



SUPPLIER CODE OF CONDUCT

Dean Foods maintains standards so that all of the products it provides to consumers are produced in a safe and healthy environment by employees who are treated fairly and with respect. Dean Foods is committed to high standards of integrity and ethics as well as obedience to applicable laws and regulations in its business operations. Dean Foods also recognizes its environmental responsibility and endeavors to minimize the adverse effects of its operations on the environment. By vetting its suppliers, Dean Foods can ensure that its high standards are maintained. Dean Foods expects its suppliers to comply with the following:

United States Foreign Corrupt Practices Act.

- (i) Supplier shall not take any action which will render Dean Foods or any of its affiliates liable for a violation of the United States Foreign Corrupt Practices Act, and
- (ii) No gift or gratuity, or any promise of gift or gratuity, has been or will be given, offered or made, directly or indirectly, to or for the benefit of any employee or agent of Dean Foods for the purpose of influencing the selection of supplier as the supplier of products for Dean Foods.

Suspension and Debarment. Supplier is not debarred, proposed for debarment, suspended or otherwise ineligible for participation in any federal procurement or non-procurement transaction.

Sustainability and Social Responsibility. Dean Foods has adopted the Institute for Supply Management's [Principles of Sustainability and Social Responsibility](#) as part of its ongoing efforts to foster and drive sustainability and social responsibility in its business and across its supply chain. Supplier agrees to support Dean Foods' efforts and to adopt and implement similar principles and initiatives with respect to its own business and supply chain.

Supplier also agrees to support Dean Foods' efforts to be a good steward of the environment and will seek to identify and, with Dean Food's approval, implement initiatives that will integrate sustainability in its approach to production and packaging of the products. Specifically, supplier will seek innovative ways to: (i) make the products and all packaging more sustainable, (ii) reduce waste (through recycling or other means) created in connection with production of the products, (iii) reduce water use in connection with production of the products, and (iv) conserve energy in production of the products, though use of renewable energy or other means. In addition, supplier agrees to fully participate in Dean Foods' annual sustainability assessments and to report information, in an agreed upon and timely manner, requested by Dean Foods relating to the sustainability and environmental impact of the products and supplier's production and distribution practices.

Supplier Diversity: MWBE and SBE. Supplier agrees to maintain a program to engage the services of certified diversity suppliers defined as Minority-Owned, Women-Owned, Service-Disabled Veteran-Owned and Disadvantaged business enterprises (MWBE) and Small Business

Enterprises (SBE). The program will include annual and multi-year spend goals aligned with industry standards. Supplier shall submit MWBE spend (and, if requested by Dean Foods, SBE spend) to Dean Foods quarterly, in format approved by Dean Foods.

Code of Ethics. Dean Foods has adopted a Code of Ethics (available at <http://www.deanfoods.com/codeofethics.pdf>) which describes in detail Dean Foods' commitment to act with integrity and honesty and to obey all laws and regulations applicable to its business. Supplier agrees that it has adopted a similar commitment in regards to its business and that it will not act in violation of Dean Foods' Code of Ethics.

Equal Opportunity. Dean Foods is an equal opportunity employer and federal contractor or subcontractor. Consequently, Supplier agrees that, as applicable, it will abide by the requirements of 41 CFR 60-1.4(a), 41 CFR 60-300.5(a) and 41 CFR 60-741.5(a) and that these regulations are incorporated herein by reference. These regulations prohibit discrimination against qualified individuals based on their status as protected veterans or individuals with disabilities, and prohibit discrimination against all individuals based on their race, color, religion, sex, sexual orientation, gender identity or national origin. These regulations require that covered prime contractors and subcontractors take affirmative action to employ and advance in employment individuals without regard to race, color, religion, sex, sexual orientation, gender identity, national origin, protected veteran status or disability. Supplier also agrees that, as applicable, it will abide by the requirements of Executive Order 13496 (29 CFR Part 471, Appendix A to Subpart A), relating to the notice of employee rights under federal labor laws.

Confidential and Proprietary Information. Suppliers should take appropriate steps to protect confidential and proprietary information belonging to or obtained from Dean Foods.

Human Rights. Dean Foods is against all forms of human rights violations. Dean Foods is committed to respecting human rights in its supply chain, and it expects its suppliers to operate accordingly in respect of all human rights.

Forced Labor. Supplier is aware of its obligations to comply with the California Transparency in Supply Chains Act and other applicable federal, state and local laws preventing forced labor and human trafficking. Supplier will not utilize forced or involuntary labor, or engage in any other forms of compulsory labor, or any other forms of slavery or human trafficking. Suppliers shall not retain employees' identification, passports or work permits as a condition of employment. Supplier must provide any worker it hires clear, understandable communications regarding the material terms of his or her employment in a language understood by the worker. Any fees incurred by supplier when using employment agencies in the hiring or recruiting of workers must be paid by the supplier and such fees cannot later be assessed against workers.

No Child Labor. Dean Foods fully supports and complies with all Child Labor laws and requires the same of its suppliers.

No Harassment. All Dean Foods employees are treated with respect, and employee harassment in any form is not tolerated in its operations. Dean Foods requires the same of its suppliers, both with respect to its suppliers' employees as well as the suppliers' treatment of Dean Foods employees.

Fair Compensation. Dean Foods' employees are compensated fairly and in full accord with applicable laws and regulations which apply to wages and benefits. Dean Foods requires the same of its suppliers.

Safety and Health. Dean Foods requires its suppliers to provide their employees a clean, safe and healthy working environment in compliance with applicable laws and regulations.

Supply Chain. Supplier agrees to promote this or a similar code of conduct with its suppliers.