretapping or computer hacking.
• Collecting competitive intelligence in a way that violates the law or our ethical standards.

The consequences of a violation of competition laws for General Mills and individual employees can be severe. They may include heavy fines for the company, and in some circumstances, even the imprisonment of individual employees.
Maintaining Corporate Integrity

Reporting our performance

General Mills files reports with the United States Securities and Exchange Commission that contain information about the company, our businesses and our financial results. We rely on a system of accounting policies, internal controls and disclosure procedures to ensure that filings and disclosures are accurate. We also rely on these systems in preparing information to present to our investors in financial press releases and investor presentations. If you become aware of inappropriate or fraudulent accounting practices, financial reporting or public disclosures, immediately talk to the head of financial operations for your business unit, the vice president, controller, or the General Counsel’s office. If you wish to remain anonymous, contact the Ethics Line.

What you should do:

- Always record transactions in the proper accounting period and in the proper account. Don’t delay or accelerate recording an expense or a sale to meet a budget.
- Always ensure that regulatory reports are complete, accurate and timely.
- Always speak up if you feel that a business record is not truthful or accurate.

Questions about recording transactions?

There are often multiple acceptable methods of accounting for the same transaction, and a company must determine which treatment provides the most appropriate reporting. Consult with the Corporate Financial Operations group or your regional controller for guidance on the appropriate accounting treatment. If the treatment you are being asked to use is not in accordance with company policy or, in your view, is not appropriate, you must immediately advise the head of financial operations for your group and copy the vice president, controller and the general counsel.

Never falsify any document, or conceal or distort the true nature of a transaction.

Never underestimate or overestimate liabilities or assets. Estimates and accruals must be supported by appropriate documentation and based on your best judgment.

Never encourage or allow anyone to compromise the accuracy or integrity of our records.
Appropriate use of company resources

In your job, you will have access to company-owned resources that help achieve our business goals. These resources include things like computers, internet access, email, software, tools and equipment, company cars, corporate credit cards or purchasing cards, to name just a few. Do not use company resources for inappropriate or illegal activities. Know that your use of these resources is not private. Take care to use them for General Mills business only.

Trading stocks and bonds legally

You may become aware of material information about the company that is not publicly available to all investors. You may not share this information or buy or sell General Mills stocks or bonds until the information becomes publicly available. If you become aware of important non-public information about another company through your job at General Mills, you can’t share it or buy or sell stock of that company until the information is publicly available. Always treat material, non-public information about the company confidentially. Questions about whether you can buy or sell company stock? Talk to your manager or contact the Law department.

Before you trade

The answers to these questions can keep you, your family, your friends and the company protected from an insider trading violation.

- Do you have “hot” news about General Mills or other companies (good or bad) that could affect the stock price once the information is announced? IF YES, don’t share it or trade.
- Do you have advance information regarding our quarterly earnings or other significant announcements? IF YES, don’t trade until one business day after our official public announcement of this information.
- Are you unsure whether important company news is inside information? IF YES, don’t share it or trade, and consult your manager or the Law department.

Material non-public information is ...

... information that would be important to an investor making a decision about buying or selling the company’s stock. Examples include financial results, business acquisitions or sales, senior management changes, government investigations, changes in significant customers, and product recalls. Not sure if it’s material information? Don’t share it or trade, and consult your manager or the Law department.

Knowledge matters

Even if you were planning to make a trade before you became aware of material information, you cannot make that trade. If you trade in company stock while you are aware of material non-public information, your trade will be deemed to be made based on inside information - even if the information was not a significant factor in your trading decision.

Submitting expense reports

General Mills will reimburse expenses related to business travel and entertainment and for professional development. The expenses you submit in your expense reports must be reasonable, appropriate and related to General Mills business. It is never appropriate to expense personal items in your expense reports.

If you are a manager, you are responsible for making sure expenses submitted by your direct reports are for legitimate business purposes. Take time to carefully review their expense reports. Discuss questionable expenses with them. If you suspect an employee is misrepresenting expenses, contact Human Resources or the Ethics Line.

Company resources are for company use only

- Don’t use company financial instruments (such as a purchase card or corporate credit card) for personal purchases.
- Don’t use company computers for personal activities, such as banking, online shopping, or reviewing personal social media accounts.
- Don’t use instant messaging for documenting business transactions or conducting a discussion that should be preserved in writing.
- Don’t improperly disclose, transmit, upload or download confidential company information.
- Don’t distribute or display material that could be considered malicious, harassing, unlawful or intentionally intended to harm someone’s reputation.
- Don’t install or run software that is not approved by General Mills Information Technology department.

Read the policy: Electronic Communications
Employee Expense Reporting
Preventing Fraud

Read the policy: Insider Trading

[26]
Do The Right Thing, All The Time

We want to hear from you if something doesn’t seem right or you have questions about doing the right thing. You have several options for speaking up:

Have a conversation...

Your manager is the best place to start. Depending on your concern, however, you may feel more comfortable talking to someone else. You can also talk to Human Resources, a lawyer at General Mills or the Ethics & Compliance group.

...Submit a report through the Ethics Line by web or phone

The Ethics Line is hosted by an independent reporting service. It’s available 24 hours a day, 7 days a week, from any location worldwide and is multi-lingual. You may choose to remain anonymous.

You can choose to make a toll-free call or use the web to submit your report. For a list of toll-free phone numbers by country – or to submit a report through the web – go to generalmillsethics.ethicspoint.com.

You don’t need to be certain to make a report

Sometimes, employees wonder if it’s okay to report a concern when they don’t have all the facts. They are worried they will get in trouble for raising the concern, or they are worried they will hurt someone’s reputation. And if you are a manager, you may wonder how to best respond to a concern someone raises with you. There is no need for you to investigate before you contact us. We will investigate the concerns you raise. We are careful when looking into alleged wrongdoing to ensure that the reputation of the employees involved are protected. Investigations are conducted in an objective, fair and confidential way.

WHAT TO EXPECT WHEN YOU USE THE ETHICS LINE

If you call the toll-free number, a representative will ask you questions and complete a report on your behalf. If you submit an online report, the web form will prompt you with questions to help you share your concern.

You will create a password. The system will generate a report key. Make a note of your password and report key – you will be the only person who knows this information. Use them to check on the status of your report.

IF YOU ARE ASKING A QUESTION, a member of the Ethics & Compliance group will respond to you.

IF YOU ARE REPORTING POTENTIAL MISCONDUCT, it will be investigated. Ethics & Compliance will work with Human Resources, Global Security and Global Internal Audit to investigate your concern. We may need more information to assist the investigation; use the Ethics Line to check on your report. All the information you provide will be treated confidentially. If you reported anonymously, we can ask questions through the Ethics Line and you can use the system to respond and remain anonymous.

OUR PLEDGE

To maintain our ethical culture, General Mills ensures employees have every possible means to speak up. The company will not retaliate against you – nor permit retaliation – for making a good faith report about a questionable business practice or behavior.
The General Mills Ethics & Compliance group is led by our General Counsel. Ethics & Compliance is responsible for creating awareness about ethics and compliance throughout the company. They can help you understand polices and the law. They can also help you handle ethical dilemmas. You can reach them by calling 763-764-6693 or e-mail ethics@genmills.com.