

Public Responsibility Committee Charter

Purpose. The purpose of the Public Responsibility Committee is to assist the Board of Directors in fulfilling its responsibilities to oversee the Company's position on issues of corporate social responsibility, public policy and corporate citizenship around the world.

Membership and Organization. The Public Responsibility Committee shall consist of four or more independent members of the Board of Directors. The members and Chair of the Public Responsibility Committee shall be appointed by the Board of Directors.

The Public Responsibility Committee may make such delegations of its authority and responsibilities as it deems appropriate, and shall periodically review such delegations.

The Public Responsibility Committee shall have authority and resources to retain outside, independent counsel or other advisors as it deems necessary to discharge its responsibilities.

Meetings. The Public Responsibility Committee shall meet at least two times annually, either in person or telephonically, and at such times and places as it determines. A majority of the members of the Committee shall constitute a quorum for transacting business at a meeting. The Committee may take action by the affirmative vote of a majority of the Committee members present at a meeting. The Committee may also take action by unanimous written consent.

Duties and Responsibilities. The Committee will meet as appropriate to perform the following key duties and responsibilities:

1. To review and monitor the Company's actions in furtherance of its corporate social responsibility, including, but not limited to, the Company's corporate citizenship (charitable giving and volunteerism) and sustainability programs.
2. To consider and analyze social policy issues that are important to internal and external stakeholders, including, but not limited to, policy issues concerning food safety, nutrition and advertising.
3. To review key trends in public debate, public policy, regulation and legislation and consider additional corporate social responsibility actions in response to such issues.
4. To monitor the Company's positions, key strategies and activities for influencing or contributing to the development of public policy, including overseeing the Company's Political Action Committee and reviewing political contributions.
5. To review and reassess the adequacy of this charter annually and to recommend any proposed changes to the Board of Directors.
6. To evaluate the performance of the Committee annually.
7. To perform all other duties and responsibilities delegated to the Committee by the Board of Directors.

September 2008