





Table of Contents

Letter from CEO.....	1
Understanding ConAgra Foods.....	2
Understanding our impacts.....	4
Governance and our commitment to corporate responsibility.....	8
Stakeholder dialogue.....	9
Environment.....	10
Environmental management.....	11
Energy and greenhouse gases.....	12
Water resources, solid waste and recycling.....	13
Packaging.....	14
Transportation.....	15
Suppliers.....	16
Employees.....	18
Learning and development.....	19
Diversity and inclusion.....	20
Safety.....	21
Consumer.....	22
Food safety.....	23
Health and wellness.....	24
Community.....	26
Report content summary.....	28

Thank you for your interest in ConAgra Foods' first Corporate Responsibility Report. Unless noted otherwise, all data in this report covers the company's fiscal year 2008, which ended May 25, 2008. Where appropriate, we have also included information on relevant activities underway during fiscal year 2009, when this report was published. Our reporting boundary covers all company-owned facilities, as well as some joint-ventures and facilities from new acquisitions where data was available. This report has not been audited; however, it does include the best information available through existing data management systems. This report supplements additional information available on our corporate Web site www.conagrafoods.com.

In preparing this report, ConAgra Foods followed the Global Reporting Initiative (GRI) G3 Sustainability Reporting Guidelines, which provide a framework and performance indicators for reporting. As a result, we are self-declaring a "B" Application Level for our 2008 Corporate Responsibility Report. The GRI content index is included in the back of this report, and more information on this initiative is available at www.globalreporting.org.

ConAgra Foods plans to publish its next Corporate Responsibility Report in fall 2010, aligning it with the publication of the company's Annual Report to Shareholders.



Making the food people love requires unwavering dedication to improving not only *what* we make, but *how* we make it.

That's the essence of ConAgra Foods. We provide food millions of people count on every day, and we are constantly finding better ways to do that. Our products are delivering outstanding taste, nutrition and value. At the same time, we're finding better ways to be a good steward of our environment, nourish our employees and the communities we reach, and drive economic gain for our stakeholders.

This, our first ever Corporate Responsibility Report, captures the spirit of finding a better way by transparently stating how we are doing at managing our impacts in key areas such as climate change, water conservation, packaging, food safety, corporate giving and a wide range of other important areas. We know we have plenty of room to keep improving, and we've documented that, too. I believe establishing a metrics-based record of our work in corporate responsibility is crucial to making strides in these areas. That's why you'll hear from us routinely on the progress we've made — and the progress we need to pursue.

Throughout this report, you'll find evidence of the ConAgra Foods operating principles of simplicity, accountability and collaboration. These principles are embodied in everything we do, and they are particularly pertinent to the work described in this report.

Our drive for simplicity is perhaps best evidenced by environmental protection and resource conservation initiatives underway that are conserving energy, reducing waste and saving precious resources. Those efforts are represented by packaging, product and supply chain improvements. Our Hunt's ketchup

bottle, for example, has received sustainability awards for its more environmentally friendly packaging, and our frozen food trays are the first in North America to use post-consumer material, which will eliminate eight million pounds of landfill waste each year.

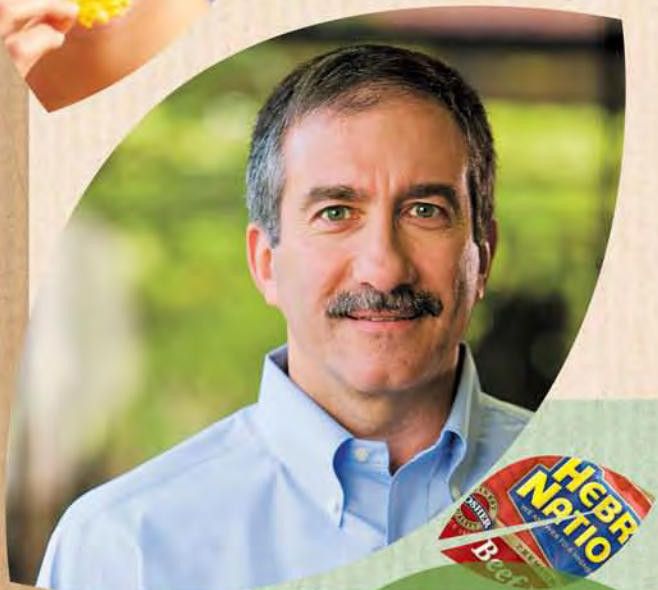
Accountability means we proactively understand the impacts of our actions, make corrections where we need to and always strive to do better. In this report, for example, you'll read about how we're responding to our consumers' desire for more healthful foods by reducing the sodium content of our products in a way that has removed an estimated 2.8 million pounds of sodium from Americans' diets each year.

Collaboration goes beyond the power of working as one ConAgra Foods team; we collaborate with our communities, customers, consumers and shareholders to be a more responsible corporate citizen. For example, we partner with leading non-profit organizations to raise awareness of the issue of childhood hunger in America—fighting to nourish kids' bodies and minds today, so they have the opportunity to flourish throughout their lives. In the last dozen years, ConAgra Foods has provided more than 166 million pounds of food to families in need by partnering with food banks and other non-profits, and we've donated more than \$25 million in grants to support hunger-related programs and initiatives.

Our ongoing mission is to make the food that people love. By accomplishing that, we will drive greater economic gain for our stakeholders. But our economic gains are only worthwhile if they are sustainable, and through the work outlined in this report, we believe we are on the right course.

I trust you will find the information in this report valuable, and I look forward to continued open dialogue about our corporate responsibility.

Gary Rodkin
Chief Executive Officer
ConAgra Foods



Gary Rodkin, CEO

Understanding ConAgra Foods

ConAgra Foods, Inc., (NYSE:CAG) is one of North America's leading packaged foods companies, serving grocery retailers, as well as restaurants and other foodservice establishments. Our consumer brands are found in 97 percent of U.S. households, and 26 are ranked first or second in their category. Our commercial business is a leading provider of specialty products to commercial customers in the U.S. and worldwide. In fiscal 2008, 13 percent of our manufacturing was done by contract manufacturers.

Our history

ConAgra Foods began in 1919 and has grown through acquisitions, operations and internal brand and product development. The company is headquartered in Omaha, Neb.

Consumer Foods

The Consumer Foods segment manufactured and marketed more than 40 brands in fiscal 2008, including such household favorites as:

- | | |
|------------------|------------------------|
| ACT II® | Manwich® |
| Alexia® | Marie Callender's® |
| Banquet® | Orville Redenbacher's® |
| Blue Bonnet® | PAM® |
| Chef Boyardee® | Parkay® |
| Crunch 'n Munch® | Peter Pan® |
| DAVID® | Reddi-wip® |
| Egg Beaters® | Rosarita® |
| Fleischmann's® | Ro*Tel® |
| Healthy Choice® | Slim Jim® |
| Hebrew National® | Snack Pack® |
| Hunt's® | Swiss Miss® |
| Kid Cuisine® | VanCamp's® |
| LaChoy® | Wesson® |
| Lightlife® | |

Financial overview FY 2008

Net sales ¹	\$11.6 B
Net income	\$931 M
Operating profit ^{1,2}	\$1.3 B
Diluted earnings per share	\$1.90
Continuing operations net sales	64% Consumer Foods 36% Commercial Foods

1. Amounts exclude the impact of discontinued operations of the trading and merchandising business, the Knott's Berry Farm business and other divestitures.
2. Operating profit is defined as income from continuing operations before income taxes and equity method investment earnings, less interest expense, net and general corporate expense. Refer to Note 20 to the Consolidated Financial Statements in our form 10-k filing for fiscal 2008 for a reconciliation of operating profit to income from continuing operations.

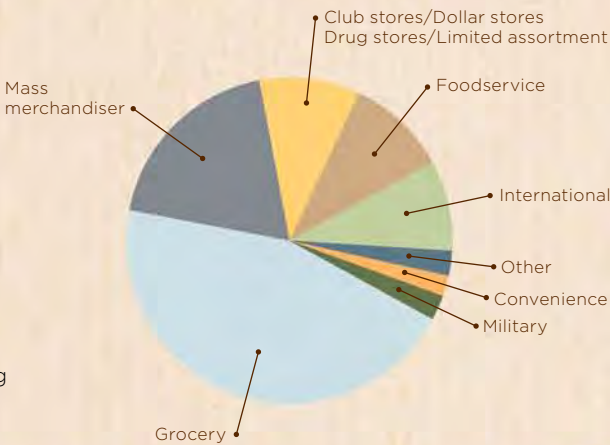
Operational structure

During fiscal years 2007 and 2008, ConAgra Foods has moved toward becoming one true operating company, working to simplify its portfolio to focus on its most profitable businesses for the long term. For example, in June 2008 we sold the commodity trading and merchandising operations conducted by the ConAgra Trade Group. For fiscal 2009 reporting purposes, ConAgra Foods is organized into two segments: Consumer Foods and Commercial Foods.

Countries of operation

Most of ConAgra Foods sales are in the United States. In fiscal 2008, foreign net sales were approximately 10 percent of the company's total net sales. The company has four manufacturing facilities in Canada and Mexico that support the Consumer Foods business. In our Commercial Foods business, the company has one international production facility in Puerto Rico, one manufacturing facility in Canada, one manufacturing facility in the United Kingdom (50 percent owned) and three manufacturing facilities in The Netherlands (50 percent owned).

Consumer Foods sales channels



Commercial Foods

Our Commercial Foods segment manufactures and sells a variety of specialty products to foodservice and commercial customers worldwide. Major brands include: Lamb Weston®, a leading producer of quality frozen potato products; ConAgra Mills™, a top provider of premium multi-use flours including such innovations as Ultragrain® whole wheat flour and Sustagrain® barley; and Gilroy Foods and Flavors®, a leading supplier of industrial seasonings and flavors, vegetables, garlic, onions and capsicum ingredients.



25,000 employees

- 71% hourly employees
- 29% salaried employees
- 95% U.S. based
- 59% hourly employees unionized

Understanding our impacts

Aspects of our business impact our economy, consumers, communities and the environment. Many areas of our business — such as manufacturing, production and research and development — are under our direct control. In these areas we are committed to continuously improving our impacts. In areas where we do not have direct control — such as in raw materials production and retail sales — we strive to ensure that our business partners share our standards of quality and ethical performance. Together we find innovative ways to create a more sustainable supply chain and provide greater value to the individuals who enjoy our food. At every stage, we try to operate in a way that reflects the company operating principles of simplicity, accountability and collaboration.

Innovation and R&D

Innovation is at the heart of ConAgra Foods. In addition to creating new offerings, our Research, Quality & Innovation team works to:

- Improve food quality, safety and convenience
- Enhance the healthfulness and nutritional value of foods
- Reduce the environmental impact of packaging through thoughtful and innovative material reductions and the use of renewable resources and recycled materials

Suppliers

Our supply chain is composed of a diverse mix of critical business partners, ranging from providers of raw ingredients to packaging. ConAgra Foods collaborates with our agricultural partners on standards regarding food quality, safety, environmental impact and employee rights. All of our suppliers are expected to abide by the principles defined in our Supplier Code of Conduct, including:

- Respect the human rights of their employees
- Comply fully with environmental laws and regulations
- Share our standards on the humane treatment of animals
- Employ biotechnology carefully and conscientiously when nutrition, health and food quality can be improved
- Source more sustainable raw ingredients and materials whenever possible

Production and manufacturing

With more than 90 manufacturing and production facilities across the U.S. and in several other countries, it is our priority to:

- Ensure the safety and health of our 25,000 employees
- Minimize the environmental impacts of our manufacturing plants
- Offer opportunities for learning and career advancement
- Foster a diverse and inclusive culture
- Invest in and support our local communities

Distribution

Once our food leaves the plant, it is delivered to retail, restaurant and food processing customers by our own, third-party, or customer-controlled transportation networks. No matter where our food is going or how it gets there, our aim is to work with our business partners and customers to:

- Reduce waste and greenhouse gas emissions by moving to more efficient uses of transportation and optimizing package size and orientation
- Ensure that our food arrives safely at its final destination with minimal damage

Consumers and marketing

Providing quality, safe, nutritious foods that satisfy the needs of the consumer is our lifeblood. As part of this mission, we must:

- Provide helpful and clear information on food packaging regarding nutrition and safe food preparation
- Ensure the safety of our products
- Help consumers choose foods that are good for them and fit within a balanced and healthy diet
- Educate consumers on good nutrition and health
- Market responsibly to children

At every stage of our business, we try to operate in a way that reflects the company operating principles of simplicity, accountability and collaboration.



Key impacts, risks and opportunities



ConAgra Foods is one of North America's leading food companies, so we recognize that we can have a significant impact on sustainability. Simply by the amount of food we produce, the number of individuals we employ, the geographical reach of our operations, and the depth and complexity of our supply chain, we have a tremendous opportunity to make a difference. As an organization, we prioritize our sustainability efforts to focus on those areas that we can control, including developing our people, improving the efficiency of our operations, and making a difference in the local communities where we operate. We also focus on those areas where we have opportunities to make a significant impact, as well as those that are important to our stakeholders.

We believe this report is a reflection of our fiscal year 2008 corporate social responsibility priorities, as well as an indication of the challenges ahead. Though we've been working on many of these issues for years, we believe this report establishes a baseline from which to measure our performance going forward.

We understand that ConAgra Foods' performance with regard to sustainability is intricately linked to the company's long-term financial success. Addressing our priorities and improving performance will minimize risks and position us to capitalize on opportunities. We've summarized some of the most important risks and opportunities on the next page and address each of these in more detail throughout the report.



Key impacts, risks and opportunities



Key impacts	Risks	Opportunities
Environment	Climate change and possible government regulation related to greenhouse gas emissions pose potential financial risks to our operations. We also believe that management of limited water resources will emerge as a significant environmental challenge.	Through improved energy and water efficiency in our plants as well as increased transportation efficiency, we can reduce operating costs and limit the impact of future regulation.
Packaging	Consumer packaged goods companies must select product packaging that ensures the safety, quality and convenience of their products. However, sourcing and end-of-use disposal and recycling options must be considered to design packaging with minimal impacts on the environment to avoid negative perception by customers and consumers.	By using more renewable packaging materials, incorporating recycled content materials, and designing easily recycled packaging, we can provide a consumer-facing example of our commitment to sustainability while making certain that product safety and performance are not compromised.
Supply chain	ConAgra Foods relies on the agricultural sector for the ingredients in its products. Without a safe and sustainable crop source, the long-term success of our company will be impacted.	By working closely with growers to implement sustainable agriculture practices, we can reduce our dependency on water resources and chemical inputs while improving overall efficiency.
Employee development and safety	Employees are the core of our business. Under-investing in people increases turnover rate and hinders recruiting, affecting the overall performance of the company.	By investing in our employees' professional development, celebrating their diversity, and ensuring their safety, we establish a culture that improves employee satisfaction and retention and enhances our corporate reputation.
Food safety	All food companies face the risk of product recalls, either directly linked to their manufacturing practices or as a result of using a contaminated ingredient from a supplier. Recalls can result in financial and reputational loss.	Through the implementation of leading food safety practices in our manufacturing facilities and by influencing third parties in our supply chain to do the same, we minimize the risk of recalls.
Nutrition	Changing consumer preferences — sometimes driven by the latest health and wellness trends — require that ConAgra Foods constantly evaluate the nutritional profiles of its products. If we fail to keep up with these trends and consumer expectations our business performance will be negatively impacted.	By accurately anticipating consumer expectations and delivering nutritious products that are both delicious and convenient, we can establish a competitive advantage in the marketplace.
Community	Manufacturing companies risk being perceived as a drain on local communities, putting a strain on natural resources and being a passive corporate citizen. Loss of reputation and an inability to attract and retain employees can result.	Through a clearly defined social platform that serves as the basis for our charitable contributions as well as proactive community outreach where we operate we can enhance ConAgra Foods' reputation as a responsible corporate citizen. This can also energize our workforce to be proud ConAgra Foods employees.

Governance and corporate responsibility



Governance

ConAgra Foods' business is managed under the direction of its Board of Directors, which currently is composed of 11 members. The primary responsibility of the Board is to exercise its business judgment to act in what each director reasonably believes to be in the best interests of ConAgra Foods and its stockholders. Ten of the 11 members are independent and have no material relationship with ConAgra Foods. These individuals are the only members of our Audit, Nominating and Governance and Human Resources Committees. Detailed information about our governance structure can be found in our [FY 2008 Proxy Statement](#).

Commitment to corporate responsibility

We strive to meet the expectations of our key stakeholders, and we do our best to adapt our business to a changing world. We have set out to improve our corporate responsibility programs wherever feasible and to communicate with stakeholders about our efforts. ConAgra Foods is committed to building a corporate responsibility program that is fully integrated across all aspects of our business and that considers the interests of various stakeholders. Communicating these efforts—through this report and other means—is critical to the ethical credibility of our business and to instilling greater confidence among our customers and consumers.

“When we act on behalf of ConAgra Foods, we hold the company’s reputation for honesty and integrity in our hands.”

ConAgra Foods Code of Conduct

Our [Code of Conduct](#) provides the foundation for everything we do. It is each employee’s personal responsibility to uphold, and, as a company, we hold ourselves accountable for both our success and our mistakes. Our Code of Conduct reminds us of the legal and ethical standards for conducting business and managing our employees, and interacting with consumers, suppliers, customers, communities and governments. It also guides our environmental

practices and helps ensure we abide by all laws and regulations to protect our natural resources and minimize our impacts.

Our corporate responsibility program builds on these principals to further address the social and environmental aspects of our business. Under a revitalized effort to better focus our activities, we conducted a thorough analysis of our performance related to key issues, ranging from our sourcing practices to our health and wellness initiatives. Our assessment identified as are where we excel and can leverage our expertise to move the marketplace, such as our innovations in sustainable packaging. We also identified and prioritized areas for improvement, such as improving the breadth of our environmental sustainability metrics.

In addition, we convened a Corporate Responsibility Council comprising senior management across the organization to provide executive guidance and oversight for this report. We intend for this group to continue to drive engagement across the organization and will rely on its members to ensure that our priorities adequately address key issues facing our industry and improve the transparency of our communications. To assist with this, we are actively involved in a variety of voluntary programs, including: Carbon Disclosure Project, U.S. EPA’s Climate Leaders and Energy Star programs, Sustainable Packaging Coalition and Smart Choices food labeling program. We believe these programs provide recognized frameworks for managing sustainability issues and that participation enhances the credibility of our efforts.

We believe that smart investments in corporate responsibility can build strength in our core business by improving operational efficiency, enriching our people, building stronger communities and enhancing relationships with stakeholders. Over the next year, we are focused on making great strides through more robust reporting, rewarding best practices and innovation in sustainability and further engaging our supply chain. The impact of our efforts can only be amplified by collaborating with our suppliers and customers, building coalitions with our peers considering the desires of our investors and better communicating our progress with all stakeholders. We look forward to sharing our progress as we continue our corporate responsibility journey.



Stakeholder dialogue



At ConAgra Foods, we recognize that we operate in an interdependent world. We are one part of a larger value chain that delivers wholesome food to customers and consumers in many markets. As such, we understand an open dialogue with internal and external stakeholders is critical. Our approach to fostering productive, meaningful relationships with these stakeholders is detailed below.

Stakeholder	Interests	ConAgra Foods' responsibility
Investors	Ensure ConAgra Foods' business is profitable, responsible and successful in the long term.	Clearly and openly communicate our business strategy and financial results and achieve long-term, sustainable growth.
Consumers	Deliver safe and delicious food products that meet consumer taste and lifestyle preferences.	Keep ahead of consumer expectations regarding preferences such as nutrition and convenience and deliver safe and healthful food.
Customers	Supply quality products that are desired by their consumers.	Continuously improve the quality, taste and innovative features of our products to deliver the food people love. Do so on time and at a reasonable price.
Government	Operate in accordance with all local, state and federal laws.	Provide adequate resources to ensure our facilities operate in accordance with all applicable laws and regulations.
Employees	Work in a safe and respectful environment and be fairly compensated. Trust the company to operate ethically and responsibly.	Ensure management procedures are in place to protect employees, celebrate diversity and reward performance. Ensure that the company's commitment to ethical and responsible behavior starts at the top.
Suppliers	Develop a collaborative partnership with ConAgra Foods as part of the value chain for delivering quality food products.	Nurture relationships with business partners and ensure alignment with ConAgra Foods' commitment to food safety and social and environmental responsibility.
Advocacy groups	Establish an open dialogue with ConAgra Foods to communicate special interests and societal issues.	Practice open, transparent communication to clearly indicate our position and progress on important social and environmental issues related to our business.



Our environment

At ConAgra Foods, our commitment to protecting the environment is deeply rooted in our values. We have deep ties to agriculture, and being a good steward of the environment has been critical to our business. From innovative packaging to energy and water-efficiency projects, we've demonstrated that environmental sustainability is fundamental to exceptional performance.

Our environment

Environmental management

We monitor our environmental performance through an integrated, environmental management system overseen by a centralized Environment, Health and Safety (EHS) department and executed by local plant management. We have implemented an EHS assessment program that requires all manufacturing facilities to be assessed at least once every three years. When issues arise, corporate environmental directors work closely with facility teams on education and on the development of action plans. In fiscal year 2008, ConAgra Foods completed environmental assessments in 29 facilities. Another 38 assessments are planned for fiscal year 2009.

Our employees play a key role in the success of our environmental policies. As such, we have put in place a comprehensive training program called "Key Concepts of the Environment" to enhance regulatory knowledge and drive appropriate behaviors throughout the company. We also encourage employees to share best practices and lessons learned among facilities.

Environmental compliance

Our goal is not just to meet but also exceed minimum regulatory requirements wherever possible. The examples provided in the coming sections highlight our commitment to the environment and our efforts to minimize our impact. We also understand the importance of learning from our mistakes. In fiscal year 2008, we paid a total of \$186,000 in fines and penalties and received 95 Notices of Violation (NOV) for environmental compliance failures. Most of these issues were due to exceeding limits prescribed by wastewater pre-treatment permits. We have since launched an effort to upgrade many of our wastewater treatment facilities and invest significant capital in improving that infrastructure. As a result, we have made significant improvement in reducing these NOVs, receiving 30 NOVs in the first three quarters of fiscal year 2009. We will continue to implement the programs needed to eliminate environmental compliance failures.



ConAgra Foods®
Sustainable
Development

Our environment

Energy and greenhouse gases



Investing in wind energy

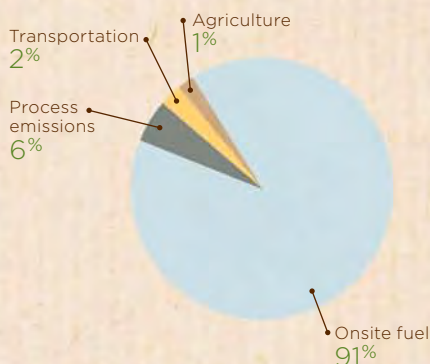
ConAgra Foods' Lamb Weston potato business has purchased renewable energy certificates from the nonprofit Bonneville Environmental Foundation. This initiative offsets 100 percent of the electricity used to power Lamb Weston's administrative offices and all of the electricity used to produce 30 million pounds of organic and naturally processed potato products. This purchase equals 16,656,000 kilowatt-hours of wind energy entering the national electricity grid.

We recognize that climate change is one of the greatest environmental challenges facing our planet today, and we are committed to doing our part to address this issue. We have taken significant steps in developing a basis for implementing a comprehensive greenhouse gas (GHG) management strategy, one that focuses on reducing energy use, improving energy efficiency and using alternative energy sources.

To understand our impact, we conducted our first GHG emissions inventory in fiscal year 2007. These data provide a baseline upon which we can set reduction goals, track our progress and communicate our results. We also began participating in several national voluntary programs that provide a recognized framework for measuring and communicating our progress. These include the [Carbon Disclosure Project](#), [U.S. EPA's Climate Leaders Program](#), [U.S. EPA's Energy Star Program](#) and [U.S. Climate Partnership Association](#). Finally, in fiscal year 2009, we will establish a corporate GHG reduction goal against which we will track progress going forward.

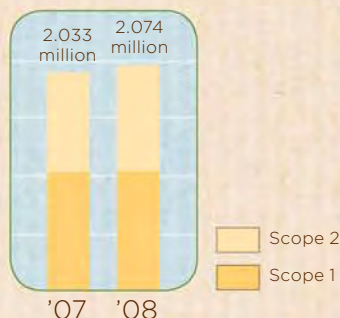
To manage our GHG and energy management program, we have convened a multi-disciplinary team comprising employees from our Continuous Improvement, Engineering and Environment, Health and Safety departments. This team is responsible for conducting energy assessments in our manufacturing facilities, identifying energy efficiency projects, evaluating emerging technologies and analyzing energy use forecasts.

Scope 1 carbon emissions



Approximately 57 percent of our reported emissions come from direct sources (Scope 1), including on-site fuel use, fugitive process emissions, transportation fleet and other miscellaneous sources. The remaining 43 percent of our reported emissions are from purchased electricity (Scope 2). We recognize that in addition to this, Scope 3 emissions associated with our supply chain, product retail distribution and consumer use represent a significant portion of our overall carbon footprint. In the next 18 months, we are committed to further analyzing the major emissions associated with this part of our business.

Our carbon footprint (metric tonnes Co₂(e))



Our electricity use (kwh)



Our natural gas use (decatherms)



Our environment

Water resources, solid waste and recycling



Off-season water conservation program

ConAgra Foods' consumer tomato plant in Oakdale, Calif. processed nearly 650,000 tons of tomatoes during the fiscal year 2008 growing season and produced a variety of finished tomato products during the off-season. Located in the east-central portion of the Central Valley, where water resources are especially limited, wastewater is treated on-site and then used for irrigation. During the off-season, the plant stores wastewater onsite until spring when it may again be used for irrigation. Between fiscal years 2006 and 2008, the plant reduced off-season wastewater by nearly 50 percent through conservation efforts in a variety of processes involved in production.

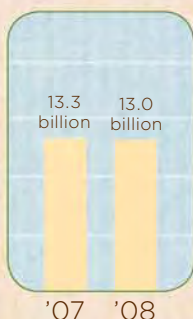
Water resources

ConAgra Foods' manufacturing operations depend on the availability of clean water to produce safe, quality food. We primarily use water three ways: facility infrastructure, cooking and sanitation. These are essential processes that allow us to operate our plants, prepare food on a commercial scale and ensure our equipment gets cleaned thoroughly each day to meet food safety standards.

Except in cases where water is an ingredient in our finished products, our facilities discharge most of the water we use as wastewater. At our larger manufacturing facilities, we have wastewater treatment facilities on-site to pre-treat water prior to discharging it into municipal systems. At our facilities without on-site wastewater treatment systems or those in rural areas that are not connected to municipal sewer systems, we strive to ensure that the quality and level of our wastewater meets all applicable permit ordinances and regulations.

Understanding our water use is the first step in establishing a consistent, companywide approach to manage this resource. During fiscal years 2009 and 2010, we intend to further analyze our water use across the enterprise and develop a comprehensive strategy for the years to come.

Our water use
(gallons)



Solid waste and recycling

Inevitably, the process of transforming raw materials into high-quality, consumer packaged goods generates some amount of solid waste. For ConAgra Foods, this waste is composed primarily of food scraps and packaging materials. We work closely with our suppliers to promote source reduction while encouraging our facilities to pursue recycling options wherever possible. Our solid waste recycling efforts vary across our plants because, frequently, they depend on the availability of recycling options in a particular market. However, examples of these efforts include diverting food scraps from the landfill to processors where they are used as ingredients for animal feed. In addition, we have implemented comprehensive initiatives to recycle a wide variety of packaging materials.

Although we are not yet able to quantify our solid waste disposal and recycling efforts as of this report's publication date, we plan to work closely with our service providers to provide accurate data and establish baseline metrics in the future.

5,600 tons recycled

Council Bluffs, Iowa, recycling program

Our Council Bluffs, Iowa, frozen foods plant generated approximately 9,800 tons of trash in fiscal year 2008, including corrugated and paperboard, metal cans, paper, plastic buckets, plastic bags, fiber drums and aluminum trays. In July 2008, a grass-roots team of passionate employees launched an

integrated, single-stream recycling program in the plant's manufacturing system. Clearly labeled, color-coded collection points were located throughout the facility and labeled in multiple languages. The plant is now on track to recycle up to 5,600 tons — 57 percent — of its trash per year.

Our environment Packaging



Post-consumer recycled plastic meal trays

ConAgra Foods was the first company in North America to incorporate post-consumer recycled plastic into frozen meal trays, in an effort to divert eight million pounds of plastic from landfills annually. We are now using an average of more than 15 percent postconsumer recycled plastic across our frozen foods brands, including: Healthy Choice, Marie Callender's, Kid Cuisine and Banquet.

Award-winning Hunt's ketchup bottle

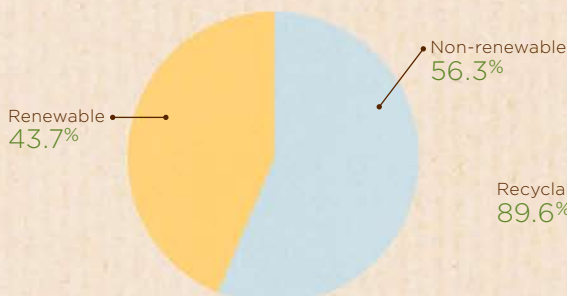
ConAgra Foods worked with Constar International to create a lighter, more environmentally friendly bottle for Hunt's ketchup. The 46-ounce bottle made with DiamondClear™ PET features an innovative single-layer material that makes it among the easiest of all plastics to recycle. The bottle attracted international recognition for sustainable design and received the 3M Sustainable Packaging Award 2007 by the [Institute of Packaging Professionals](#), as well as the [2008 WorldStar Award](#) from the World Packaging Organization. The technology is now in use across the line of Hunt's ketchup bottles.

Packaging's primary purpose is to protect our products, deliver them safely and communicate key information to our customers and consumers. Our product packaging is composed of a variety of materials, ranging from corrugated and paper-based cartons to plastic resins. The material used must first meet food safety and user performance requirements, but ConAgra Foods also recognizes the importance of minimizing material use and incorporating more renewable and recycled-content materials in its packaging.

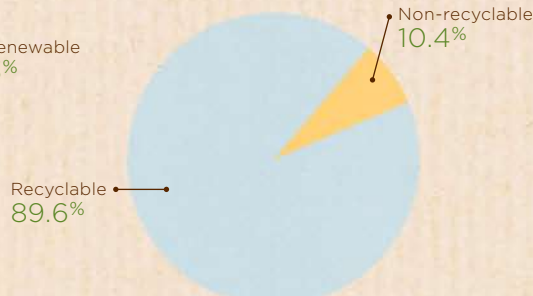
Our Research, Quality & Innovation (RQI) group is committed to improving the sustainability of our product packaging while exceeding the needs and expectations of our customers and consumers. The group considers a thorough analysis of our products' impact throughout sourcing, manufacturing, delivery and end of life. In addition, the group has established sustainable packaging principles and has incorporated these into its new product introduction process (see sidebar). Finally, ConAgra Foods' RQI team works with a number of external organizations including the [Sustainable Packaging Coalition](#), the multi-sponsor working group Future for Sustainable Packaging, the [Institute of Packaging Professionals](#) and the [Packaging Association of Canada](#) to ensure that the company is contributing to leading-edge product development efforts across the industry.

ConAgra Foods relies on its "5 R's" to look for sustainable packaging opportunities: remove, reduce, recycle, renew and reuse. We will continue to look for ways to minimize the environmental impact of our packaging while assessing, developing and implementing forward thinking technologies that meet our customers' and consumers' needs.

2008 renewable packaging materials*



2008 recyclable packaging materials*



* Renewable packaging refers to materials derived from a source replenished at a rate comparable to or faster than its rate of consumption. Recyclable materials refer to materials that are widely recyclable in most U.S. municipal areas.



ConAgra Foods' principles of sustainable packaging

Protect the product and deliver it safely to our customers and consumers by:

- Incorporating features that meet or exceed their needs
- Using the most economical means possible
- Integrating responsible sourcing of raw materials and renewable energy wherever possible
- Considering end of life
- Striving to minimize the life cycle impacts of our packaging

Our environment

Transportation

"CargoQuilt" reduces reliance on carbon dioxide cooling

ConAgra Foods' Lamb Weston frozen potato business uses CargoQuilts, a commercial blanket that acts as a barrier to heat transfer, to keep products cool during interplant truck transfers. Following a multi-year prototype study to prove effectiveness, 18 CargoQuilts were installed to replace carbon dioxide as a cooling agent, reducing carbon emissions by more than 2,500 metric tons in fiscal year 2007 and each year thereafter.

Perfect pallets

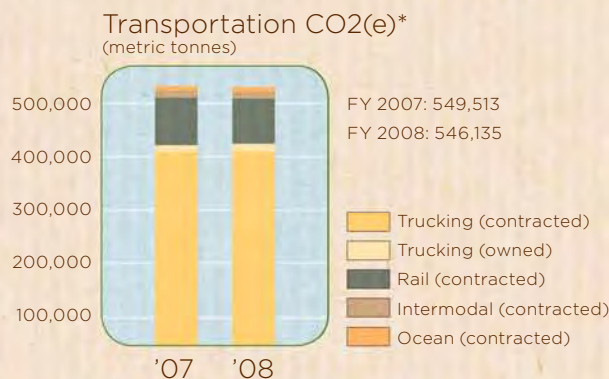
ConAgra Foods' "Perfect Pallet" initiative optimizes pallet efficiency by assessing product packaging size, shape and orientation. This allows the company to use fewer pallets and stretch wrap, decrease the use of forklifts during staging and loading and improve loading and transportation efficiency. The result is significantly less solid waste and fewer GHG emissions.

For example, in fall 2008, we redesigned the packaging for Orville Redenbacher's and Act II branded popcorn to remove half an inch from the height of the cartons. This seemingly minor change in product packaging improved pallet efficiency by 25 percent, reducing Scope 3 carbon dioxide emissions by more than two million pounds.

The transportation of goods from suppliers to manufacturing plants to distribution centers and to customers also contributes to ConAgra Foods' environmental impact. As a result, the responsibility of reducing fuel consumption and associated carbon emissions is one that we share with our suppliers, manufacturing partners, distributors and customers.

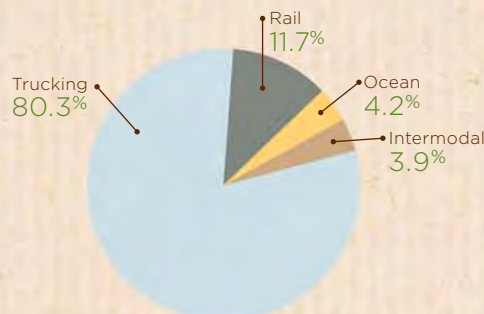
Our transportation footprint includes a diverse mix of fleets comprised of railcars, intermodal, trucks and ocean freights. We primarily rely on contracted transportation services to meet the inbound and outbound transportation needs of our products. However, ConAgra Foods' distribution company, J.M. Swank, owns and operates a private fleet that services other segments of the food processing industry. For both contracted and owned fleets, we are focused on improving efficiency in all modes of transportation. This includes a variety of initiatives, ranging from the use of auxiliary power units (APUs) to cut emissions during idling, to modifying the shape, size and orientation of our product packaging to maximize pallet efficiency (see sidebar).

We will continue to evaluate our transportation program to identify opportunities to better improve the efficiency of our own fleet and partner with our contractors to reduce the impact of their services.



* The data presented above includes information for all owned fleets, as well as the majority of our contracted carriers (where data was available). Approximately 3 percent of the reported emissions are derived from owned fleets; the remaining are categorized as Scope 3 emissions.

Transportation footprint

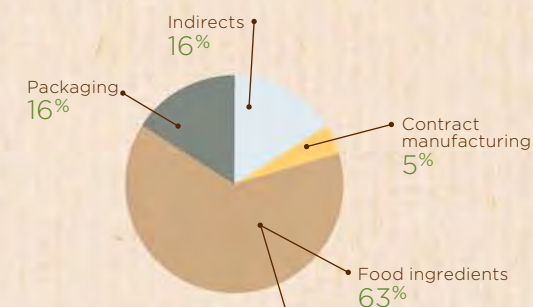




Our suppliers

At ConAgra Foods, we rely on many suppliers for raw ingredients, packaging materials, transportation services and much more. We work with our business partners closely to ensure their alignment with our commitment to food safety, quality, ethical behavior and environmental sustainability.

Breakdown of total spend by type



ConAgra Foods spent over \$4.5 billion on food ingredients in fiscal 2008. We spent the most on the following five ingredients :

*Oils include: soybean oil, olive oil, palm oil.

Wheat
Oils*
Potatoes
Beef
Chicken

ConAgra Foods works with more than 15,000 suppliers and purchases the vast majority of goods and services from suppliers based in the United States. Our [Supplier Code of Conduct](#) sets the standards we expect of our suppliers in human rights, workplace health and safety, the environment, ethics and the humane treatment of animals. Similarly, our Supplier Food Safety and Quality guidelines clearly define our food safety and quality expectations. We expect our suppliers and any subcontractors to adhere to these guidelines, and we reserve the right to audit their operations to ensure compliance.

Our success depends on building and maintaining inclusive, mutually beneficial relationships with our suppliers. Top-to-Top is a relationship management program designed to build sustainable partnerships with our key suppliers and drive improvements on cost, quality, innovation and delivery. Through this program, our senior managers and our suppliers have an opportunity to meet, review the relationship, identify opportunities for innovation and improvement and set goals and targets for the coming year. The program was initiated in fiscal year 2008 with five suppliers and will be rolled out to 11 additional suppliers in fiscal year 2009.

ConAgra Foods is a major buyer in several U.S. agricultural markets. We purchase 5 percent or more of the following U.S. crops:

garlic



potato





Field-to-Market: The Keystone Alliance for Sustainable Agriculture

In 2008, ConAgra Foods participated in [Field-to-Market: The Keystone Alliance for Sustainable Agriculture](#), a new initiative formed by an alliance of producers, conservation organizations, agribusinesses and food companies. The group developed an index that measures and tracks the sustainability impact of agriculture, including land use, soil use, energy use and carbon emissions.

Supply chain and the environment

We believe that addressing long-term environmental issues requires collaboration, and we see great value in participating in industry-wide initiatives. In fiscal 2008, ConAgra Foods became involved with the [Field-to-Market: The Keystone Alliance for Sustainable Agriculture](#) (see sidebar story) to address sustainability in production agriculture, as well as the [Roundtable on Sustainable Palm Oil](#), an international forum to ensure sustainable harvesting of this important raw material.

ConAgra Foods has a history of integrating sustainability into business practices. For example, our Lamb Weston Potato business runs the Commercial Sustainable Agriculture Program, which is dedicated to working with suppliers to incorporate sustainable agriculture practices. Currently, its technical team is working with growers on preventing water runoff, profiling soil nutrients, minimizing tillage and optimizing chemical inputs. Lamb Weston collaborates with growers to continually look for better, more efficient and effective ways of improving the process of growing potatoes.

Gilroy Foods & Flavors developed a proprietary onion seed that reduces the acreage needed to grow onions while increasing overall yields. Gilroy Foods & Flavors has developed proprietary onion seeds to improve total onion solids with each crop, significantly increasing yield. This has reduced harvested land by 3,066 acres, eliminating 2,450 trucks on highways, conserving nearly two billion gallons of water, and reducing nitrogen and pesticide application by 675,000 and 31,000 pounds, respectively. Furthermore, this has allowed us to reduce plant operations by 25 days per year.

In fiscal 2009, ConAgra Foods will join the [Carbon Disclosure Project's Supply Chain Leadership Council](#). The Leadership Council works to encourage greenhouse gas emissions accounting and disclosure practices, emissions reduction targets and the formulation of climate change strategy across its members' multinational supply chain networks.

Supply chain security

ConAgra Foods' field-to-fork approach extends its commitment to food security throughout the supply chain. We are a registered Tier III [Customs - Trade Partnership Against Terrorism \(C-TPAT\)](#) company, requiring our suppliers and service providers to demonstrate the same commitment to supply chain security.

Where our suppliers are not already C-TPAT certified, we ensure the implementation of minimum security requirements through a Web-based self-assessment followed by on-site C-TPAT security audits.

Supplier diversity

Just as we value diversity of our own employees, we seek diversity throughout our supply chain. Our Supplier Diversity program provides qualified Minority and Women-owned Business Enterprises with opportunities to compete for our business. Since fiscal 2006, ConAgra Foods' nearly doubled total purchases from minority- and women-owned businesses, reaching \$227 million in fiscal year 2008. We will remain committed to our supplier diversity program in the years ahead.

onion



tomato



wheat





Our people

With 25,000 employees and more than 90 manufacturing plants and sales locations across the United States and internationally, we are dedicated to nourishing our people to build a diverse and inclusive, winning culture.

Our [Code of Conduct](#) sets out our values and expected standards of behavior. In fiscal 2008, we introduced Work Perks, a holistic workforce management program that covers pay, benefits, work environment and learning and development for all full-time and eligible part-time employees. We also recognize the right to freedom of association and more than half of our hourly employees are members of a labor union.

Our people

Learning and development



Cultivating Opportunities for Growth

The ConAgra Learning Exchange provides access to more than 2,800 online and instructor-led courses. Since launching the system in January 2008, more than 9,100 certificates of completion have been issued to 4,100 employees.

We also provide several focused leadership training opportunities. Our Leadership Excellence Series is targeted toward Vice Presidents, and it has received two prestigious awards: The Vanguard Silver Award from *Chief Learning Officer* Magazine and the CUBIC (Corporate University Best in Class) for Top Leadership Development Program of 2008. Fifty-six employees are expected to complete this program in fiscal 2009.

We expect more than 400 manufacturing employees who are first-time managers or managers with direct reports to attend our Foundation of Leadership program in 2009, and we anticipate a similar level of attendance in future years.

We plan to launch our Leadership in Action program, targeted toward Directors and Senior Managers, in April 2009, and we expect more than 150 leaders will participate in this program during fiscal year 2010.

Our goal is to offer first-class learning and development programs to enable our employees to grow both personally and professionally. Our vision includes building capability, growing leadership, leveraging talent and optimizing learning through an integrated platform so that ConAgra Foods delivers superior business results. We have invested in developing a robust professional development infrastructure, including the ConAgra Learning Exchange, as well as three new leadership development programs to improve the effectiveness of leaders across the entire business (see sidebar).

We will continue to focus on building our internal talent and creating an inclusive culture based on collaboration and mutual respect. In fiscal year 2009, we will launch ConAgra University, featuring four functional academies designed to provide employees with strategic learning at their fingertips in support of their careers as well as the needs of the business.

Policies regarding compulsory and child labor and fair wages

No ConAgra Foods employees are required or forced to engage in compulsory labor. To the extent any employee disagrees with his or her terms and/or conditions of employment, he or she may leave at any time or raise a complaint through any of the numerous avenues of redress available to employees under the company's management structure and the company's [Code of Conduct](#). Furthermore, our hiring policy does not permit the hiring of individuals below the age of 18, thus preventing any risk for child labor concerns. All applicants, post-offer, must also provide proof of their ability to work and their date of birth. Lastly, ConAgra Foods' standard entry level wage is at least equal to—and often exceeds—local minimum wage at all locations of operation.

Turnover rates:

Fiscal year	Total	By age		By gender	
2008	19.5%	<24	18%	Male	66%
		25-40	46%	Female	34%
		41-65	35%		
		>65	1%		
2007	15%	<24	18%	Male	64%
		25-40	46%	Female	36%
		41-65	35%		
		>65	1%		

70%
of positions
internally
filled

Re-energizing employee commitment

In recent years, we had a low rate of internal employee promotions. For example, in fiscal year 2006, only 30 percent of director-level positions and above were filled by internal candidates. Today, we have embraced the idea of building talent from within, and we have launched a number of innovative

initiatives to build internal talent and improve the number of internal promotions at management level positions. The results speak for themselves. As of the date of this report's publication, approximately 70 percent of fiscal 2009 positions at the director-level and above had been filled by internal candidates.

Our people

Diversity and inclusion

Celebrating our cultural differences

ConAgra Latino Network,
Recipe Contest

During Hispanic Heritage month in 2008, the Latino Network cosponsored a recipe contest with our Research, Quality and Innovation department. The innovative partnership created a unique opportunity to promote awareness about the Latino community and access original recipes that could be used as inspiration for new products. Employee response was tremendous, with recipes received from individuals of all ethnicities.

Employee resource networks

2008

CAN

ConAgra Asian Network

CBEN

ConAgra Black Employee Network

CLN

ConAgra Latino Network

WLC

ConAgra Women's Leadership Council

2009

CYPN

ConAgra Young Professionals Network

Illuminations

GLBT Network
(Gay, Lesbian, Bisexual, Transgender)

We believe when our workforce reflects the diversity of our consumer base, we are able to forge stronger relationships with our customers, consumers, suppliers and communities. The commitment to a diverse workforce requires focus on the issue at the most senior levels of the company.

In 2007, we established a Diversity & Inclusion Leadership Council to champion our efforts and ensure implementation. Key successes included enhancing our total rewards package by offering benefits such as paternity and domestic partner benefits and implementing Employee Resource Networks (ERNs).

ConAgra Foods' ERNs bring together employees with diverse backgrounds to create opportunities for networking and personal and professional growth. ERNs receive support from an executive sponsor to champion their work in recruiting, innovation, organization engagement and community outreach. By 2008 we established four ERNs and in 2009 two more groups will be created.

Women and minorities

Fiscal year	Total women in workforce	Salaried women	Women in management
2008	39%	38%	20%
2007	39%	32%	19%

Fiscal year	Total minorities in workforce	Salaried minorities	Minorities in management
2008	39%	14%	8%
2007	37%	12%	7%

Diversity in Top Leadership

ConAgra Foods' business is managed under the direction of our Board of Directors, whose basic responsibility is to exercise their business judgment to act in what each director reasonably believes to be in the best interests of ConAgra Foods and our stockholders. Currently, the Board of Directors is comprised of 10 members, including two women and one minority.



Our people Safety



ConAgra Foods' principles of safety

- Safety and health can be managed
- Management is responsible for providing a safe workplace
- Every workplace injury/illness could and should have been prevented
- Safety and health is everyone's responsibility
- Nothing we do is worth getting hurt

Responsiveness to health and safety concerns

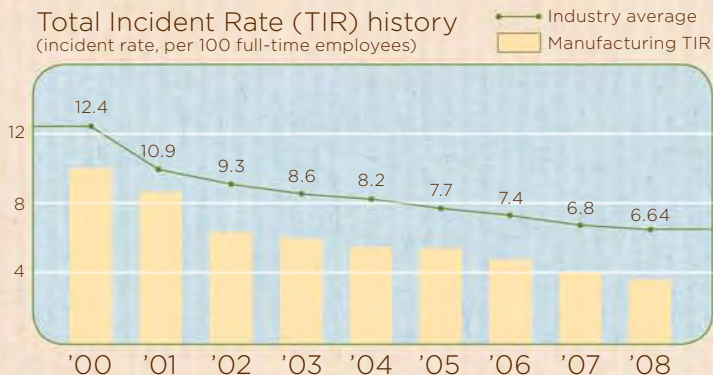
Diacetyl is a naturally occurring butter flavor that food manufacturers sometimes use as an additional ingredient to enhance the flavor of their products. While the Food and Drug Administration considers diacetyl to be safe for use in food, certain reports on potential risks of using this ingredient generated concerns among some employees and consumers. We took these concerns seriously. In 2007, ConAgra Foods eliminated the practice of adding diacetyl to its microwave popcorn products, which include Orville Redenbacher's and ACT II branded product. We reformulated our microwave popcorn so it still has the same great taste that consumers expect; a taste that they can enjoy with complete confidence.



We owe our employees the safest and most healthful work environment we can provide. To ensure continuous improvement in protecting the health and safety of our employees, ConAgra Foods developed its [Key Concepts of Safety](#) initiative, which focuses our efforts and resources on factors that contribute most toward preventing injuries and illnesses.

Key Concepts of Safety is an enterprisewide initiative that defines our safety processes to ensure standardization across the business. Annual targets are established at the corporate level, and individual facilities set local goals based on an analysis conducted through a collaborative process. Facility managers are required to identify risks, and conduct and document employee safety training. ConAgra Foods' corporate safety team also conducts periodic safety assessments, documenting results and corrective actions. Our policy requires that all accidents, incidents and close calls are thoroughly investigated.

Total Incident Rate (TIR) history
(incident rate, per 100 full-time employees)



At 3.01 incidents per 100 full-time workers, our 2008 TIR was 6.64 incidents per year fewer than in 2000, reflecting a 68 percent reduction. ConAgra Foods' TIR has consistently been below the Bureau of Labor Statistics Food Manufacturing industry average. We will continue to strive for a ten percent reduction per year in our Total Incident Rate.

OSHA inspections

2008	15 inspections	4 citations	\$15,050 settlements paid
2007	11 inspections	6 citations	\$23,365 settlements paid



Our consumers

In ensuring the safety of our food products, recognizing preferences regarding biotech foods and providing food choices that are satisfying, healthful and nutritious, we are committed to meeting the needs and expectations of our consumers and customers.



Our consumers

Food safety

Key concepts of food safety

To further enhance our existing Food Safety and Quality Improvement program, we introduced "Key Concepts in Food Safety." Directly aligned with the international food industry's Global Food Safety Initiative (GFSI) standards and managed with preventive food safety and quality performance indicators, the program evaluates all aspects of our food safety and quality in our manufacturing plants, co-manufacturing business partner facilities and throughout our supply chain. In fiscal year 2008, we added more than 150 food safety and quality professionals, reassessed our Hazard Analysis and Critical Control Points (HACCP) programs and invested millions of dollars in plant infrastructure. This aggressive program will continue into fiscal year 2009 and fiscal year 2010, with continued focus on developing our people to drive food safety and quality principles throughout our organization.

ConAgra Foods raises the bar for microwave food safety

We at ConAgra Foods understand the importance of clear and consistent on-package instructions to help minimize the potential for undercooking a product. We worked with the U.S. Department of Agriculture to develop enhanced cooking instructions. In addition, we created a Microwave Center of Excellence (MWCOE) to develop standards, requirements and best practices for all microwavable products throughout the industry. Our MWCOE now acts as an advocate for microwave food safety by working with the American Frozen Food Institute (AFFI) and the International Microwave Power Institute (IMPI).

The safety of our products is a top priority at ConAgra Foods, and we have taken extensive measures to further enhance food safety, beginning with the sourcing of quality ingredients to product production to customer and consumer preparation. When we have voluntarily recalled products, we have acted quickly to recover the impacted product and provide clear communication with customers and consumers. We have learned from recalls and emerged with stronger food safety practices. In fiscal years 2007 and 2008, ConAgra Foods recalled [Peter Pan peanut butter](#) and [Banquet Pot Pies](#) due to concerns about possible *Salmonella* contamination.

We have taken extensive steps to ensure the ongoing safety of our food. We established a vice president of Food Safety to oversee our efforts. We created a Food Safety Advisory Council composed of world-leading external, independent experts in food safety. We began auditing our manufacturing facilities against the Food Marketing Institute's Safe Quality Food standards in addition to our own. We have also taken steps to ensure that our suppliers' facilities are audited by a registered certification body on an annual basis against Global Food Safety Initiative (GFSI) standards. These standards were established by CIES, an independent network of global food companies for continuous improvement in food safety management. These food safety initiatives and many others already in place are getting some recognition for their effectiveness. For example, since the peanut butter recall, we have invested millions of dollars in our Sylvester, Georgia, facility to install state-of-the-art technology and food safety protocols. These investments have been frequently cited by the news media and other sources as examples of how a company has effectively dealt with a past recall and strengthened both its operations and procedures.

Biotech foods

When it comes to biotech foods, we respect our consumers' preferences. We believe that [biotechnology](#) can benefit global food production, and ConAgra Foods only uses ingredients that comply with regulations for food safety and nutrition. We regularly review our policies to ensure they reflect evolving science, consumer expectations and regulatory decisions. Through our diverse portfolio of consumer and commercial food products, we provide alternative options for customers who prefer products without biotech ingredients.



Our consumers

Health and wellness



MyPyramid package labeling

While research shows that most consumers are aware of USDA's MyPyramid guidelines, many find it difficult to follow these guidelines without additional information on packaged food labels. Our new label design helps consumers by identifying in an easy-to-read graphic format the contribution a product makes to the MyPyramid key food groups. The MyPyramid information provided by the company complements the Nutrition Facts Panel and is based on a daily diet of 2,000 calories.

We recognize that taste, convenience, value and nutrition are all important to our consumers. We are focused on making food as nutritious and healthful as possible through continuously improving our recipes and ingredients. We also strive to help consumers balance their diets through education and outreach. Our work today builds on a dedication to health we began in 1988, with the introduction of our Healthy Choice brand.

In fiscal year 2008, ConAgra Foods introduced new, easy-to-understand labels based on the USDA's MyPyramid. By the end of fiscal year 2009, the majority of our packaged goods products will have the new MyPyramid label. A dedicated [Web site](#) provides a free tool to assess food intake against MyPyramid guidelines and provides personalized meal plans. We have also joined with our industry peers to launch the "Smart Choices Program" in 2009, which will identify products that meet category-specific requirements for nutrients to limit, as well as nutrients of food groups to encourage. ConAgra Foods' labeling innovation strengthens its [Start Making Choices program](#), which provides consumers with advice on living a balanced life, including how to build a healthful, satisfying diet based on MyPyramid. Consumers can use the new information from product packaging by applying it to the program's innovative and customizable tools, such as the Balanced Life Index, that have been designed to help consumers reach and sustain their health goals.

Improving the nutritional value of our products remains a core commitment for our company, and in fiscal year 2009, we will continue to emphasize this in new product development, product reformulation and consumer interaction. Areas of focus will include eliminating monosodium glutamate content in our products, incorporating natural colors and flavors in products marketed to children and providing consumers with clear and simple ingredient declarations. We will continue to seek counsel and guidance on these and other emerging issues from our Scientific Advisory Board, an external, expert board comprised of physicians, scientists, nutritionists and specialists in areas ranging from obesity to food quality.



Our consumers

Health and wellness

ConAgra Mills Ultragrain

Ultragrain® is a unique product made from a proprietary variety of wheat, specially grown to have a sweeter, milder taste and lighter color than conventional wheat. ConAgra Mills grinds this whole wheat with a patented milling technology that maintains the flour's milder taste and develops the smooth texture, while preserving the nutrition components missing in refined flours.

Ultragrain is particularly useful in products made for children who often prefer the taste of white flour but need the nutritional benefits of whole grains. Ultragrain is used to make The Max® pizzas and el eXtremo® burritos, along with numerous other popular school menu choices.

Managing allergens

We recognize the potential health risks associated with undeclared allergens in food products, and we have implemented a comprehensive allergen control program. This program is designed to ensure that the presence of the most serious food allergens in a product is communicated clearly to consumers—either under provisions of the Food Allergen Labeling and Consumer Protection Act (FALCPA) or through appropriate regulations of the destination country in which products are sold internationally. To support accurate allergen labeling, our allergen control program establishes procedures for minimizing allergen cross-contact in our production facilities. We also work extensively with industry organizations that research and promote allergen management to stay current on leading practices. We require all ingredient suppliers to maintain appropriate allergen control programs and to provide documentation concerning allergens in their facilities.



Advertising and consumer communication

We have a long-established commitment to responsible marketing, including marketing to families and children less than 12 years of age. We support the Children's Advertising Review Unit (CARU) of the Council of Better Business Bureaus (CBBB), and we adhere to their guidelines for advertising to children. In fiscal 2008, we joined the CBBB's Children's Food and Beverage Advertising Initiative. In

addition, we developed our [Children's Advertising Nutritional Guidelines](#) for marketing our products responsibly to children. ConAgra Foods' pledge in connection with these initiatives calls for 100 percent of advertising directed primarily to children under the age of 12 to be only for those brands that meet the company's new nutritional guidelines or that include healthful lifestyle messages by the beginning of fiscal 2010, if not sooner.



Sodium reduction

According to the National Health and Nutrition Examination Survey, Americans consume about 40 percent more sodium daily than is recommended by the Dietary Guidelines. ConAgra Foods has been helping consumers reduce sodium intake by investing in new technologies that will allow us to use less sodium by simply reducing the level of salt in product recipes without compromising taste.

As a result of our work, an estimated 2 million pounds of salt have been removed from Americans' diets annually. A particular success has been the proprietary technology used to reduce sodium in Orville Redenbacher's popcorn by 15 to 30 percent. The process is now being refined for use in other products.

2.0
million lbs.
removed



Our community

With more than 200 facilities and products in 97 percent of American homes, We know we are a significant part of many communities. We actively promote employee volunteerism in a wide range of local community initiatives, support civic and cultural events and partner with leading nonprofit organizations focused on nutrition education and ending child hunger.

Our community Giving back

Share Our Strength: Operation Frontline

Share Our Strength is a national organization working to make sure no kid in America grows up hungry. In April 2008, the ConAgra Foods Foundation became the national sponsor of Share Our Strength's Operation Frontline, a cooking-based nutrition education program.

Families at risk of hunger often have to make tough choices between paying rent, child care, insurance or utilities and feeding their families. Faced with such hard decisions, parents will often choose low-nutrient, high-calorie foods because they may be less expensive and readily accessible in their communities. ConAgra Foods recognized this need and sought to make a lasting difference in the lives of families.

Operation Frontline teaches parents to maximize the nutrition they can get out of limited food budgets by preparing healthy, delicious meals at home with the foods accessible to them. With the help of professional chefs and nutritionist volunteers, Operation Frontline teaches participants the cooking, nutrition and shopping skills they need to feed their families nutritiously—meal after meal—on a limited budget.

Operation Frontline has already conducted 4,000 courses and helped more than 50,000 low-income families across the country. The partnership with the ConAgra Foods Foundation will allow Operation Frontline to nearly double its capacity by fiscal year 2010, helping even more families. To date, new programs have started in California, Georgia, New York and North Carolina.

According to the USDA, more than 12 million children in America are at risk of hunger and do not have enough food to lead active and healthful lives. Research has shown that childhood nutrition has a lasting impact on health and wellness throughout our lives.

We are committed to making a deep and lasting impact on childhood hunger and educating more families about the importance of good nutrition. The ConAgra Foods Foundation invests in national and local partnerships with high-impact, non-profit organizations such as Feeding America and Share Our Strength. The Foundation's Nourish Today, Flourish Tomorrow platform promotes education and awareness about child hunger and the importance of children receiving proper nourishment. The Foundation also is committed to building a community of people who are passionate about ensuring that all kids have access to the food and facts they need to eat nutritiously, live balanced lifestyles and succeed in school and life. You can find out more by visiting www.nourishkidstoday.org.

We encourage personal involvement of our employees in their communities. Our Dollars for Doers program recognizes the time our employees spend in supporting qualifying local causes. Our matching gift program supplements employee giving and encourages charitable contribution. Through our Nourish Our Community Awards, we also provide grants to local charitable organizations nominated by employees.

Total contributions	\$27,238,452
Total cash contributions, Foundation and corporate	\$8,059,872
Total amount Matching Grants	\$75,779
Total amount of in-kind donations	\$19,102,801
Number of grants made to employees or local charities	295

Looking ahead, our Foundation will continue to work toward its goals of fighting child hunger and providing nutritional education. And, ConAgra Foods will continue to refine its community programs so the majority of its efforts are directed toward these same goals. In 2009, for example, we began modifying the guidelines of Nourish Our Community Awards to reflect closer alignment with the Foundation's work.



Report content summary



Throughout this report, ConAgra Foods has included key performance indicators identified by the Global Reporting Initiative (GRI) G3 Sustainability Reporting Guidelines. We are self-declaring a “B” Application Level for our 2008 Corporate Responsibility Report, and we will continue to evaluate the prospect of third-party assurance for subsequent reports. A content index showing the specific location of the GRI performance indicators included in this Corporate Responsibility Report, ConAgra Foods’ 2008 Annual Report to Shareholders, the 2008 Proxy Statement and the ConAgra Foods Web site is provided below.

GRI disclosures	Performance indicators		Page
Profile	1.1, 1.2 2.1 – 2.10 3.1 – 3.4 3.5 – 3.11 3.12 3.13 4.1 – 4.10 4.13 – 4.13 4.14 – 4.17	Strategy and analysis Organizational profile Report parameters Report scope and boundary GRI content Index Assurance Governance, commitments and engagement Commitments to external initiatives Stakeholder engagement	1, 6-7 2-3 Inside cover and back cover Inside cover, 8-9 This page This page Investor Proxy Statement Annual Report 9
Economic	EC1 EC2 EC3	Management approach Economic value generated and distributed Risks and opportunities to climate change Coverage of benefit plan	Annual Report, Form 10-K , 3 2 Carbon Disclosure Project Annual Report, Form 10-K , 45
Environment	EN1 EN3, EN4 EN8 EN16 EN26 EN29	Management approach Materials used Direct and indirect energy use Water use Direct and indirect greenhouse gas emissions Initiatives to Mitigate Environmental Impacts of Products Transportation of goods	10-15 14, 16-17 12 13 12 14 15
Labor	LA1 LA2 LA4 LA7 LA13	Management approach Description of total workforce Employee turnover Union employees Injury rate Employee composition	18-21 3 19 3 21 20
Human rights	HR6 HR7	Management approach Child labor Forced and compulsory labor	18-21 19 19
Society	SO3 SO8	Management approach Training for anti-corruption policy Fines and non-compliance	22-27 ConAgra Foods Code of Conduct 11, 21
Product responsibility	PR1 PR6	Management approach Health and safety impacts of products Marketing and advertising policy	22-25 22-25 25



For questions regarding this report, please contact
Chris Kircher, VP Corporate Affairs, at 402-595-5392
or via e-mail at chris.kircher1@conagrafoods.com.

**ConAgra
Foods**

ConAgra Foods Inc.
One ConAgra Drive
Omaha, NE 68102-5001
©ConAgra Foods Inc. All rights reserved.

ConAgra
Foods®

www.ConAgraFoods.com

