



**Starbucks Corporation  
Board of Directors  
Audit and Compliance Committee**

**Policy on Communicating Complaints and Concerns  
to the Company and the Board**

**Summary**

Starbucks Board of Directors has approved this policy, which establishes procedures to ensure that:

- you have ways to communicate complaints or reports concerning questionable accounting, internal accounting controls and/or auditing at Starbucks, and can do so confidentially and anonymously, if you wish;
- your complaints and concerns will be handled appropriately and promptly;
- Financial Reports are brought to the attention of Starbucks Audit Committee;
- you have a way to communicate with Starbucks Board of Directors and the chairs of the various Starbucks Board committees; and
- you will not be retaliated against for making Reports and other complaints in good faith in accordance with this policy.

**Terms Used in this Policy**

1. "Audit Committee" means the Audit and Compliance Committee of the Board of Directors.
2. "Board of Directors" means the Starbucks Corporation Board of Directors.
3. "Compensation Committee" means the Compensation and Management Development Committee of the Board of Directors.

4. “contractors” means those persons providing labor to Starbucks as independent contractors and not as employees.
5. “Financial Reports” means complaints or reports concerning questionable accounting, internal accounting controls and/or auditing matters at Starbucks, including:
  - a) fraud or deliberate error in the preparation, evaluation, review or audit of any Starbucks financial statement;
  - b) fraud or deliberate error in the recording and maintaining of Starbucks financial records;
  - c) deficiency in or noncompliance with Starbucks internal controls;
  - d) misrepresentation or false statement to or by an officer or accountant regarding a matter contained in Starbucks financial records, financial reports or audit reports; or
  - e) deviation from full and fair reporting of Starbucks financial condition.
6. “Internal control” means a process designed by, or under the supervision of, our chief executive and chief financial officers, and carried out by the Board of Directors, management and other personnel, to provide reasonable assurance regarding the reliability of Starbucks financial reporting and the preparation of financial statements for external purposes, in accordance with generally accepted accounting principles. Starbucks internal controls:
  - pertain to the maintenance of records that in reasonable detail accurately and fairly reflect the transactions and dispositions of Starbucks assets;
  - provide reasonable assurance that transactions are recorded as necessary to permit preparation of Starbucks financial statements in accordance with generally accepted accounting principles, and that Starbucks receipts and expenditures are being made only in accordance with authorization of Starbucks management and directors; and
  - Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use or disposition of Starbucks assets that could have a material effect on Starbucks financial statements.

7. “Nominating Committee” means the Nominating and Corporate Governance Committee of the Board of Directors.
8. “Non-Financial Reports” means questions, complaints or reports concerning a business policy or practice or about any subject arising under Starbucks Standards of Business Conduct (the “Standards”) other than Financial Reports.
9. “partners” means employees of Starbucks Corporation and employees of its subsidiaries; not partners in a legal sense.
10. “Provider” means the independent service provider retained by Starbucks to operate the complaint/concern phone lines.
11. “Reports” means Financial and Non-Financial Reports collectively.
12. “Starbucks” means Starbucks Corporation and its subsidiaries.
13. “We”, “we”, “us” or “our” refer to Starbucks Corporation.
14. “You” or “you” means the individual making the Report.

### **Making and Receiving Reports**

Starbucks has many ways by which partners can communicate Reports to the company. Credible Financial Reports received through the Business Conduct Helpline are brought to the attention of the Audit Committee. As a Starbucks partner, you also have a number of other resources available to help answer questions and concerns, including your manager, written materials such as the Standards of Business Conduct, the Partner Guide, the Safety, Security and Health Standards manual, and departments such as Partner Resources, Law and Corporate Affairs or the Business Conduct and Corporate Compliance program.

There are also two further means by which contractors and members of the general public, as well as partners, can communicate with Starbucks, the Board of Directors and the committees of the Board of Directors. The first is the “Auditline,” which is primarily for non-partners (like contractors and shareholders). The second is a P.O. Box that allows anyone to send us written Reports. While the separate phone lines are targeted to separate audiences, they are operated by the same Provider. We describe below the different purposes and intended users of each phone line and the P.O. Box.

**Telephonic Reports.** Both the Business Conduct Helpline and the Auditline allow you to make confidential Reports on an anonymous basis, if you prefer. We’ve established these phone lines for you to make Reports or to ask questions.

**Business Conduct Helpline.** We encourage our partners to make Reports, including Financial Reports, or to ask questions at any time, by calling the *Business Conduct Helpline* at:

1-800-611-7792

**Starbucks Auditline.** While the Starbucks Auditline is available to anyone, we created it to be used primarily by non-partners, such as contractors, shareholders or vendors, to make Reports or to ask questions. We encourage our non-partners to make Reports, including Financial Reports, or to ask questions at any time, by calling the *Starbucks Auditline* at:

1-800-300-3205

**Written Reports.** In addition to the telephonic options described above, you can send written Reports to the Board of Directors, an individual director or to any of Starbucks independent Board committees (Audit, Compensation and Nominating) at:

Starbucks Corporation  
Audit and Compliance Committee of the Board of Directors\*  
P.O. Box 34507  
Seattle, WA 98124

\*Communications may also be addressed to:

Starbucks Board of Directors  
An Individual, Named Director  
Compensation and Management Development Committee of the Board of Directors  
Nominating and Corporate Governance Committee of the Board of Directors

Although you are free to submit anonymous Reports in writing, we recommend that anonymous Reports be submitted by telephone so we can respond to the person making the Report, if needed, to obtain additional information while endeavoring to maintain anonymity.

### **Handling Reports**

Our Audit Committee is responsible for overseeing the receipt, retention and investigation of, and response to, all Reports. Our chief compliance officer, together with our general counsel, is responsible for administering this policy and these procedures on behalf of the Audit Committee and the Board of Directors.

We handle your telephonic Reports as follows:

- upon receipt of your Report, the Provider prioritizes it, deletes any reference to your name if requested, and assigns your Report a case number;
- the Provider routes Reports to the Business Conduct and Corporate Compliance program;
- the Provider routes Reports about either the general counsel or the chief compliance officer to the designated lead outside director;
- the Business Conduct and Corporate Compliance program routes to the chief compliance officer and to the general counsel, Reports involving:
  - a Starbucks officer or member of the Board of Directors; and/or
  - other partners who play a significant role in Starbucks auditing, accounting, finance and/or internal controls;
- Financial Reports, as well as any Reports involving allegations of fraud involving management or others involved in Starbucks internal controls, are routed to the Audit Committee after review by the chief compliance officer and/or the general counsel; and
- Communications directed to the Board, its members or any committee of the Board are routed to the chief compliance officer, then prioritized and forwarded as appropriate.

We handle your written reports as follows:

- Items sent to the PO Box are received directly by the Business Conduct and Corporate Compliance Program.
- The Business Conduct and Corporate Compliance program routes Reports about either the general counsel or the chief compliance officer to the designated lead outside director.
- The Business Conduct and Corporate Compliance program routes to the chief compliance officer and to the general counsel, Reports involving:
  - a Starbucks officer or member of the Board of Directors; and/or
  - other partners who play a significant role in Starbucks auditing, accounting, finance and/or internal controls.
- Financial Reports, as well as any Reports involving allegations of fraud involving management or others involved in Starbucks internal controls,

are routed to the Audit Committee after review by the chief compliance officer and/or the general counsel.

- Communications directed to the Board, its members or any committee of the Board are routed to the chief compliance officer, then prioritized and forwarded as appropriate.

### **Investigating Reports**

The party investigating your Report may consult with and obtain the assistance of any member of Starbucks management who is not the subject of the Report. Additionally, that party may consult or retain independent legal, accounting or other advisors if they think it is necessary or appropriate.

When the investigation of a Report is complete, the investigating party will take such prompt and appropriate corrective action, if any, as is warranted.

### **Following Up on Reports**

- Generally, an appropriate person contacts each person who files a Report to inform him or her of the results of the investigation and what, if any, corrective action was taken. If you have chosen to submit a Report confidentially and anonymously you will be provided with an identification number which allows you to add information to or receive feedback on your report by calling back at a future date.
- We will not be able to provide you with any information regarding an investigation or the corrective action where we reasonably believe that doing so would be unethical, illegal, or subject Starbucks to avoidable liability.

### **Retaining Records of Reports**

The Business Conduct and Corporate Compliance program maintains a log of all Reports received, whether telephonically or in writing. The log tracks receipt of Reports and their investigation, resolution and any response to the person making the Report. The chief compliance officer and the general counsel provide periodic summary reports to the Audit Committee of all outstanding Financial Reports and to the Board of Directors or the appropriate Board of Directors committee chairs for all Non-Financial Reports. To ensure transparency, copies of any and all credible Financial Reports, regardless of their materiality, are transmitted to or summarized for the Audit Committee not later than the committee's next regularly scheduled meeting.

Starbucks retains all Reports and all records relating to such Reports for seven (7) years.

### **Retaliation is Prohibited**

Starbucks does not tolerate interference with or retaliation against a partner submitting a Report or complaint that he or she reasonably believed to be accurate. Forms of retaliation include, but are not limited to, discharge, demotion, suspension, threats, harassment, or any other manner of discrimination against a reporting partner, for making a Report or voicing a complaint or a concern about Starbucks he or she reasonably believed to be accurate. If you believe this has happened to you, call the Business Conduct Helpline or Auditline or write to Starbucks or to the Board of Directors. Any Starbucks partner found to have retaliated against a person for following this policy will be subject to discipline, up to and including dismissal. Partners should be aware that retaliation or attempting to retaliate could subject them to criminal penalties.