



2013 Citizenship Report

Full Report



Please consider the environment before printing.

For questions regarding this report, please contact Chris Kircher, vice president, Corporate Affairs, at 402-240-5392 or via e-mail at chris.kircher1@conagrafoods.com

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This was a transformational year for our company. We continued to see our five-year Recipe for Growth strategy come to life and made significant progress across all key focus areas, including citizenship. During FY13, ConAgra Foods:



- Was named to the Dow Jones Sustainability Index North America, as well as to the Civic 50.
- Conserved more than 646 million gallons of water, reduced carbon emissions and landfill waste and cut packaging needs, saving more than \$22 million.
- Served more than one million meals and spent more than 7,000 hours of time through employee volunteer efforts.
- Celebrated our 20-year anniversary of partnering with Feeding America and funding programs like Hunger-Free Summer and the Child Hunger Corps to help ensure children have access to the food they need to live active, healthful lives.

During the year, we also welcomed 10,000 new employees and significantly expanded our operating footprint through the purchase and integration of Ralcorp. Not only did this make ConAgra Foods the largest private brand food company in North America, it also provided more opportunity and additional knowledge from employees that we can leverage to expand our citizenship commitment. By building on the foundation of our Good for You, Good for the Community and Good for the Planet citizenship platform, we hope to continue delivering the types of results highlighted throughout this report while showing our stakeholders how ConAgra Foods is doing good through food.

We appreciate your continued interest and support.

Gary Rodkin

Chief Executive Officer, ConAgra Foods, Inc.



Thanks for your interest in ConAgra Foods' 2013 Citizenship Report. We continue to make significant progress on our citizenship quest, and we're pleased to share with you our latest achievements and the opportunities that lie ahead.

FY13 marks the fifth year that we have published a detailed report on ConAgra Foods' citizenship initiatives. It is exciting to consider where we started, how far we've come and what opportunities yet lie ahead. We began our citizenship journey by identifying the imperative social and environmental needs facing our industry and determining the opportunities most material to our business that could be measured to quantify our impact. These opportunities not only provided a starting point, but also a guide of sorts, for the question "where should we go from here?"

Intuitively, we knew that we should focus our citizenship efforts on those areas where we could make the biggest impact. So, we established public goals for **sodium reduction**, developed specific environmental objectives and focused our Foundation's efforts on **fighting child hunger** and fostering nutrition education. We quickly realized that, in order to deliver on our commitment of becoming a leading corporate citizen, we would also need the right internal alignment and governance structure. This led to the creation of our **Citizenship Steering Committee**, a cross-functional team that has provided the necessary leadership within the company to help us connect citizenship with our business strategy.

The connection between citizenship and our business strategy was further strengthened when we launched our **five-year Recipe for Growth**. Citizenship, one of the five primary goals of this strategy, has been viewed by employees as an enabler for making ConAgra Foods more innovative, more collaborative and more competitive in the marketplace. At the same time, citizenship has provided more context around what it means to make everyday foods in extraordinary ways.

For some, citizenship means creating a culture where employees care for one another like family. For example, our vegetable plant in Paterson, Wash., fosters a **safety culture** so impactful that, last year, the plant reduced employee injuries by more than 90 percent and celebrated 12 months without a recordable injury. For others, citizenship is characterized by community initiatives like our **Child Hunger Ends Here®** campaign or volunteer initiatives. During ConAgra Foods' **2013 Week of Service** initiative, nearly 3,500 employees volunteered more than 7,000 hours of service to community-based programs, doubling the amount of employee volunteer hours in 2012. And, we certainly can't overlook the passion behind our Good for the Planet programs. This year, employees submitted 90 award applications for **sustainable development projects** that significantly reduced our environmental impact while cutting costs by \$26.6 million.

In the upcoming year, one of our biggest opportunities and challenges will be the integration and expansion of our citizenship commitment within our newly acquired Ralcorp business. There's no doubt that the 10,000 employees, who we recently welcomed as members of the ConAgra Foods family, represent a formidable asset that we can leverage to address the complex issues — such as childhood hunger, food safety and climate change — faced by our industry today. This effort will require focus, collaboration and imagination, but I have no doubt that by working together we can do even more to increase the impact of citizenship efforts.

In the months ahead, we also plan to provide more detail on our specific goals for citizenship. While we've clearly articulated the philosophy behind our citizenship efforts, we've yet to communicate what the priorities are for each of the three planks of our platform — Good for You, Good for the Community and Good for the Planet. Watch for more information about this in the coming year.

As you read through this year’s citizenship report, please take note of the many stakeholders — both internal and external — who play a role in pursuing our citizenship ambition. Whether you’re an employee responsible for living out our social and environmental commitments on a daily basis, a conscientious consumer who enjoys the food we make or another stakeholder interested in how we run our business, it’s the collective impact of all that continues to fuel and drive our effort. And for that, we are very grateful.

Chris Kircher

Vice President, Corporate Affairs and President,
ConAgra Foods Foundation
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Citizenship Philosophy

Our citizenship program is a natural extension of our purpose and operating principles. We've built our citizenship strategy around three planks that articulate our values as a responsible corporate citizen — Good for You, Good for the Community and Good for the Planet. Within each of these three planks, we focus on issues that are most material to our business and stakeholders and most meaningful to our role in the industry, the marketplace and our environment.

Our [Corporate Responsibility Steering Committee](#) is currently completing an assessment of the issues outlined in our citizenship planks. By determining how important our stakeholders view each issue in relation to its potential impact to our business, we will establish priority areas and key measures for each plank. We are looking forward to announcing these priority areas and metrics during FY14.

Our Citizenship Philosophy

Another reason to feel good about the food you love.

The people of ConAgra Foods create everyday food in extraordinary ways. That means making food that's delicious, safe, nutritious and convenient, while collaborating with others like farmers, suppliers, customers and people who love our food. We're looking forward to making food for generations to come, and doing so in a way that's not only good for business, but good for you, good for the community and good for the planet.



Good for You

We're talking about you, the person who loves our food. We want nothing more than to make safe, delicious and nutritious foods while providing the information you need to make choices for a healthy lifestyle.

Areas of focus:

- Food safety and quality
- Health and nutrition
- Consumer communication



Good for the Community

This includes employees, investors, suppliers and business partners, as well as the communities where we live and operate.

Areas of focus:

- Our people
- Our customers and suppliers
- Giving back to our communities
- Ending child hunger



Good for the Planet

Air. Water. Natural resources. These are things we all share. And, we want to do our part to make sure we can keep doing so for a long, long time.

Areas of focus:

- Climate and energy
- Water resources
- Materials and waste
- Sourcing and supplier engagement

Our Operating Principles

1

Simplicity

Stripping away the unnecessary to focus on the things that will help us grow.

2

Accountability

Taking responsibility for our parts of the business as though we own the whole business.

3

Collaboration

Knowing we are more valuable as a team and that we all have a responsibility to bring out the best in each other.

4

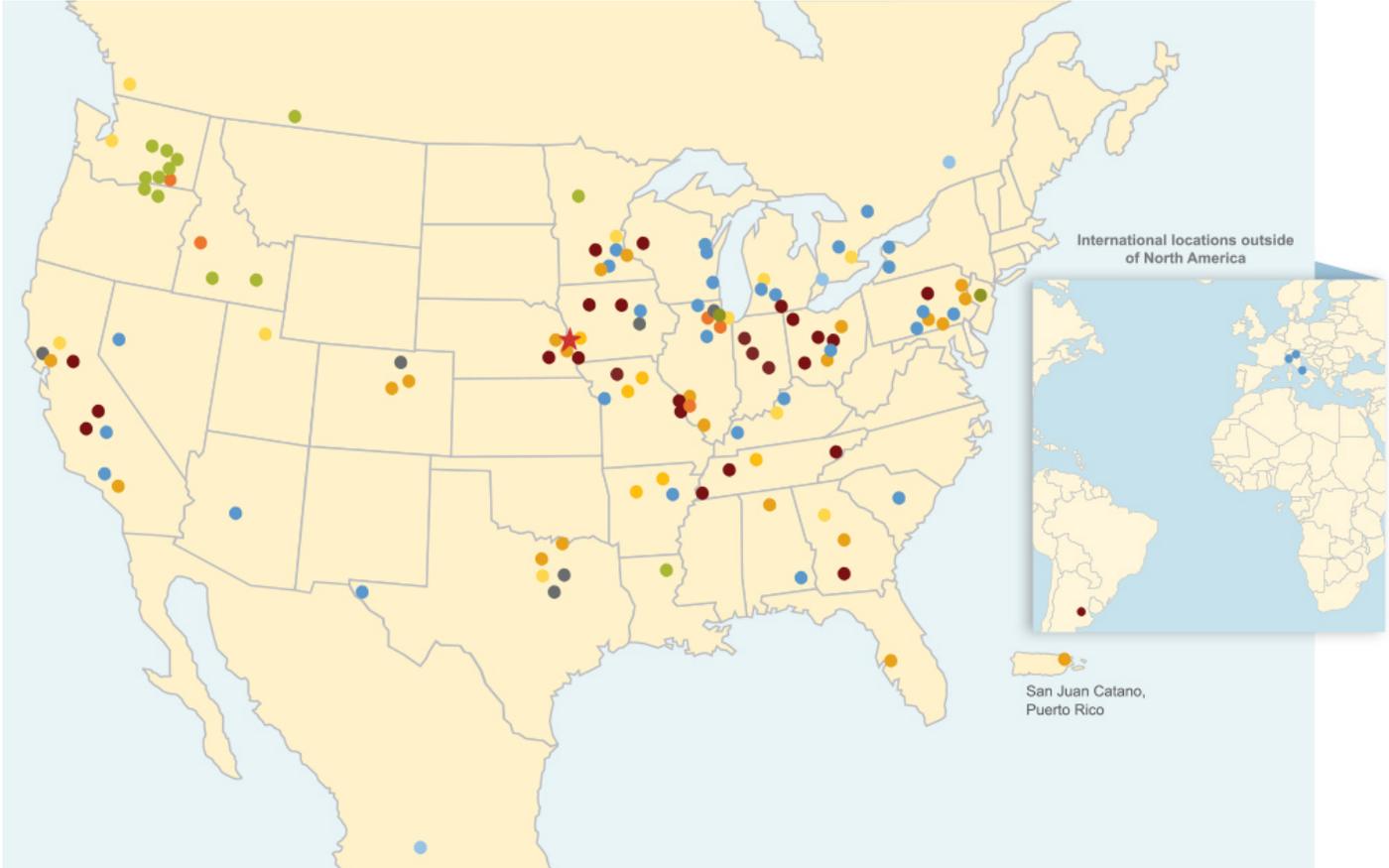
Imagination

Constantly thinking of new ways to do our jobs better no matter where we sit within ConAgra Foods.



In FY12, ConAgra Foods developed and shared **Our Recipe for Growth**, defining our five-year business strategy, of which citizenship is a core component.

ConAgra Foods Locations



Alabama

- Decatur
- Dothan

Arizona

- Tolleson

Arkansas

- Batesville
- Newport
- Russellville

California

- Azusa
- Colton
- Fresno
- Helm
- Lodi
- Oakdale
- Oakland
- Oakland
- Visalia

Colorado

- Commerce City (2)
- Denver (2)
- La Salle

Florida

- Tampa

Georgia

- Forest Park
- Macon
- Sylvester

Idaho

- American Falls
- Boise
- Twin Falls

Illinois

- Alton
- Carol Stream
- Carol Stream
- Chester
- Chicago
- Downers Grove
- Naperville
- South Beloit
- Streator

Indiana

- Brookston
- Indianapolis
- Rensselaer

Iowa

- Cedar Rapids
- Council Bluffs
- Hamburg (2)
- Lake View
- North Liberty
- Waterloo

Kentucky

- Buckner
- Louisville (2)
- Princeton

Louisiana

- Delhi

Michigan

- Battle Creek
- Grand Rapids
- Grand Rapids
- Quincy

Minnesota

- Fridley
- Hastings
- Lakeville
- Maple Grove
- Minneapolis
- New Prague
- Park Rapids

Missouri

- Excelsior Springs
- Macon
- Marshall
- St. Louis (2)
- St. Louis
- Trenton

Nebraska

- Fremont
- Lincoln
- Omaha (2)
- ★ Omaha (Headquarters)

Nevada

- Sparks

New York

- Fredonia
- Tonawanda

New Jersey

- Cranbury

Ohio

- Archbold
- Columbus
- Lancaster
- Loudonville
- Marion
- Morral
- Troy

Oregon

- Boardman
- Hermiston

Pennsylvania

- Hanover
- Lancaster
- Martins Creek
- Milton
- Red Lion
- Treichlers
- Womelsdorf
- York

South Carolina

- Columbia

Tennessee

- Dickson
- Humboldt
- Memphis
- Newport

Texas

- Carrolton
- Dallas
- El Paso
- Grand Prairie
- Saginaw
- Sherman

Utah

- Ogden

Washington

- Connell
- Kennewick
- Kent
- Pasco (2)
- Prosser
- Quincy
- Richland
- Warden

Wisconsin

- Menomonie
- Milwaukee
- Ripon (2)

International

- Boisbriand, Quebec
- Brantford, Ontario
- Delta, British Columbia
- Dresden, Ontario
- Georgetown, Ontario
- Kitchener, Ontario
- Taber, Alberta
- Irapuato, Guanajuato, Mexico
- Pergamino, Argentina
- Gelit, Italy
- Milan, Italy
- Verolanuova, Italy

Puerto Rico

- San Juan Catano

Key Impacts, Risks & Opportunities

Good for You

Key Impacts	Risks	Opportunities
Health and Nutrition	Health care issues facing the population have increased the need to help consumers balance their desire to maintain or improve the nutrition profile of their overall diet with their food and taste preferences, busy lifestyles and household budgets. If the food we make fails to keep pace with the interplay of these priorities, our business performance may be negatively impacted.	To establish a competitive advantage in the marketplace, we integrate knowledge of consumer insights with nutrition science to make informed decisions about how to diversify our portfolio of foods to address the changing dynamics among nutrition, taste, cost and convenience.
Food Safety and Quality	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.	By achieving Global Food Safety Initiative (GFSI) certification at our manufacturing facilities and influencing third parties in our supply chain to do the same, we minimize the risk of recalls throughout the production life cycle of the food we make.
Product Labeling	Consumers, customers and other stakeholders deserve accurate labeling of the ingredients and nutritional composition of the food we make. Inaccurate information erodes trust, is costly to correct, and has a negative impact on both short-term and long-term business performance.	By focusing on continual improvement of the systems used to perform food labeling, the capability and expertise of the people using these systems, and detailed root cause analyses and corrective actions for errors when they occur, we increase the quality, efficiency and accuracy of our food labeling information.

Good for the Community

Key Impacts	Risks	Opportunities
Employee Development	Employees may be lured away to other opportunities in a competitive job market if they don't feel they have adequate professional development and career advancement opportunities. Under-investing in people may increase our turnover rate and hinder recruiting efforts.	Investing in our employees' professional development and celebrating their diversity improves employee satisfaction and retention and enhances our recruiting success.
Workplace Safety	Unsafe working conditions lead to a high injury rate and poor employee satisfaction, increasing turnover and workers' compensation costs.	Improving workplace safety and encouraging safe working behaviors instills a safety-focused culture, reducing our injury rate and costs.
Community Involvement	Manufacturing facilities risk being perceived as a burden on local communities or passive corporate citizens, putting a strain on natural resources. This can result in an impaired corporate reputation and an inability to attract and retain employees.	A clearly defined social platform serves as the basis for our charitable contributions and community outreach, enhancing our reputation as a responsible corporate citizen.

Good for the Planet

Key Impacts

Risks

Opportunities

Agriculture

Climate change, water risk and other environmental factors — combined with a growing global population — present some of the greatest challenges that the food industry must address.

Collaborating with growers on sustainable agriculture programs will strengthen our relationships with these critical business partners and help ensure reliable sources of critical ingredients.

Climate Change

The physical, regulatory and reputational risks associated with climate change present risks to our operations, such as changing weather patterns affecting crop yields and regulatory costs related to carbon emissions.

Improving energy and transportation efficiency and encouraging sustainable product and process innovation can reduce operating costs, improve our climate resiliency and limit the potential impact of greenhouse regulations.

Food Waste

Approximately 40 percent of all food is wasted, and if disposed of in a landfill, creates methane, a potent greenhouse gas. Food waste also represents a critical loss of our ingredients.

Finding every opportunity to reduce food waste is the key. We can do that in our systems through better practices and yield improvements, and for our consumers with better packaging and product innovation. We follow the Environmental Protection Agency's (EPA) Food Waste Hierarchy to direct those materials to a better destination than a landfill: to feed people, feed animals, recover energy or make compost.

Product Packaging

Potential extended product responsibility (EPR) programs in the U.S. may change the business model around funding for the packaging recycling infrastructure and systems.

While we continue to work to optimize our packaging through source reductions, use of renewable materials and increasing recycled content, we also recognize that packaging has a critical role to play in how we affect the issues of food waste and losses. Better packaging can reduce damage in transport and in stores and can also help food store longer, giving people more time to eat our food. Our opportunity is to make packaging work better to support the big picture.

Water Risk

We rely on the availability of quality water resources to grow raw ingredients and process finished goods. Concern over water scarcity and increasingly stringent water quality regulations can affect operations.

Progress toward our water use reduction goal will improve our operating efficiency and reduce company exposure to water-related risks.

Understanding Our Impact



Innovation and R&D>

Direct Responsibility

Innovation is at the heart of ConAgra Foods. As a company, we strive to continuously enhance the value of the food we make. In addition to developing new products, our Research, Quality & Innovation team works to:

- Continuously improve food safety and quality.
- Enhance the nutritional value of foods through portion control, dietary variety and heart health.
- Promote packaging sustainability through thoughtful design and material selection.

<Production and Manufacturing

Direct and Indirect Responsibility

Our production footprint includes about 130 facilities and a network of contract manufacturers. To create a diverse and inclusive culture where our employees thrive professionally and take pride in what they do, we are committed to:

- Providing a safe working environment.
- Minimizing our impact on the planet and conserving resources.
- Investing in and supporting our local communities.
- Developing our employees to improve talent.

< Distribution

Direct and Indirect Responsibility

We use a network of owned, third-party or customer-controlled transportation networks to deliver our food to our retail, restaurant and food processing customers. We take responsibility for product distribution by working with our transportation partners to:

- Ensure that our food arrives safely at its final destination.
- Reduce waste and greenhouse gas emissions by improving transportation efficiency through pallet and packaging optimization.

< Marketing and Consumer Outreach

Direct Responsibility

We communicate with our consumers using a variety of media, ranging from social media to on-package communications. We are committed to responsibly promoting and advertising our food and incorporating information consumers can use to make decisions for a healthy lifestyle. We strive to:

- Provide helpful and clear information on our packaging regarding nutrition and safe food preparation.
- Educate our consumers on the importance of a well-balanced and healthy diet and help them choose foods that fit their nutritional needs.
- Communicate responsibly to all audiences, particularly families and children.

Suppliers >

Indirect Responsibility

Many diverse business partners comprise our supply chain, providing such things as ingredients and packaging. We hold our suppliers to high standards, expecting them to:

- Adhere to strict food safety and quality standards.
- Operate in accordance with our Supplier Code of Conduct.
- Employ biotechnology carefully and conscientiously.
- Pursue environmental sustainability in their own operations.

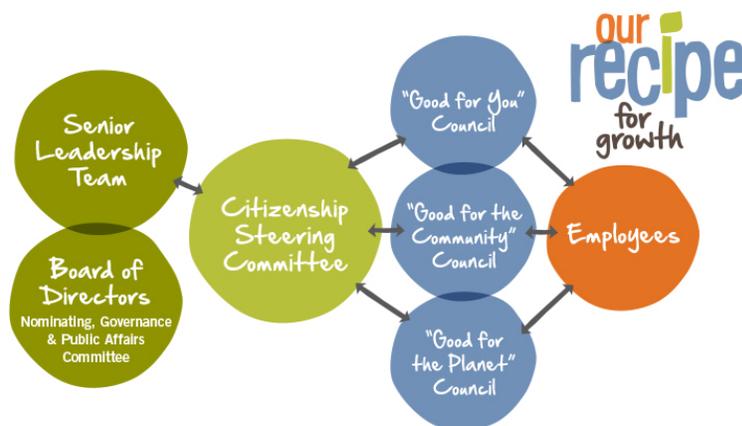
Understanding the impact of our business throughout the life cycle of the food we make is critical to developing a comprehensive approach to corporate citizenship. **For many aspects of our business — such as innovation and operations within our own facilities — we have direct responsibility for decisions that are made on a day-to-day basis. For others, we have indirect responsibility through our buying power and marketplace presence.** In both instances, we believe an open dialogue is critical to ensuring that our business partners — both up and down the value chain — are aligned with our standards of quality and ethical performance. By collaborating with farmers, suppliers, contract manufacturers and outside transportation networks, we are developing innovative ways to improve supply chain efficiency, while providing greater value to our customers and more sustainable products to our consumers.

Corporate Citizenship Governance

At ConAgra Foods, corporate citizenship is overseen by our most senior executives, governed by our senior leadership team, developed and managed by vice presidents and management employees in key functional areas, and embraced and implemented by our more than 34,000 passionate employees.

At the highest level, our Board of Directors' Nominating, Governance and Public Affairs Committee regularly meets with management to review internal and external factors and relationships affecting the company's reputation, including social and environmental issues. This committee is composed of independent Board members, none of whom is or has ever been employed by ConAgra Foods. Additional information regarding our Board and governance principles is available online in our [2013 Proxy Statement](#).

Our corporate citizenship strategy is developed by our Citizenship Steering Committee, which is led by a member of our senior leadership team and our vice president of Corporate Affairs, and is composed of key leaders and subject matter experts in key functional areas. These key leaders head up councils that align with our Good for You, Good for the Community and Good for the Planet planks. Vice presidents and management employees are responsible for implementing programs to drive progress against our corporate citizenship objectives. Our employees' engagement provides the passion, enthusiasm and innovation to embed corporate responsibility into the fabric of our company. By volunteering in our communities, participating on our plants' Green Teams and collaborating on cross-functional sustainability projects, our employees bring the citizenship ambition in Our Recipe for Growth to life.



Week of Service



2013 Sustainable Development Awards



Green Team

Corporate Ethics

Code of Conduct

Our Code of Conduct provides guidelines for our workplace conduct. It is each employee's personal responsibility to uphold our Code of Conduct, and, as a company, we hold ourselves accountable for our successes and our mistakes. **Our Code of Conduct reminds us of the legal and ethical standards for conducting business, 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 negative impacts.

The Board of Directors' Audit/Finance Committee oversees our Code of Conduct and determines, or designates appropriate persons to determine, remedial actions in the event of a violation. Beginning in 2010, all salaried employees were required to complete several e-learning Compliance Training Program courses to help employees better understand the behavioral and ethical guidelines outlined in ConAgra Foods' Code of Conduct and certain federal and state laws. Each employee's curriculum was determined based on his or her job title and responsibilities. New employees also are required to take the Compliance Training Program as part of their onboarding process.

Human Rights

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 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 or leave at any time. All applicants, post-offer, must also provide proof of their ability to work. ConAgra Foods takes steps to ensure it is in compliance with state and federal child labor laws through both its hiring policies and its human resources practices. ConAgra Foods' standard entry-level wage is at least equal to — and often exceeds — the local minimum wage at all locations of operation.

Animal Welfare

The only way to deliver quality products is to follow quality procedures, which includes how farm animals are raised and processed. We believe in the humane treatment of animals. It's the right thing to do, and it plays a key role in the quality of our products. **Our Supplier Quality Program outlines specific expectations for appropriate animal care, and we encourage all of our suppliers to purchase only from farms that comply with industry guidelines,** including those established by the U.S. Department of Agriculture and the Food Marketing Institute.



As a company, we hold ourselves accountable for our successes and our mistakes.

Stakeholder Engagement

We are accountable to a variety of stakeholders, each with a specific set of interests and expectations of our business. We feel strongly that maintaining an open dialogue with internal and external stakeholders is critical to creating mutual understanding and providing a basis for strategic decision-making. The following provides a high-level overview of our key stakeholders, with specific references to how we engage with them on social and environmental issues.

Stakeholder Expectations	Our Responsibility	Engagement
Advocacy Groups	Establish an open dialogue with ConAgra Foods to communicate special interests regarding social and environmental issues.	Practice open, transparent communication to clearly indicate our position and progress on important social and environmental issues material to our business. We are responsive to advocacy groups and strive to establish meaningful, collaborative relationships.
Consumers	Deliver safe and delicious food that meets their taste and lifestyle preferences at a reasonable price.	Stay aligned with consumer expectations and preferences, such as nutrition and convenience, and deliver safe and healthful food. We interact with our consumers at each point of sale through package communications; we also communicate via social media, television and other media channels.
Customers	Help grow their business by supplying quality products that are desired by their shoppers.	Continuously improve the quality, taste and innovative features of our products at a reasonable price. We are in daily contact with many of our largest customers to ensure exceptional customer service levels and share information on our business practices.
Employees	Work in a safe and respectful environment and be fairly compensated. Trust the company to operate ethically and responsibly.	Ensure ethical and responsible management procedures are in place and enforced to protect employees, support diversity and reward performance. Encourage our employees to be active in the communities where they live and work. Run our business in an environmentally responsible way. We interact with employees daily, striving to achieve a high level of engagement related to many business, social and environmental issues. We also provide safe, anonymous vehicles for employees to voice concerns.
Government	Operate in accordance with all local, state and federal laws and regulations.	Provide adequate resources to ensure our facilities operate in accordance with all applicable laws and regulations. Engagement varies based on government agency; we are highly responsive to government requests and participate in many voluntary government programs.
Investors	Ensure sustainable and profitable long-term growth achieved through ethical and responsible business practices.	Clearly and openly communicate our business strategy and financial results. We formally interact with our investors at least quarterly. We share information related to citizenship efforts via press releases, our website and other media channels.
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. We are in daily contact with many of our largest suppliers. We have integrated social and environmental considerations into the supplier selection process.

Good for You

Highlights



Our approach to nutrition and health focuses on three broad areas: portion and calorie control, dietary variety and heart health.

[Our Focus Areas >](#)



A variety of new products put health and nutrition at consumers' fingertips.

[Our Food >](#)



Keeping a close watch on the FDA's rule on gluten-free claims, we ensure our foods bearing the claim are compliant with the final rule.

[Anticipating Regulatory Action >](#)

FactsUpFront

ConAgra Foods has joined an industry-wide effort to develop a common approach to front of package nutrition labeling.

[Facts Up Front >](#)



One of the first U.S. companies to adopt the Safe Quality Food Institute (SQFI) program in 2008, we have been SQFI-certified every year since.

[Food Safety & Quality >](#)



We understand the necessity of responsibly marketing to children and their families.

[Advertising to Children >](#)

Our Focus Areas

At ConAgra Foods, we know that food brings enjoyment to our lives and plays an important role in keeping us healthy. Our approach to nutrition and health is practical, realistic and focused on three broad areas: portion and calorie control, dietary variety and heart health. **In FY13, more than 60 percent of our branded consumer foods fit within at least one of these health and nutrition focus areas.**



Portion & Calorie Control

More than **250** single-serve meals and entrées with 450 or fewer calories.

More than **120** varieties and sizes of single-serve snacks with 150 or fewer calories.

Dietary Variety

More than **350** varieties and sizes of whole-grain popcorn, tomatoes, other vegetables, nuts, seeds and beans.

Heart Health

More than **200** heart-healthy foods — meals, entrées, whole-grain popcorn, tomatoes, other vegetables, beans, soups and egg whites.

Portion and Calorie Control

You can still enjoy the food you love, but eat a little less to achieve and maintain a healthier body weight. Health authorities agree that the overarching dietary challenge Americans face is managing the calorie-balance equation. That's the balance between calories consumed and calories expended. Understanding food portions and calories is a proven way to help manage body weight. That's why ConAgra Foods offers a wide range of foods with right-sized portions and reasonable calories per serving. Ninety percent of our single-serve meals and entrées across brands including Healthy Choice®, Banquet®, Marie Callender's®, Bertolli®, Kid Cuisine® and Chef Boyardee® have 450 or fewer calories, making portion and calorie control easy during meal time. We also offer more than 120 different sizes and varieties of snacks in portion-controlled single servings with 150 or fewer calories across our Snack Pack®, Swiss Miss®, Slim Jim®, Andy Capp's®, Kangaroo Pita Chips® and HK Anderson™ brands, providing consumers with convenient, portion-controlled snacks between meals.



“There are numerous changes people could make to eat a more ideal diet. However, the one simple thing the majority of us can do to become healthier and feel better is cut back a little bit on the amount of calories we eat. ConAgra Foods has a wide range of foods across many aisles of the grocery store to help consumers do this.”

Mark Andon, Ph.D., vice president, Nutrition, Omaha, Neb.



Eating a Little Less Really Adds Up

Research shows that, for people who are overweight or obese, a very modest reduction in calories — just 5 percent, or about 100 calories per day — would lead to a national savings of \$58 billion per year in medical expenditures due to a reduced prevalence of heart disease, diabetes, cancer and other health conditions. This cost savings is 10 times greater than the savings predicted from reducing sodium or saturated fat intake by 30 percent.

Source: American Journal of Health Promotion, 2009

ConAgra Foods offers more than 600 varieties and sizes of portion- and calorie-controlled foods, making it easier for consumers to manage their calorie intake while enjoying the food they love.

Our Focus Areas

Dietary Variety

Eating a variety of foods from each of the food groups is one of the fundamental principles of eating well. Nutrition research shows that many people come up a little short when it comes to certain foods. For example, compared to recommended intakes, adults eat only about one-fifth of the amount of whole grains, one-half of the amount of beans and two-thirds of the amount of vegetables they should. **ConAgra Foods makes more than 350 different varieties and sizes of foods to help consumers enjoy a more varied diet.**



Single-serve Meals Help with Weight Management

For those of us who are watching our weight, eating right-sized portions is a key factor for success. Nutrition research shows that people who eat frozen single-serve meals as part of their overall weight management plan lose more weight and keep it off longer than those who solely rely on cooking, weighing and measuring out meals they make in their own kitchens.¹⁻⁴ The reason is simple — frozen single-serve meals make it easier to practice portion control. With more than 170 different single-serve meals from Healthy Choice®, Marie Callender's®, Banquet®, Bertolli®, Rosarita® and Kid Cuisine® at 450 or fewer calories, ConAgra Foods gives you plenty of options and variety to choose from when you want to eat right-sized portions.

Weight loss with and without single-serve frozen meals



Weight Loss in Pounds

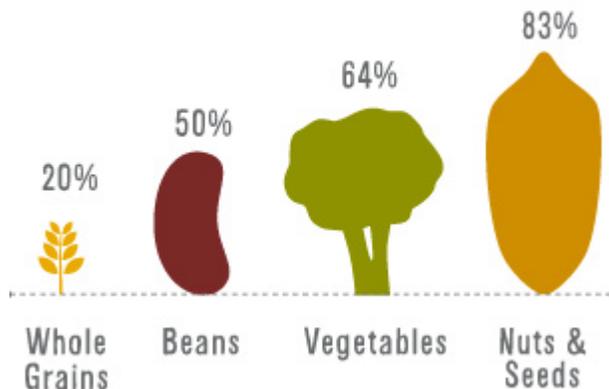
Summary of four studies with a total of 879 participants.¹⁻⁴

¹American Journal of Clinical Nutrition 1997; ²Archives of Internal Medicine 2000; ³Obesity Research 2004; ⁴Diabetes, Obesity and Metabolism 2006.

Do consumers get enough variety in their diets?

National survey data show adults are consuming far less than the recommended amounts of whole grains, beans, vegetables and nuts & seeds.

Percent of Recommended Intake



Source: Advisory Committee Report on the Dietary Guidelines for Americans, 2010.



Because heart disease is the No. 1 cause of mortality and morbidity in the U.S., maintaining a healthy heart is a top priority for consumers. At ConAgra Foods, we make more than 200 varieties and sizes of foods that meet the highest federal government standards for promoting heart health. Foods from a variety of our brands — including Healthy Choice®, Hunt's® tomatoes, Orville Redenbacher's®, Van Camp's®, Rosarita®, Ranch Style® beans, Egg Beaters®, Ro*Tel® tomatoes and Alexia® potato side dishes — can be part of an overall heart-healthy diet because they offer controlled amounts of saturated and trans-fats, cholesterol and sodium.¹

¹Centers for Disease Control and Prevention (CDC)

Our Food

In FY13, 60 percent of our new branded consumer foods fit within at least one of our three focus areas of health and nutrition.



Portion & Calorie Control

28 New Foods

Healthy Choice®

Fifteen varieties of single-serve meals and entrées, including: Steaming Entrées, Healthy Choice® Top Chef-inspired Café Steamers® entrées, Modern Classics and Baked Entrées each with no more than 340 calories.

Marie Callender's®

One single-serve Comfort Bake – three meat and four cheese lasagna with 370 calories per serving.

Banquet®

Two varieties of single-serve breakfast pot pies – each with no more than 450 calories, and two varieties of multi-serve slow cooker meals – chicken & dumplings and beef pot roast – each with no more than 300 calories per serving.

Egg Beaters®

One multi-serve variety – three cheese – with 25 calories per serving.

Wolf® Brand Chili

One multi-serve variety – spicy chili with tomatoes and chilies – with 330 calories per serving.

Snack Pack®

Four single-serve varieties of bakery shop inspired flavors each with no more than 120 calories per serving.

Swiss Miss®

Two single-serve varieties of cocoa – dark chocolate and mint – each with no more than 150 calories per serving.

Dietary Variety

15 New Foods

DAVID® Seeds

Three varieties of almonds – roasted & salted, wasabi & soy sauce and dark chocolate. Three varieties of trail mix – classic, sweet & salty and nuts & fruit. One variety of sunflower seeds – cracked pepper.

Alexia®

Three varieties of potato side dishes – Yukon select hash browns, crispy seasoned potato puffs and bruschetta waffle fries.

Healthy Choice®

Four varieties of frozen Greek yogurt – vanilla bean, strawberry, blueberry and raspberry.

Hunt's®

One variety of tomato sauce offered in a new convenient re-sealable carton.

Heart Health

15 New Foods

Healthy Choice®

Fifteen meals and entrées, including Chicken & Spinach Alfredo, Ravioli Marinara, Chicken, Potato and Peach BBQ Sauce, Spaghetti & Meatballs and Chicken Enchilada.



Home-grown Whole Grain

ConAgra Mills continues to provide whole-grain flours for ConAgra Foods' consumer brands and foodservice foods, such as Healthy Choice® frozen meals, Whole Grain Chef Boyardee® and The MAX® pizza crust. In addition, these flours also are offered to our business-to-business customers, expanding the use of whole-grain flours throughout the marketplace. We also offer pastas made with 51 percent whole grains to our foodservice customers so their consumers have additional options to increase whole grain intake.



Ultragrain® is specially selected white wheat milled to an ultrafine texture so it retains whole-grain nutrition but with the taste, texture and appearance of refined flour.

Sustagrain®, milled from a unique, all-natural barley variety, is the highest-fiber whole grain available, containing three times the soluble and total dietary fiber of oats.

Ancient Grains are all-natural whole-grain flours and multigrain blends made with amaranth, quinoa, sorghum, millet and teff, each of which is gluten-free.

Our Food

Simple Substitutions Can Work

We asked 35 consumers who typically eat their weekday lunch at their company cafeteria or a restaurant to do one simple thing — replace their typical lunch with any Healthy Choice® meal for 30 days. Participants didn't change what they normally ate for breakfast, dinner or snacks — nor did they change their physical activity. What did we find?

- Participants ate fewer calories at lunch and didn't make up for it with larger portions at other meals or more snacks, so their overall calorie intake went down and they lost weight – an average of about 3 pounds.
- At lunch, they averaged a 30 percent decrease in saturated fat intake and a 25 percent decrease in sodium intake.
- Along with losing weight, their total cholesterol levels went down by an average of 12 points and their systolic blood pressure dropped 4 points.

Enjoying your food, but eating a little less, does not necessarily require a complete overhaul of your diet. Making simple, practical and cost-effective changes can help people lose weight.

Source: *The FASEB Journal*. 2012;26:636.14; *J Acad Nutr Diet*. 2012;112(109):A37; *Circulation*. March 20, 2013;127(12 Supplement):AP175



"This research is a great example of how to take a public health recommendation — to enjoy your food but eat a little less — and make it easier to follow by suggesting that consumers choose easy-to-prepare foods they already know and love, such as Healthy Choice® entrées."

Kristin Reimers, Ph.D., R.D., director of nutrition, Omaha, Neb.

Sodium Reduction Update



Four years ago, we announced a pledge to gradually cut back on the use of salt in our branded consumer foods products¹, with **the ultimate goal of achieving a 20 percent reduction by the end of 2015**. Through FY13, significant changes have been made in foods such as: Banquet®, Marie Callender's® and Kid Cuisine® meals, Act II® and Orville Redenbacher's® popcorn, Chef Boyardee® canned pasta, Manwich® sloppy joe sauce, Ranch Style® beans, Hunt's® and Ro*tel® tomatoes, and Wolf® Brand Chili. In total, these recipe changes have achieved our pledge to reduce sodium by 20 percent, removing the equivalent of about 11 million pounds of salt from our branded consumer foods products per year.

¹As compared to FY06 sodium levels in our food.



ConAgra Foods' Lamb Weston frozen potato products business continues to drive innovation in both traditional white potatoes and sweet potatoes. Sweet potatoes are a key strategic priority for ConAgra Foods, and our Sweet Things® products — all with zero grams of trans fat per serving — appeal to an ever-expanding group of consumers looking for new flavors and better-for-you options. As the leading provider of frozen sweet potato products to restaurants and retailers around the world, Lamb Weston is committed to maintaining this leadership position through ongoing innovation and investment in our sweet potato capabilities.



Lamb Weston has continued its expansion into retail side dishes through the Alexia® brand with foods such as Alexia Certified Organic Veggie's™, flash-frozen within six hours of harvest at our own vegetable farm in the Pacific Northwest. Lamb Weston also continues its focus on sweet potatoes, including the most successful innovation in the Alexia brand's history — Alexia Sweet Potato Puffs. Now available at retailers across the country, these bite-sized sweet potato puffs are an excellent source of Beta Carotene and a good source of fiber. We're proud that in FY13, Alexia's Sweet Potato Julienne Fries received heart-healthy certification and now carry the iconic American Heart Association Heart-Check symbol for meeting criteria that limits fat, saturated and trans fats, cholesterol and sodium, and includes a beneficial nutrient like Vitamin A.

Management Approach



“Nothing is more important than the safety and purity of our food.”

Gary Rodkin, CEO, ConAgra Foods

ConAgra Foods' Role in Improving Safety & Quality Throughout the Food Industry

As both a consumer foods company and a commercial foodservice supplier, ConAgra Foods is uniquely positioned within the food industry to affect food safety and quality. We are committed to ensuring the safety and quality of our branded and private branded food by implementing best-in-class processes in our facilities and by working with suppliers to ensure we have a trusted supply of ingredients. One reason for our success in working with and educating suppliers is that we, too, are a major supplier to the food industry. We supply more than 5,000 foodservice, retail and food processors with menu offerings and ingredients. Though our business models are different, our commitment to ensuring food safety and quality is consistent and unwavering.

Useful Resources

- > [CDC \(Centers for Disease Control and Prevention\)](#)
- > [FDA \(U.S. Food and Drug Administration\)](#)
- > [USDA \(U.S. Department of Agriculture Food Safety and Inspection Service\)](#)
- > [FoodSafety.gov](#)
- > [Food Insight](#)
- > [Home Food Safety™](#)
- > [Food Allergy Research and Education \(FARE\)](#)

ConAgra Foods' Commitment to Food Safety Video



Food Safety Council

Established in 2007, our Food Safety Council continues to give guidance to our corporate food quality and safety program. The Council is comprised of external thought leaders known for their expertise in a variety of food safety disciplines, including food science, microbiology, toxicology, epidemiology, food allergens, microbial physiology, public health and public policy. The Council provides us with immediate access to strategic advice on:

- Strengthening our food safety programs
- Gaining insights into emerging food safety issues
- Investing in food safety technology innovations
- Gathering insights into changing consumer behavior that influences how food products are safely handled and prepared

Our Food Safety Council continues to evolve and help drive our food quality and safety program toward world-class status. Membership on the Council is routinely reviewed and updated to ensure the expertise is consistent with current food safety issues. Furthermore, the members of the Council continue to expand their influence in our operations through communication across several levels of the organization and increasing involvement in specific projects.



Case Study

Recognized for Food Safety Excellence

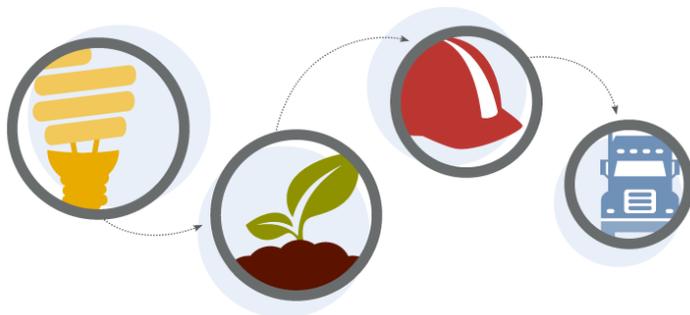
Led by our CEO, our entire organization embraces a culture of food safety. We were one of the first U.S. companies to adopt the Safe Quality Food Institute (SQFI) program and have been SQFI-certified every year since 2008. In fact, the SQFI recognized ConAgra Foods in November 2011 with its Quality Achievement Award for Manufacturer of the Year, which honors a company's superior dedication to and support of the SQFI program around the globe.

At ConAgra Foods, we are constantly mindful that millions of people trust us to provide safe, wholesome food every day. That is why our employees take part in state-of-the-art training programs to prepare our food following rigorous food safety practices, meeting high quality and safety standards.

We continually enhance our rigorous food safety policies and procedures to reflect evolving scientific knowledge, consumer expectations and regulatory standards. For the millions of people who enjoy our food — including our employees and their families — we take food safety seriously every step of the way: from sourcing safe ingredients to using safe preparation methods, to implementing appropriate shipping and storage procedures. We believe that ensuring food safety is everyone's responsibility.

Management Approach

Ensuring Safety & Quality from Farm to Fork



✓ Research, Development & Product Innovation

Designing food safety and quality elements into new foods and packaging, including validating preparation and cooking instructions through a dedicated team of experts in microwave technology. Our packaging is designed, tested and continually re-evaluated to ensure that it is performing as intended to maintain the wholesomeness, quality and safety of the delivered food.

Procurement & Ingredient Sourcing ✓

In addition to our internal supplier quality and auditing teams, we are using registered certification bodies to audit our suppliers' facilities on an annual basis against Global Food Safety Initiative (GFSI) standards.

✓ Manufacturing & Production

Continually investing in our facilities with new equipment and technology to deliver against the industry's highest food safety and quality standards. Proactively identifying opportunities for continuous improvement through our internal Food Safety and Quality audit program and creating a "zero-defects" culture. Driving root-cause solutions and developing employee skills to minimize food safety and quality risks.

✓ Transportation, Warehousing & Distribution

Ensuring the safety and quality of our food by monitoring temperature and packaging integrity throughout the storage, transportation and distribution stages.

Case Study

Sharing Our Knowledge for the Greater Good

As we continuously enhance our own processes, we are committed to sharing any relevant key learnings about food safety with other companies in the food industry and government agencies like the USDA and FDA. We share this information in a number of ways, including direct contact, articles in relevant industry publications and participation in boards and councils focused on food safety.



Our People & Our Business

Our People: The Most Critical Ingredient in Food Safety



Food safety is part of our culture and extends through all levels of our company because we understand that it's everyone's responsibility. Our Food Safety & Quality teams manage the integrity of our food from farm to fork, beginning with sourcing ingredients, through preparation and delivery to our customers and consumers. These teams are comprised of experts who provide functional leadership in key areas such as:

- Food safety and quality in manufacturing and distribution
- Supplier food safety and quality
- Consumer affairs
- Sanitation
- Allergens
- Microbiology
- Thermal processing
- Religious certification (Kosher, Halal)
- Toxicology
- Chemistry
- Engineering



“We built our food safety culture by teaching and training our employees. They know their work has an impact on the safety and quality of our food. Everyone's engaged.”

Joan Menke-Schaenzer, chief global quality officer, Omaha, Neb.

In addition to employing subject-matter experts who can share their expertise on an ongoing basis, we provide training opportunities to all employees that impact food safety and quality, often bringing in outside speakers — including some of our own Food Safety Council experts — to share information about the newest and emerging food safety practices.



ConAgra Foods employees are empowered to take action if the safety and quality of our foods are at risk. The following tools make food safety and quality a core part of daily work:

Food Safety Culture Assessment Tool gauges where we stand on employee ownership of food safety by asking a series of questions about the plant and management teams. Questions such as, "Do you feel empowered to shut the line down?" send a signal about our commitment to food safety while providing a look at potential areas of opportunity.

Behavioral Trend Observation Program takes an objective, peer-to-peer approach to assessing how routine tasks affect food safety and quality. Employees observe one another, providing non-punitive coaching and feedback to promote safe food-handling behaviors.

Useful Resources

- > [CDC \(Centers for Disease Control and Prevention\)](#)
 - > [FDA \(U.S. Food and Drug Administration\)](#)
 - > [USDA \(U.S. Department of Agriculture Food Safety and Inspection Service\)](#)
 - > [FoodSafety.gov](#)
 - > [Food Insight](#)
 - > [Home Food Safety™](#)
 - > [Food Allergy Research and Education \(FARE\)](#)
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Case Study

Sanitation University

ConAgra Foods is dedicated to a continuous improvement process that drives our food safety and quality culture through the training, education and skills development of our employees. For example, our biennial Sanitation University seminar focuses on providing learning opportunities from internal and external experts, including insights from one of ConAgra Foods' customers. The most recent Sanitation University seminar consisted of 24 different training classes, providing each attendee with the opportunity to select topics most tailored to his/her needs and responsibilities. Sanitarians from across the company presented best practices from their locations, sharing knowledge with their peers. A vendor night featured more than 40 suppliers, helping attendees expand their knowledge of products, services and new innovations. The event offered these employees an opportunity to network and identify best practices to further enhance our food safety and quality initiatives.

Specifications, Certifications & Supplier Expectations

ConAgra Foods has a number of rigorous food safety and quality policies and procedures that ensure the efficiency and effectiveness of our food preparation and delivery to customers. Our programs cover everything from how our employees inspect ingredients as they arrive at our facilities to what temperature our food should be stored at as it leaves our facilities for delivery to our customers.



The success of any food safety program depends on people, and our employees are trained extensively on safe food-handling practices and Good Manufacturing Practices (GMPs) to prevent food-borne illness. These practices include hand washing, appropriate footwear and clothing and proper hairnet use. In addition, our sanitation employees are highly trained to thoroughly clean our kitchens and preparation lines. We dedicate a significant amount of time, resources and expertise to ensure our food is prepared in a clean environment.

At ConAgra Foods, we strive to be the best, and doing so requires both internal and external validation of our work. Our robust internal food safety audit program is a reflection of our continuous improvement culture, driving us to always raise the bar. In addition, we have achieved certifications from independent and external food safety auditors according to globally recognized food safety and quality standards, as outlined by the Global Food Safety Initiative (GFSI).

Internal Food Safety Audit Program



Our internal food safety and quality audit team is responsible for being our toughest critic and identifying food safety and quality enhancement opportunities at our facilities. Our internal food safety auditors help us continually improve by visiting our facilities, suppliers and co-manufacturers to observe employee behaviors and ask questions about their processes.

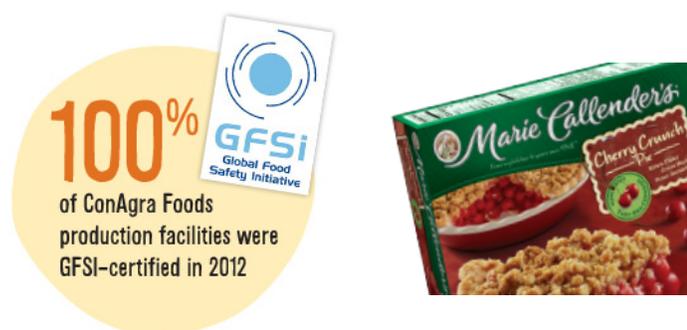
External Food Safety Certification

ConAgra Foods has aggressively pursued GFSI certification, a program led by food retailers and manufacturers. We were one of the first U.S. companies to adopt the program. Our food safety culture is embraced throughout the entire organization.

Several food safety standards have been developed and approved through the initiative, and ConAgra Foods has achieved certification through two of those standards: SQF or BRC, depending on the business segment. When plants earn SQF or BRC certification, it means they have enhanced their food safety and quality systems. These enhancements drive food safety and quality and reinforce their correlation to better business results.

Useful Resources

- > CDC (Centers for Disease Control and Prevention)
- > FDA (U.S. Food and Drug Administration)
- > USDA (U.S. Department of Agriculture
Food Safety and Inspection Service)
- > FoodSafety.gov
- > Food Insight
- > Home Food Safety™
- > Food Allergy Research and Education (FARE)



Case Study

Supplier Collaboration Sorts Out Extraneous Material in Berries

Partnering with our suppliers is an important way for ConAgra Foods to maximize the safety and quality of our foods. One example is how we reduced the incidence of material such as thorns and stems from the berries we use in Marie Callender's pies and, subsequently, enhanced the safety of the pies while reducing consumer complaints.

Quality Assurance staff identified that vegetative material — primarily thorns, stems and briars — were responsible for a substantial number of complaints for the Marie Callender's berry pies. ConAgra Foods takes these complaints seriously because — despite being inherent to berries — stems and thorns may result in injuries.

During the 2012 season, ConAgra Foods worked extensively with the berry supplier to implement a plan to reduce vegetative materials. Collaborating with our Supplier Quality team, the berry supplier purchased new sorting equipment and introduced a double sorting process for the berries prior to releasing them for use by ConAgra Foods. This partnership has reduced the overall complaints for vegetative material in the Marie Callender's berry pies by more than 44 percent.

Specifications, Certifications & Supplier Expectations

Enhancing Safety & Quality Through Strategic Sourcing

ConAgra Foods believes that collaborative relationships with our strategic suppliers make our business stronger. Together we are working diligently to enhance the consumer experience, increase collaboration on food safety initiatives and increase visibility on emerging industry issues. These partnerships not only help take our own food safety programs to the next level, but also enhance food safety throughout our supply chain, while positively impacting the industry as a whole.

Our comprehensive supplier quality program is an integral part of our procurement strategy. We only buy and use ingredients that comply with the appropriate regulatory requirements for food safety. In addition to our internal audit team, we use registered certification agencies to audit our suppliers' facilities on an annual basis using Global Food Safety Initiative (GFSI) standards.



For any issue identified during an audit, we follow up by approving and confirming implementation of corrective actions. During FY12, we conducted more than 185 supplier quality audits. We increased that to more than 250 domestic and international supplier audits in FY13.

Useful Resources

- > [CDC \(Centers for Disease Control and Prevention\)](#)
- > [FDA \(U.S. Food and Drug Administration\)](#)
- > [USDA \(U.S. Department of Agriculture Food Safety and Inspection Service\)](#)
- > [FoodSafety.gov](#)
- > [Food Insight](#)
- > [Home Food Safety™](#)
- > [Food Allergy Research and Education \(FARE\)](#)

“We hold our suppliers to the same high standards that guide our own business.”

DK Singh, senior vice president, Enterprise Procurement

Proactive Issues Management & Biotechnology



ConAgra Foods recognizes that managing issues successfully means identifying them early. It is also critical to separate fact from fiction and develop accurate and clear communication. In 2012, ConAgra Foods developed and implemented an Advanced Issues Management (AIM) process, in which a small team of internal technical experts monitors social and conventional media, international regulatory announcements and industry publications. This group meets frequently to discuss and evaluate potentially evolving issues. The AIM team gathers relevant information, communicates with appropriate colleagues and initiates efforts to take action on issues it deems important to protect food safety and consumer confidence. To support this initiative, the group is integrated across the company to leverage the various areas of expertise required in a company as diverse as ConAgra Foods. AIM already has produced measurable benefits by proactively addressing potential food safety issues and helping the company continue to develop and adopt industry-leading practices.

ConAgra Foods' Approach: Food Safety Modernization Act



The passage of the Food Safety Modernization Act (FSMA) in January 2011 ushered in a new era in food safety. For ConAgra Foods, it has provided a platform to show our food safety leadership and progress toward our goal of becoming a best-in-class organization by creating a “zero-defect culture.” Our Food Safety, Quality and Regulatory Affairs team provides functional leadership in key areas and includes experts in: food safety and quality in manufacturing and distribution, regulatory affairs, microbiology and chemistry, supplier food safety and quality, and consumer affairs. Our robust program provides organizational food safety, quality and regulatory leadership throughout product life cycles, from the time we source quality ingredients to the time we produce and prepare food for delivery to customers and consumers. Additionally, ConAgra Foods has assumed industrywide leadership roles to help provide technical insight across the food industry. Through these efforts, we continue to position ourselves to be at the forefront of the industry.

The Food Safety Modernization Act has provided a platform to show our food safety leadership and progress toward our goal of becoming a best-in-class organization by creating a “zero-defect culture.”

Major areas where the law toughens existing Food and Drug Administration (FDA) regulations include access to manufacturers' food safety records, mandatory recall authority, inspection frequency, additional authority over the safety of imported ingredients and foods, and the education and training of suppliers. Because we are committed to being a leader in food safety and quality, we are taking steps to help shape our company and the industry to the new opportunities afforded by FSMA.

As the FDA designs and drafts the new regulations required to implement FSMA, ConAgra Foods is in frequent contact with industry and regulatory leaders alike. ConAgra Foods' representatives lead or participate in industry task forces, working groups and alliances, helping to shape the future of food safety and quality under FSMA. In fact, we recently hosted a delegation of senior FDA representatives to visit three of our plants and meet directly with our line workers and facility managers to discuss the practical aspects of the new law. Through these efforts, we are confident that we will be well-positioned to demonstrate industry-leading capabilities in food safety, quality and regulatory affairs.

Useful Resources

> [CDC \(Centers for Disease Control and Prevention\)](#)

> [FDA \(U.S. Food and Drug Administration\)](#)

> [USDA \(U.S. Department of Agriculture
Food Safety and Inspection Service\)](#)

> [FoodSafety.gov](#)

> [Food Insight](#)

> [Home Food Safety™](#)

> [Food Allergy Research and Education \(FARE\)](#)

Biotechnology

ConAgra Foods agrees with the U.S. Food and Drug Administration (FDA) and numerous trusted scientific bodies and regulatory agencies (World Health Organization, Food and Agriculture Organization of the United Nations, Organization for Economic Co-operation and Development) that foods and beverages that contain genetic modification (GM) of ingredients are safe and nutritious to eat. Given the potential for GM to improve the quality, sustainable availability and nutritional value of food, we support its responsible use when based on sound science and regulatory and safety reviews.

What is GM?

GM is different from traditional plant breeding. GM means adding specific desirable traits from one plant or microorganism to a food plant. It is not about inserting chemicals into foods. Examples of GM efforts include those designed to allow crops to use less water or be grown on less land, or to be more resistant to weeds and pests.

Is it new?

GM has been around for the past 20 years. Today, food that has been genetically modified is found in markets, throughout the grocery store and on restaurant menus. The Grocery Manufacturers Association has reported that at least 70 percent to 80 percent of the foods we eat in the United States contain genetically modified ingredients.

What is ConAgra Foods doing?

We understand that biotechnology is an area of evolving public perception and opinion, and as a corporate citizen, we evaluate the impacts of our decisions on a wide range of constituents. As a result, ConAgra Foods is working cross-functionally, both internally and externally, to ensure company decisions are consistent with regulations and credible science and informed by emerging thought. Our employees — from scientists to supply chain experts to consumer insight professionals — are engaging with key trade associations, farmers, R&D organizations, non-profits, consumers, customers and socially conscious investor groups to inform our thinking. We also discuss this issue with our Scientific Advisory Board and Food Safety Council, external groups of thought leaders in the fields of medicine, nutrition, food science and behavior science. We stay abreast of potential legislation and will always consider support of laws that are in the consumer and societal interest. We believe consumers should be knowledgeable about what's in their food, and our **Consumer Affairs team** is happy to provide information on biotechnology use in our food.

ConAgra Foods is continuing to work in collaboration with our industry peers on a longer-term approach to provide further transparency for consumers regarding the use of GM ingredients in food. ConAgra Foods would be supportive of federal guidelines for a uniform approach in this area. ConAgra Foods does not support mandatory labeling on a state by state basis, as this presents significant complication and costs — costs the consumer may share. ConAgra Foods is committed to meeting our consumers' expectations and contributing to a safe, nutritious, sustainable and affordable food supply for now and the foreseeable future.

FAQs

Is it safe to eat your food if it includes ingredients produced using biotechnology (also referred to as “biotech, genetically modified organisms or GMO”)?

Throughout the past two decades, biotechnology has been used to improve yield, nutrition, resistance to drought and insects, and other desirable qualities of several common food crops, including corn and soy. At ConAgra Foods, we only purchase and use ingredients that comply with U.S. Department of Agriculture and Food and Drug Administration (FDA) regulations for food safety and nutrition. Both the U.S. Environmental Protection Agency and the FDA have concluded that biotech food that is approved for human consumption is as safe and nutritious as food that is developed through more conventional methods.

Will you continue to use biotech ingredients in your food?

The use of biotechnology is one of the most effective and sustainable ways to keep our food affordable, accessible and safe and helps us continue to provide a high quality of food to our consumers. We understand the field of food biotechnology is constantly shifting as advancements are made in the world of science. We will continue to reevaluate our internal policies, relying heavily on evolving science, consumer and customer expectations, and regulatory decisions. Ultimately, consumers will decide what is acceptable in the marketplace based on the best science and public information available. We will continue to listen carefully to our customers and consumers about biotechnology.

Public Health & Food Safety

Managing Allergens

We understand that, for some, the ingredients that are not in our food are just as important as those that are. A key component to our food safety program is managing ingredients throughout our supply chain and in our own facilities to carefully separate major allergens from other ingredients. We have stringent programs in place during every step of our preparation, storage and packaging stages to help ensure that the information printed on the label is accurate. For example, our product developers are trained to be cautious about using allergens not only in our food, but when they are introduced to our production facilities as well.

ConAgra Foods has an ongoing commitment to maintaining and improving its ingredient management infrastructure to ensure that our consumers have access to safe and nutritious foods that meet special dietary needs. Our allergen program promotes best practices that minimize the potential health risks associated with undeclared allergens in food products. This program is designed to ensure that the presence of potentially dangerous food allergens in a product is communicated clearly to consumers — either under provisions of the Food Allergen Labeling and Consumer Protection Act (FALCPA) or the appropriate regulations of any destination country in which our products are being sold. To support accurate allergen labeling, our allergen control program establishes procedures for minimizing allergen cross-contact in our production facilities.



At ConAgra Foods, we take food allergies very seriously, and we recognize that controlling food ingredients extends beyond our own facilities. We require all of our suppliers to maintain appropriate allergen control programs and to provide documentation about any allergens in their facilities so we can ensure the highest-quality food and appropriate labeling.

ConAgra Foods' Allergen Council is responsible for providing cross-functional expertise related to corporate allergen policies and management programs. Through these efforts, our management's commitment and our technical expertise, ConAgra Foods strives to minimize unclear precautionary labeling, such as "made in a facility that also processes peanuts," which consumers find difficult to interpret. In cases where such precautionary labeling is currently justified, we continue to look for ways to improve our procedures, with a goal of improving our labeling. Using these procedures, our food-allergic consumers are able to receive the most accurate information possible when choosing our food.

Our food safety program takes extra precaution when handling major food allergens¹:



Case Study

Gluten Free: Anticipating Regulatory Action



Keeping food safe means staying on top of regulatory changes — even if those changes take a long time to be finalized. ConAgra Foods stayed on top of the approval process for the Food and Drug Administration’s rule on gluten-free claims so that when the rule was finalized, our foods bearing the claim were compliant with the final rule.

ConAgra Foods strives to meet consumers' special dietary needs and preferences. When the FDA released its draft rule for gluten-free claims, we launched an active program to develop gluten-free food and appropriately label naturally gluten free products. A potential challenge, however, was that the rule may not have been finalized with the same definitions and requirements. ConAgra Foods’ Quality Assurance team devised a program that would protect gluten-sensitive consumers while allowing the company to apply claims during the rule’s draft phase.

This ongoing program involved a cross-functional team that reviewed ingredients, validated food preparation processes and performed appropriate analytical testing to confirm the absence of gluten. This team reviewed existing products as well as novel new products so that they could be launched bearing the claim. The procedure was carefully designed to ensure that any ConAgra Foods product containing a “gluten-free” claim exceeded applicable regulatory guidance on this issue.

When the FDA finalized its gluten-free rule on August 5, 2013, the attentiveness of the ConAgra Foods approach meant that all of our foods bearing gluten-free claims already were in full compliance with the rule. This comprehensive program gives the gluten-sensitive and celiac populations confidence to select and consume our appropriately labeled foods.

FAQs

What is HACCP?

HACCP stands for Hazard Analysis Critical Control Point and is a preventative approach to food safety.

Do you have a HACCP program?

Yes, we do. We have had HACCP plans in place for many years. In fact, all of the facilities where our food is made have HACCP plans.

We review every step — from the ingredients we buy, to how our ingredients and finished foods are transported, stored, and prepared, to our cleaning and sanitizing procedures.

A thorough hazard analysis is done for every food and every line in our facilities to identify potential physical, chemical and biological hazards. Then we identify and implement the preventative steps needed to ensure the food we make every day is safe. Our pathogen control programs are an important part of our HACCP plans.

And we don’t just make a plan once. Our HACCP plans are thoroughly reviewed at least every year by a team of experts to ensure they are up to date with the most current preventative controls and to comply with the newest food safety regulations and industry best practices.

Health, Nutrition & Food Safety

Health Professionals — Helping Those Who Help You

Health professionals, such as the 90,000 registered dietitians and diabetes educators in the United States, are important resources for consumers seeking credible nutrition and health information on food and lifestyle choices. Through the ConAgra Foods Science Institute, we provide these professionals with detailed information about our food and provide resources they can use to assist their clients, such as recipes, health calculators and fact sheets. We also offer a webinar series, providing information on new developments and the latest thinking on relevant topics. The webinars are free and fully accredited for continuing education credits needed to maintain professional registration and licensing. **In FY13, 88 percent of webinar participants rated them as "valuable" or "very valuable," and we issued more than 7,000 units of continuing education credits.**

FY13 topics included:

- “Optimal Nutrition for Today’s Aging Population”
- “New USDA School Nutrition Standards and Practical Culinary Approaches to Meet Them”
- “The Role of Culture, Geography, History and the Economy on Food Choice”
- “Gluten: Functions in Food, Health Concerns, Labeling Regulations and Validation Steps Needed for Gluten-Free Foods”
- “Frozen Foods: Understanding Myths, Facts and Marketplace Trends to Help Consumers Eat More Healthfully”
- “Evidence-based Behavior and Dietary Strategies for Weight Management”



Interacting with the Nutrition Community

ConAgra Foods uses nutrition research to understand how our foods fit within a healthy lifestyle. This information is shared with researchers and other professionals in the nutrition community through publications and presentations at scientific meetings. In FY13, we shared research on such topics as:

- The effects of eating frozen single-serve meals at lunch on blood pressure and cholesterol
- The effect of eating frozen single-serve meals at lunch on diet quality
- Facebook participation during a worksite program is associated with greater weight loss
- A daily popcorn snack increases whole grain intake
- A lower-calorie egg white breakfast is as satiating as a higher calorie whole egg breakfast
- Increasing tomato intake to MyPlate recommended amounts increases serum lycopene
- Antioxidant availability of commonly consumed vegetables in the U.S. food supply

In addition to our own research, we provide unrestricted support to several academic institutions to foster the advancement in understanding of nutrition issues. In FY13, we supported the following institutions and research projects:

- Temple University Center for Obesity Research: symposia and published proceedings focused on obesity research.
- Penn State University: efficacy of different portion control strategies to obtain sustainable dietary and behavior changes which promote weight loss and maintenance.
- Florida Hospital, Burnham Medical Research Institute, Translational Research Institute for Metabolism and Diabetes: deficits in fat oxidation in response to caloric restriction characterize individuals which fail to lose weight.
- The Center for Diabetes Technology, University of Virginia: simulation-based educational tool for personalized feedback in insulin therapy management for individuals with type 1 diabetes.

We also meet several times each year with the ConAgra Foods Scientific Advisory Board, an external group of thought leaders in the fields of medicine, nutrition, food science and behavior science, to review and discuss members' perspectives on the nutrition and health aspects of our food.

Home Food Safety



Food safety in the facilities in which we make food is a top priority for us. Similarly, consumers need to use good food safety practices in their own homes and kitchens. To help consumers learn the fundamentals of home food safety, we became the sole corporate sponsor and partner of the Academy of Nutrition and Dietetics for Home Food Safety.™ This public awareness and education campaign is dedicated to providing information on the safe handling, cooking and storage of food at home. In addition to providing instructions and facts, this program provides food safety alerts, statistics and scholarships for college students to develop food safety awareness campaigns tailored for those living on campus. In FY13, through a coordinated communication initiative including social media, the Internet, television and print, the Home Food Safety™ campaign was able to deliver 570 million media impressions focused on food safety practices for the home. Over the past three fiscal years, 1.3 billion media impressions have been delivered.

The logo for FactsUpFront, featuring the text "FactsUpFront" in white, bold, sans-serif font, enclosed within a white rectangular border with rounded corners. The logo is set against a solid dark red background.

FactsUpFront

Case Study

Nutrition Labeling

We follow both U.S. Food & Drug Administration (FDA) and U.S. Department of Agriculture (USDA) regulations requiring standardized declaration of nutrients. Consumers interested in knowing the content of calories, fat, saturated fat, trans-fat, sodium, sugars, fiber, protein, carbohydrates, and several vitamins and minerals per serving can easily access them in the nutrition facts box which is typically found on the back or side of food packages. A compliance program ensures ongoing accuracy of our nutrition information which is also posted and updated annually on our company websites.

In addition to the nutrition facts box, we have joined an industry-wide effort with the Grocery Manufacturers of America and Food Marketing Institute to develop a common approach to front of package nutrition labeling called Facts Up Front – a fact based system which displays standardized icons for calories, sodium, saturated fat, and sugars per serving of food on the front of food packages. We began implementing this iconography in FY12 and continued to add it to the front of packages in FY13. To learn more about Facts Up Front visit

www.factsupfront.org.



“Health professionals are important for guiding consumers on how to make practical food choices. Engaging these professionals with accredited webinars, national sponsorships and face-to-face conversations helps them better understand how ConAgra Foods continues to proactively evolve to meet public nutrition needs.”

Barbara J. Ivens, M.S., R.D., FADA, executive director nutrition and health professional engagement, ConAgra Foods

Advertising to Children

ConAgra Foods' consumers and customers have come to know our brands through a variety of marketing channels, including advertisements. We understand the necessity of marketing to families with children in a responsible way. We strongly support and participate in the Children's Food and Beverage Advertising Initiative (CFBAI) of the Council of Better Business Bureaus, a voluntary industry self-regulation program supported by many of the nation's largest food and beverage companies. The mission of the CFBAI is to shift advertising for foods that appeal to children to messaging that encourages healthier dietary choices and lifestyles.

As a CFBAI participant, **ConAgra Foods has pledged to devote 100 percent of television, radio, print, mobile, movie/DVD, video/computer game, word-of-mouth and Internet advertising primarily directed to children under 12 years of age to products that meet specific nutritional guidelines consistent with established scientific and government standards.** In addition, we have committed to restricting our use of licensed characters, celebrities, movie tie-ins and interactive gaming in such advertising to food meeting ConAgra Foods' nutrition guidelines. We also discontinued advertising in elementary schools to children under the age of 12 and product placements in children's programming. In 2010, we updated our CFBAI pledge to commit to discontinuing all advertising primarily directed to children under 6 years of age in TV, radio, print and Internet.



When ConAgra Foods first joined CFBAI and submitted our children's advertising pledge, our nutritionists developed product nutrition guidelines that follow U.S. Dietary Guidelines and applicable Food and Drug Administration and U.S. Department of Agriculture regulations for food products. The guidelines took into account the caloric and nutrient or food group contribution of the particular food product to the overall diet of a child. In 2011, CFBAI announced new uniform nutrition criteria to be followed by its participants effective Dec. 31, 2013. ConAgra Foods collaborated closely with CFBAI and other participants to develop these uniform nutrition criteria to help improve the nutritional composition of foods currently marketed to children under 12 years of age. The new criteria raise the bar even higher for nutritional standards of foods that can be marketed to children under 12

by CFBAI participants, yet still represent a realistic set of standards designed to motivate participants to make better-for-you foods. For example, products in the main dishes and entrées category (such as Chef Boyardee® canned pastas) must meet more stringent criteria around sodium content and added sugar. We phased in the new CFBAI uniform nutrition criteria in Sept. 2012, ahead of the scheduled Dec. 31, 2013, effective date, to improve upon our already strong criteria. They will operate in tandem with our current pledge guidelines, facilitating the transition to and complete implementation of the new uniform nutrition criteria by end of 2013. After Dec. 31, 2013, the uniform nutrition criteria will be the sole nutrition guidelines by which we will determine whether our products may be advertised to children under 12 years of age consistent with our pledge commitments to children's advertising.

ConAgra Foods Pledged to Devote 100 Percent of Children's Advertising to Foods That Meet Its **Current Nutritional Guidelines**¹ and/or the **Uniform Nutrition Criteria**².



Foods shown above are representations of the product categories. [View complete list of products.](#)

¹Until Dec. 31, 2013

²Through and after Dec. 31, 2013



"The Kid Cuisine® Hunt"
TV Commercial



"Chef Don't Judge Party Down Girl"
TV Commercial



"Chef Don't Judge" TV Commercial

Good for the Community

Highlights



We take to heart exactly what our safety metrics represent — the health, well-being and lives of our employees.

Employee Health & Safety >



Our iNOURISH program enhances employee development by creating a mentoring culture.

Diversity & Inclusion >



In calendar year 2012, 79 percent of eligible employees participated in our wellness program.

Employee Wellness >



We are doing our part to make a difference through the power of food — one child, one meal, one champion at a time.

Impacting Child Hunger >



Our learning and development programs are earning recognition from publications like *Training* magazine and *CLO* magazine.

Learning & Development >



Our third annual Week of Service brought together nearly 3,500 employees in 150 volunteer projects across the company.

2013 Week of Service >

Employee Health & Safety

Management Approach

Providing a safe work environment for our employees is a top priority at ConAgra Foods. Our health and safety management process is driven by engaged employees who have established a foundation of safe practices. As we strive to achieve an injury-free workplace, it becomes increasingly important to maintain a strong culture of safety, in which all employees are committed to protecting themselves and their colleagues.

To support this culture, we have several initiatives that provide employees with many opportunities to be active participants in safety processes. These include conducting safety audits, inspections and behavioral observations, as well as leading safety training and safety reminder discussions during pre-shift huddle meetings. In addition, every facility develops an annual Safety and Health Accident Reduction Plan (SHARP) to define site-specific health and safety priorities.

Our health and safety team audits each of our facilities to ensure compliance with safety regulations and corporate policies. The team documents results and tracks corrective actions to ensure we hold ourselves accountable for providing a safe work environment. We require all accidents, near-miss incidents and injuries to be thoroughly investigated to help ensure that appropriate actions are taken and lessons are identified to prevent similar incidents from happening again.



More Than Just Numbers

As a company, we take to heart exactly what our safety metrics represent — the health, well-being and lives of our employees. We are fully committed to maintaining a safe work environment because we recognize that our employees are our greatest asset.

Through employee engagement and a robust safety program that encourages leadership, accountability and teamwork, our Occupational Safety & Health Administration (OSHA) Incident Rate (OIR) has steadily declined over the years. In FY13, we reported 1.58 incidents per 100 full-time workers, a 15 percent decrease from FY12 and nearly a 28 percent decrease from FY11 results. When accidents do happen, it's important to provide the best possible medical care to injured employees, while addressing the root causes of the accident to minimize the possibility that it will happen again.

In FY13, six ConAgra Foods facilities were inspected by OSHA. Four of these inspections resulted in no citation or penalty being issued, while two others resulted in only minor citations.



Case Study

Safety Success Through Employee Engagement

Behavior-based safety is a proactive approach to injury prevention based on peer-to-peer interactions. Our employees are working to keep each other safe through observations that identify both safe and at-risk behaviors. During FY13, **employees conducted more than 370,000 behavior-based observations, totaling 43,000 hours of direct employee engagement to help each other work more safely.**

In FY13, we spent **96,000 hours** talking about safety. Through training, leadership discussions and peer audits, the company conducted the equivalent of nearly 11 years of safety conversations over the course of a single fiscal year.



Case Study

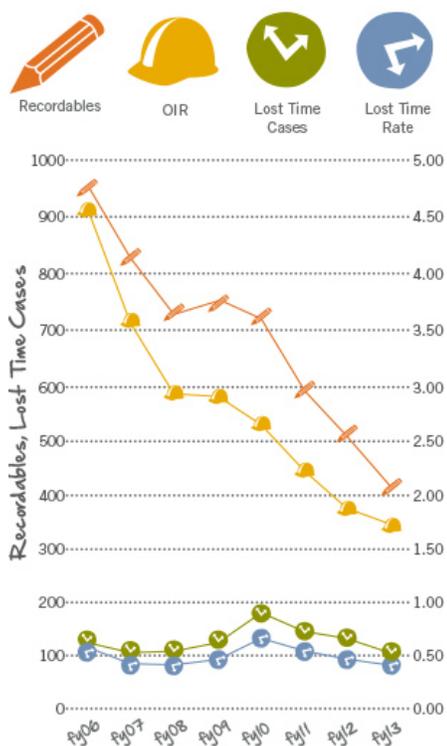
Safety Success Pops Up in Lincoln, Neb.

Committed to putting employee safety first, our snacks plant in Lincoln, Neb., implemented a number of innovative safety processes to drive engagement and eliminate injuries. First, to understand where safety risks exist, the team began tracking and analyzing near misses. This insight allows the team to tailor safety improvements to directly address safety hazards. The team also has made safety personal by positioning team leads at the time clock as employees are leaving the plant, providing a final touch point at the end of the day to discuss any safety concerns. Lastly, to recognize the success of maintaining a zero injury workplace and reaching safety engagement goals, the facility celebrated with an all-employee meal. And, following a year of achieving these safety goals, employees enjoyed a steak dinner prepared by plant management. Combined, these efforts have notably increased safety engagement and participation in hazard identification, resulting in a culture where employee safety is truly a top priority.

ConAgra Foods Principles of Safety

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

Safety Statistics



Key Concepts of Safety

- Leadership
- Continuous Improvement
- Compliance
- Safe Practices
- Hazard Identification
- Continuous Skills Development
- Behavioral Safety
- Performance Tracking

Recordables: An injury as defined by the Occupational Safety and Health Administration (OSHA) that is work-related and requires treatment more than simple first aid.

OIR: OSHA Incident Rate, calculated by the number of recordable injuries compared to the total hours worked by all employees at a site in a year.

Lost Time Cases: The number of work-related injuries where an employee misses at least one work shift due to an injury in a year.

Lost Time Rate: Calculated by the number of lost time injuries compared to the total hours worked by all employees at a site in a year.

Employee Health & Safety

Getting to Zero

We are proud to report that in FY13, 28 ConAgra Foods facilities achieved a zero Occupational Safety & Health Administration Incident Rate (OIR). We attribute this great success to the engagement and accountability of employees and management in these locations.



¹Watt's Brothers packaging center

²Lamb Weston Tech Center

³Columbia Basin Blends

⁴Includes multiple administrative locations



ConAgra Foods' popcorn facility in Rensselaer, Ind., has gone more than four years without a recordable injury.



Case Study

Safety Harvested at Our Paterson, Wash., Vegetable Plant

Over the past four years, ConAgra Foods Lamb Weston's vegetable plant in Paterson, Wash., has transformed its safety culture to among the best in the business. As of FY13, the facility has reduced recordable injuries by more than 90 percent since being acquired in FY09. Initially focused on addressing physical safety concerns through strategic capital investments in the facility, Paterson then turned its attention to its people. The leadership team sought to involve all employees in promoting a safe work environment, creating a culture where team members take personal responsibility for the safety of themselves and their peers. As safety results continued to improve, team members developed a strong sense of pride in their performance. Paterson celebrates its success every month, cautious not to take safety for granted and continually striving for zero injuries.



Case Study

Safety Sense in Marshall, Mo.

Our frozen foods facility in Marshall, Mo., targeted hearing loss and ergonomics to improve employee safety in FY13. By integrating fit validation testing as part of the annual audiometric testing — which reinforces the best type of hearing protection and how it should be worn — Marshall eliminated recordable hearing losses during the year. Secondly, the team focused on reducing the ergonomic risks associated with moving ingredients in plastic and metal barrels that could weigh more than 500 pounds. By installing a jib crane and hoist, the Marshall team not only improved workplace safety, but also simplified the process and reduced the time required to complete the work.

“Nothing we do is
worth getting
hurt over.”

Case Study

Chef Boyardee® Employee Safety — Can Do!

During FY13, **the Microwave Department at the Chef Boyardee® facility in Milton, Pa., proudly celebrated one year without a recordable injury.** By integrating safety into the facility's continuous improvement processes, all employees were empowered to take ownership of safety for the department. Increasing emphasis on near-miss reporting, the Milton team actively eliminated hazards to promote safe working practices. The result is a safety culture built upon a strong foundation of personal accountability.

Diversity & Inclusion



We're building a culture where all employees can be authentic and know that their diverse thoughts and capabilities are valued. We've built a strong business case for diversity and inclusion, which has enabled us to focus on attracting, retaining and developing employees that reflect the diversity of our consumer base. These employees help us forge stronger relationships in the community, in the marketplace and with our stakeholders.

Leadership Statement on Diversity & Inclusion

At ConAgra Foods, we serve a very broad base of customers and consumers. To best serve them, we aspire to create an organizational climate that recognizes the unique and distinctive qualities of our employees, customers and consumer base. In doing so, ConAgra Foods is committed to an environment and employee base that:

- Reflect the growing diversity of our consumers in order to serve them more successfully
- Are supported by management policies that respond to the needs of a diverse workforce, are inclusive and enable the full contribution of every person in the organization
- Are sensitive and responsive to the work-life needs of our employees

"Championing a culture of inclusion is essential to our ability to accelerate growth and ensure ConAgra Foods is not only a great place to work, but also a leading corporate citizen."

Brian Keck, executive vice president and chief administrative officer, ConAgra Black Employees Network (CBEN) executive sponsor

Employee Resource Networks (ERNs)

ERNs are a key ingredient in our recipe for creating a diverse and inclusive culture. At ConAgra Foods, we foster these networks because they provide organizational and business insights that help us deliver leadership development experiences, create an environment in which we can explore our uniqueness and offer opportunities for volunteer activities that support the communities where our employees live and work. Our ERNs bring together employees from a variety of cultures, backgrounds and lifestyles and receive support from senior executive sponsors to guide members' personal and professional development.

Currently, there are six ERNs with hundreds of members throughout the company:

- ConAgra Foods Asian Network (CAN)
- ConAgra Foods Black Employees Network (CBEN)
- ConAgra Foods Latino Network (CLN)
- Illuminations — Lesbian, Gay, Bisexual and Transsexual (LGBT) employees & allies
- ConAgra Foods Women’s Network (CWN)
- ConAgra Foods Young Professionals Network (CYPN)

Two new ERNs are in the initial launch phase with leadership teams in place to establish their charters.

- ConAgra Foods Veteran’s Network (CVN)
- ConAgra Foods Dads in Business (CDIB)



Recognition & Leadership

Our progress in creating a diverse and inclusive workforce has earned recognition from respected organizations:

Top Employee Resource Group of the Year — *LATINA Style*, 2012

Winds of Change Award — *The Forum on Workplace Inclusion*, 2012

Recognized for our Employee Resource Networks in the 2010 International Innovation in Diversity Awards, published by *Profiles in Diversity Journal*®

Diversity Leader Award — *Profiles in Diversity Journal*®, 2011

Top 100 Employer for Women MBAs — *Universum*, 2010

Best Places to Work for LGBT Equality — Human Rights Campaign Foundation 2010, 2012

Best in Leadership Development — *Leadership Excellence* magazine, 2010

Top Diversity Executives Award — *Black Enterprise*® magazine, 2011

ConAgra Foods bolsters its diverse, talented workforce with a far-reaching recruitment program. To help find and recruit the best people, the company works with such organizations as:

- Association of Latino Professionals in Finance & Accounting (ALPFA)
- Minorities in Agriculture, National Resources, and Related Sciences (MANRRS)
- National Black MBA Association (NMBBAA)
- National Society of Black Engineers (NSBE)
- Society of Women Engineers (SWE)
- The Consortium (an alliance of leading schools of business, corporations and alumni dedicated to adding minority talent to the field of management)



Case Study

New Mentoring Program Drives Engagement and Inclusion

Less than 12 months after its launch, the mentoring program at ConAgra Foods means a lot more than just an experienced mentor connecting with a less experienced mentee. Our research showed us that providing opportunities to share and learn from others is a “must-have” for employees of companies considered to have best places to work cultures. In fact, in 2010, 95 percent of the Working Mother Media Top 100 Companies offered mentoring programs to their employees. So, we created iNOURISH, a program designed to establish a mentoring culture where individuals own their development by taking advantage of informal mentoring relationships focused on topics directly connected to their individual development plans (IDPs). So far, almost 1,000 employees across the enterprise have created electronic profiles in our MentorScout matching portal to take advantage of this unique development opportunity.

“What has made this program so successful is the ability for employees to leverage technology to find a potential mentor. Anyone can enter a profile which includes strengths and career experiences. Then all you have to do is use a keyword search to find someone whose background can be leveraged to support your development areas or to explore career paths. It’s also become a great way to connect with people in all parts of the company.”

Damita Byrd, Mentoring Project Lead, Diversity & Inclusion Senior Analyst

We've successfully rolled out the program to salaried employees from every function in the company, including our plants and our corporate offices. Mentoring relationships are being built through face-to-face engagement as well as virtually via phone and video chat. The success of the one-on-one format has prompted the expansion of a group mentoring format that we call Table for 6, in which a senior leader connects with three to five mentees at the same time to engage in group learning. Our Inclusion Advisory Council is comprised of 20 senior leaders who have become champions of the mentoring culture initiative, leveraging iNOURISH for their own development by building relationships with mentees of different cultural backgrounds. Plans also are in the works for international expansion to our employees in Canada and Mexico.

Diversity & Inclusion

Composition of governance bodies and breakdown of employees per category according to gender, age group, minority group membership and other indicators of diversity.¹

	Women	FY13	FY12	FY11	FY10	FY09	FY08
Total Women in Workforce (%)		39.77%	37.63%	36.87%	38.22%	38.99%	38.66%
Salaried Women (%)		43.55%	42.94%	42.78%	42.53%	42.52%	42.09%
Women in Management (%)		30.24%	26.80%	25.57%	26.05%	25.44%	24.53%
Women on Board of Directors (#)*		2	2	2	2	2	1
Women on Board of Directors (%)*		20%	20%	20%	20%	20%	11%
New Hires who are Women (%)		40.49%	38.54%	31.25%	33.35%	34.13%	37.21%

*Non-Employee Directors

	Minorities	FY13	FY12	FY11	FY10	FY09	FY08
Total Minorities in Workforce (%)		35.79%	34.42%	33.56%	37.70%	39.29%	36.12%
Salaried Minorities (%)		13.25%	13.08%	12.89%	13.43%	14.29%	13.15%
Minorities in Management (%)		10.32%	10.12%	9.30%	9.63%	9.60%	9.44%
Minorities on Board of Directors (#)*		1	1	1	1	1	0
Minorities on Board of Directors (%)*		10%	10%	10%	10%	10%	0%
New Hires who are Minorities (%)		35.74%	37.21%	36.54%	36.92%	47.60%	43.12%

*Non-Employee Directors

Breakdown of Minority Groups	FY13	FY12	FY11	FY10	FY09	FY08
American Indian/Alaska Native	0.29%	0.49%	0.55%	0.56%	0.50%	0.53%
Asian	4.23%	4.22%	3.87%	3.94%	3.97%	3.37%
Black/African American	7.65%	7.22%	6.23%	6.47%	7.07%	6.63%
Hispanic/Latino	22.76%	21.99%	22.54%	26.43%	27.46%	25.43%
Native Hawaiian/Other Pac Island	0.29%	0.20%	0.13%	0.12%	0.09%	0.03%
Not Specified	6.51%	3.18%	2.10%	1.48%	1.28%	0.94%
Two or more races	0.45%	0.31%	0.24%	0.19%	0.19%	0.14%
White	57.67%	62.40%	64.34%	60.82%	59.43%	62.94%

Breakdown of Age Groups	FY13	FY12	FY11	FY10	FY09	FY08
< 25	6.12%	6.05%	5.99%	5.51%	5.89%	5.82%
25-40	32.39%	34.16%	34.65%	34.25%	34.56%	34.91%
41-65	59.45%	58.54%	58.25%	59.00%	58.45%	58.31%
>65	2.05%	1.25%	1.10%	1.24%	1.09%	0.97%

¹ FY13 people metrics includes Ralcorp data; systems were integrated during the fourth quarter of FY13

Learning & Development

We are continuously improving our learning and development programs to build organizational capability, grow leadership, leverage talent and optimize learning.

To achieve these objectives, we've developed comprehensive learning programs that begin when employees join the company and continue throughout their careers. Recently, we have implemented both new and renovated curricula, including those tied to our leadership and technical competencies.

Accelerate Growth Through Individual Development

ConAgra Foods prides itself on attracting, retaining and developing top talent, which means we invest in our employees the minute they join our company. We offer a two-day ConAgra Foods Employee Orientation at our world headquarters in Omaha, Neb., for new employees. Our Employee Orientation goes beyond HR policies and functional business overviews. It welcomes employees into the ConAgra Foods family and teaches them who we are as a company, our business growth goals, and how we plan to achieve those goals. It is a positive, engaging and interactive experience that is anchored by Our Recipe for Growth — our strategic roadmap for growth, and it immerses employees into the culture of ConAgra Foods, instilling in them a sense of pride for our food and excitement for their future.



On a day-to-day basis, managers and employees work together to master the competencies and adopt the behaviors that will lead to better job performance and more effective leadership. Using a combination of classroom and online learning, the process emphasizes the importance of continuing discussions to ensure the balance between personal aspirations and alignment to the company's business goals.

Long-term Development Programs

Our three-year **Brand Leadership Development Program** is a rotational program designed to build brand general management capability through job experiences, formal training and senior leader mentorship. It is tailored to the individual based on previous experience and skill set. The development program includes rotations in Brand Management, Marketing and Customer Development.

Our **Financial Development Program** is designed to provide an exceptional foundation for a career in Finance/Accounting, with broad exposure to the organization via three one-year rotational assignments. The intent of this program is to both recruit and develop talented and motivate individuals who have the desire to own the finance strategy and build a career at ConAgra Foods.

Our **Research, Quality & Innovation Development Program** is designed to ensure the development of future leaders within this critical organization. The goal of this program is to increase knowledge and technical skills, while developing an understanding of our food, our consumers and our competitors.

Our **Sales Certification Program** is designed for our direct-from-campus retail representatives. The program provides structure for building professional sales capabilities and is designed as an online certification, containing eLearning, reading material, interactive quizzes and activities.

Aligning to Our Recipe for Growth

ConAgra Foods' Recipe for Growth represents our company purpose, strategic plan and ambitions ("what" we will accomplish). It also lays out the culture and behaviors necessary to get us there ("how" we will accomplish it). Our Recipe has been embedded into all of our core leadership programs. Whether a leader is participating in the Foundations of Leadership course or our unique CEO Signature Program led personally by CEO Gary Rodkin, he/she is exploring and learning about Our Recipe and what it takes for leaders to achieve it.



We have also developed a half-day workshop devoted entirely to Our Recipe called Owning Our Recipe. This workshop was designed to immerse employees in every part of Our Recipe. And because we believe leadership comes from all levels of the organization, this program has been made available to all employees and is facilitated by both business and HR leaders. During the workshop, attendees hear from CEO Gary Rodkin about the creation of Our Recipe for Growth and the importance of everyone living Our Recipe every day. Individuals identify and commit to "iconic actions" they will take to show their commitment to our cultural aspirations. More than 3,000 employees have taken part in the program, and it was featured in the February 15, 2012, issue of the Institute for Corporate Productivity's (i4cp) *Trendwatcher* publication.

ConAgra Foods Learning and Development Statistics for FY13



- Total ConAgra Foods Learning and Development Hours
- Training hours toward employee's current job
- Training hours toward employee's professional growth and development

Recognized in the Learning and Development Industry

One of the top two trends from the 2013 Fortune 100 Best Companies to Work For includes a focus on employee development. Over the past year, our Enterprise Learning team has been recognized by the industry for their cutting-edge programs and strategic approach to employee development. We ranked No. 77 on *Training* magazine's list of Top 125 Learning and Development organizations and No. 31 on *Chief Learning Officer* (CLO) magazine's Learning Elite list. Our focus on localizing learning content, personalizing the learning experience and using an enterprise approach and mind-set has enabled us to align the most relevant content for our employees



Leadership Development

Foundations of Leadership has two tracks, one for corporate employees and one for plant employees. Participants work with their managers to identify individual development areas. The program provides training that can be immediately applied to the job.

Our **Leadership in Action Program** is targeted toward upper management. It aims to increase business acumen and create a deeper understanding of our business customers, consumers and competitive landscape. More than 900 employees have completed Leadership in Action.

The **Leadership Excellence Series** is targeted at VPs and involves three sessions: leading yourself, leading people and leading the company. More than 1,000 employees have completed this program, and it has earned two prestigious awards.

The **CEO Signature Program**, now in its fifth year, leverages our CEO's valuable experience and keen perspective. The goal is to help managers reporting directly to the Senior Leadership Team develop the organizational capabilities and individual skills required to address business-critical opportunities and challenges. The program is limited to 8-10 participants in one program per year.



People Essentials

Managing People Essentials: I and **Managing People Essentials: II** build management skills (processes and procedures) related to performance management, talent management and individual development. These two best-in-class management development programs deliver a consistent methodology to all new and existing managers with direct reports. These programs are dynamic and award winning in the Learning and Development industry. Managing People Essentials: II is considered game-based learning at its best and has received a Brandon Hall learning industry award for best in class. Our self-directed individual development plan e-book is guiding our employees in their ability to create and activate a robust and meaningful development plan for their careers.

Employee Wellness

ConAgra Foods believes wellness is a key ingredient to living a happy, healthy and productive life, both personally and professionally. We have created a robust, outcomes-based wellness program that encourages employees and their spouses or same-sex partners to take charge of their health and create their own wellness journey.



Employees from Marshall, Mo., walk for 24 hours straight in Relay for Life.

This action-oriented wellness program encourages employees to participate in wellness screenings that can lead to a financial reward. If employees meet health targets or work with their personal physician to make progress toward identified health targets, they are eligible for additional financial incentives. To assist employees with their decision to live healthier lifestyles, participation in the program also gives them access to disease management resources, lifestyle coaching, maternity management coaching, online support communities and a 24-hour nursing hotline so they can get health-related answers when they need them.

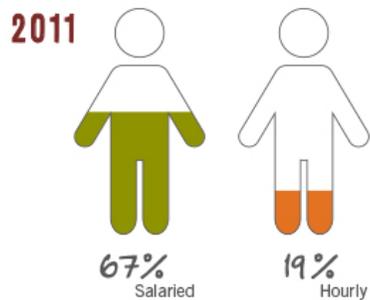
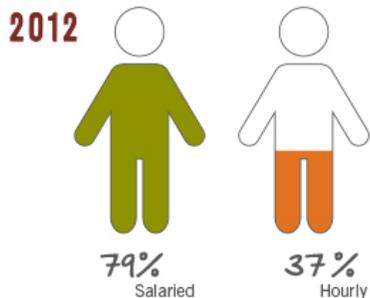


At our plant in Puerto Rico, employees created a boot camp class.

In calendar year 2012, we reinvented our wellness program to increase employee participation and focus on what matters most — health outcomes. **5,630 salaried employees and 3,544 spouses and same-sex partners participated in our wellness program.** This represents 79 percent of employees who were eligible to participate.

Based on initial health assessments, the **top five risks for ConAgra Foods employees include weight, cholesterol, blood pressure, lack of preventive exams and stress.** In order to qualify for progress-based incentives, employees and their spouses or same-sex partners must be within the required range of four out of five key health factor target measurements, or work with their personal physician on alternative targets. The target measurements are body mass index (BMI), cholesterol, blood pressure, glucose and tobacco use. Through this progress-based incentive program, employees and their spouses or same-sex partners enrolled in ConAgra Foods' medical plan are eligible to earn between \$300 and \$1,500 toward their health insurance premiums when they meet the wellness targets or work with their physician to make progress toward these targets.

Participation Rates for Wellness Program



Case Study

Choose to Lose with ConAgra Foods

Now in its fourth year, Choose to Lose with ConAgra Foods continues to help our employees achieve a healthier body weight using the principles of portion control and calorie balance. This employee weight-loss program emphasizes reduced-calorie eating and features branded ConAgra Foods products that offer built-in portion control for meals and snacks throughout the day.

To date,
1,878 participants
 have lost a total of
9,391 pounds.

In addition to helping employees manage their weight, this program integrates one of ConAgra Foods' key health and nutrition focus areas into employees' daily lives by reinforcing the importance of portion and calorie control within our product innovation process.

Wellness Target

BMI: Between 18 and 26

Cholesterol: <200 or <4.0 Ratio

Blood Pressure: <140/90

Glucose: ≤100 fasting or ≤140 non-fasting

Tobacco use: Tobacco-free by Sept. 30, 2013

**Or other individual targets as set by a physician*



Learn more about how our foods make it easier to manage calorie intake. ▶

Impacting Child Hunger

Doing Our Part to Make a Difference Through the Power of Food



More than 16 million¹ children in the United States live in food-insecure households — households in which there is not consistent access to food throughout the year. At ConAgra Foods, we know the power of food and the difference it can make in a child's education, health and life. We strive to live out our purpose of delivering everyday food in extraordinary ways by ensuring that children have access to and knowledge about food today and that solutions to child hunger are within reach tomorrow.

The ConAgra Foods Foundation, primarily funded by ConAgra Foods, Inc., started investing in child hunger causes 20 years ago, expanding Kids Café after-school feeding programs across the country. Since 1993, the Foundation has contributed more than \$60 million with leading anti-hunger non-profit organizations that have a mission of helping kids and families get access to food and facts about food to live active, healthful lives. It is the basis for the Nourish Today, Flourish Tomorrow platform.



facebook.com/ChildHungerEndsHere

In addition to this philanthropic commitment, we apply our resources and imagination to make a difference in a number of ways — from product donations to employee volunteer hours, to the Child Hunger Ends Here® cause marketing campaign designed to drive awareness of the cause and get consumers to take action.

We are doing our part to make a difference through the power of food — one child, one meal, one champion at a time.

¹USDA, Economic Research Report: Household Food Insecurity in the United States in 2013 (September 2013).

Hunger Facts

CHILD HUNGER IN AMERICA

more than **1 in 5** children
live in households that don't have
consistent access to food throughout
the year.....



↳ **MORE THAN 16.7 MILLION CHILDREN IN ALL**

Source: USDA 2011 Food Security Report

16.1 million

children lived below the poverty line* in 2011...

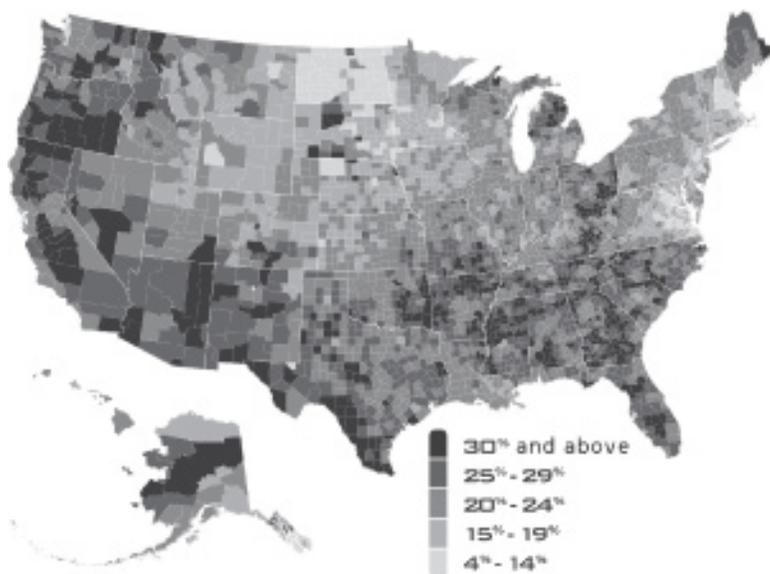


↳ ***\$23,018 OR LESS FOR A FAMILY OF FOUR IN 2011**

Source: U.S. Census Bureau

every county in the U.S.

has children struggling with hunger.....



Source: Map the Meal Gap, Child Food Insecurity, 9/11

31 million

children received free or reduced-price
lunch during the 2011 school year.....



Source: USDA 2012 USLP Fact Sheet

101,000

U.S. schools operate National School
Lunch Programs to provide meals to
low-income children.....



Source: USA, Fiscal Year 2011

Learn more about how ConAgra Foods gives back to the communities it serves.



> Child Hunger Ends Here



> ConAgra Foods Foundation



We donate the equivalent of 1 million meals each month¹ in product to Feeding America®, the nation's largest domestic hunger-relief organization with 200+ food banks nationwide.

Employees volunteer thousands of hours serving meals, stuffing backpacks at food banks across the country and more. Nearly 3,500 employees volunteered more than 7,000 hours during our 2013 Week of Service event.

We partner with retailers and food industry experts, as well as other business advocates, to engage consumers in the fight against hunger, helping kids and families in need.

Through the **Child Hunger Ends Here® campaign**, our brands invite consumers to take action by entering codes found on specially marked packages. For every code entered at childhungerendshere.com through August 31, 2013, we donated the monetary equivalent of one meal to Feeding America.² We exceeded our goal of 3 million meals, donating a total of 3.1 million meals.

¹Based on Feeding America conversion of 1.3 lbs. per meal.

²Donation per code entered = \$0.13, the cost to provide one meal through Feeding America's network of local food banks.



Our Foundation

Investing in High-impact Nonprofit Organizations to Find Solutions



Our Foundation's commitment

Since 1993, our Foundation has invested more than \$60 million in nonprofit organizations that fight child hunger — more than \$37 million to Feeding America alone. Our \$10 million, five-year pledge is the largest donation ever made to Feeding America specifically dedicated to fight child hunger.



Named **Feeding America's Leadership Partner** in the Fight to End Child Hunger in 2009.

First to fund many Feeding America initiatives, including:



After-school program national expansion



Hunger research — county-level child hunger data



Summer food service program expansion



Invested more than \$8 million in Share Our Strength between 2008 and 2013. Granted highest partner distinction of **Core Partner for Share Our Strength** in 2010. Helped provide effective tips, hands-on cooking instruction and educational tools through Share Our Strength's Cooking Matters program to 17,304 people in 2011—a 44 percent increase from the year prior.



Our Foundation supports culturally sensitive nutrition education to help Hispanic families live more healthful lifestyles through the *Promotores de Salud* program.

By leveraging [Feeding America's Map the Meal Gap](#) study, our Foundation invited nonprofits working in states with both a ConAgra Foods presence and a higher-than-average rate of food insecurity to apply for grants through our **Community Impact Grants Program**. This program is designed to support nonprofits that are finding innovative ways to combat child hunger and enhance nutrition education among at-risk populations. Since 2010, the Community Impact Grants program has invested more than \$2 million in 41 nonprofit organizations across the country.



During the school year, more than 20 million children qualify for free or reduced lunch. However, during the summer months, only a little more than 2 million children participate in the government's Simplified Summer Feeding Program. This is why the ConAgra Foods Foundation partnered with [Feeding America](#) to create the Hunger-Free Summer campaign.

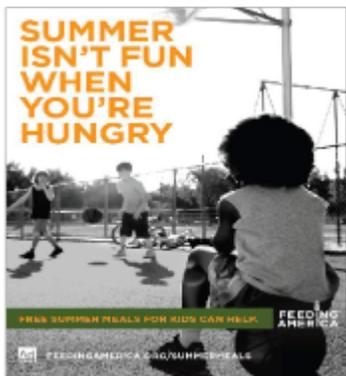
The goal of the Hunger-Free Summer campaign is to help participating Feeding America network food banks serve an additional 1 million meals through their unique and innovative community-based programs. **During the summer of 2013, 29 food banks in 20 states and the District of Columbia received grants from Feeding America, thanks to \$5 million in funding provided by the ConAgra Foods Foundation over the last five years.**

ConAgra Foods aligned with actor, advocate and father of five, Chris O'Donnell, to lend his voice to the millions of kids who may not know where their next meal is coming from this summer.



O'Donnell developed a video to draw awareness of child hunger, and for every view and share, a child gets a meal.¹ O'Donnell's participation brought the issue to life by asking the question: "What If Your Child Was the One," reflecting the more than one in five kids in this country who face food insecurity.

¹For every view or share by August 1, 2013, ConAgra Foods donated 12.5¢, the cost for Feeding America to provide one meal through its network of local food banks. Total views or shares: 500,000. Total donation: 500,000 meals.



The ConAgra Foods Foundation and Feeding America created public service announcements to make food bank clients relying on subsidized lunches during the school year aware of Feeding America and local food banks' summer food programs.

Our Company

Rallying Our Brands and Consumers to Lead the Fight

Child Hunger Ends Here®

With more than one in five U.S. children considered food insecure, we knew that expanding our 20-year commitment to addressing the issue was a social imperative. Child Hunger Ends Here gives consumers the information they need and an easy way to make an impact. In the fourth year of the Child Hunger Ends Here Spring campaign, 19 ConAgra Foods brands, including Marie Callender's®, Hunt's®, Orville Redenbacher's® and more, featured the Child Hunger Ends Here push pin on packaging. On these specially marked packages, shoppers could find a special code and enter it at ChildHungerEndsHere.com to trigger one meal donation to Feeding America.



To bring the campaign to life and to continue raising awareness of the issue, ConAgra Foods commissioned rising singer/songwriter Tori Kelly to compose a follow-up song to the successful "Here's Hope." Kelly's "Fill a Heart" strikes an emotional chord, emphasizing the power of companies, non-profits, individuals and communities banding together to help make child hunger in America a thing of the past.

> ChildHungerEndsHere.com

The USA TODAY Charitable Foundation and ConAgra Foods Held National Child Hunger Ends Here Competition

The USA TODAY Charitable Foundation and ConAgra Foods (NYSE: CAG) held a national Child Hunger Ends Here competition during the 2012-2013 school year for students in grades 7-12. The competition and related classroom learning activities were part of a larger campaign focused on ending child hunger in the U.S.

The winning classroom was from Lumpkin County High School in Dahlonega, Ga., Amber Gilleland, a health science teacher, led her class in successfully collecting an average of 708 meals per person. The winning classroom received a congratulatory luncheon, hosted by ConAgra Foods' marketing executives.



The winning student team, "Hunger Proof," was from Brawley Union High School in Brawley, Calif. The team's teacher, Ines Estrada, led the group consisting of five 12th grade students. Each member of the winning team received an iPad.

The competition was designed to make kids aware of the more than 16 million children facing food needs in communities nationwide. The activities helped to prompt action and advocacy on a local level by asking youths to create a cause marketing plan to activate their communities to collect non-perishable food products and donations and submit the results of their plans in a national competition.

Entries were judged on three criteria: a reflective essay, the average number of meals collected per student in each class or group and the average number of meals contributed per person by the community organizations targeted by the teams' marketing plan. Classrooms and youth groups were judged based on the highest average number of meals collected. The student team with the highest cumulative score based on each of the above components was named the winner.



Golf Event Raises Money to Feed Local Children

ConAgra Mills® and Spicetec Flavors & Seasonings® hosted their fourth annual Child Hunger Ends Here® golf event in July 2013, benefiting Food Bank for the Heartland's Mobile Pantry Program. The event took place at Indian Creek Golf Course in Elkhorn, Neb., attracted many members of the grains-based foods industry and raised \$110,000. The proceeds will help feed about 2,000 families throughout Nebraska and western Iowa over the next year.

"Each year, this event continues to grow," said Bill Stoufer, president, ConAgra Mills. "It is an opportunity for us to share our passion and commitment to give back to our community with many of our customers and industry partners. I am proud to team up with the Food Bank for the Heartland and am thankful for our generous 35 sponsors and 200 golfers who participated in this year's event."

Since 2010 when this event started, more than \$400,000 has been raised, which has helped feed more than 1,800 children through the Backpack program—a program that provides food to kids during the school year, especially during weekends and school vacations—and about 2,000 families through the Mobile Pantry program.¹

"It never ceases to amaze me," said Brian Barks, director of development and public relations, Food Bank for the Heartland. "The generosity, passion and culture of wanting to help and give back from the folks at ConAgra Mills and Spicetec Flavors & Seasonings is truly inspiring. They genuinely loved putting the event together, and they pulled it off without a hitch. It was an absolute thrill that they did this for us. It is the second largest single-day funding for the Food Bank of the Heartland."

¹Food Bank of the Heartland, omahafoodbank.org



Rallying employees in the fight against child hunger and rocking out to Cody Simpson's version of "Fill a Heart".

Our People

Giving and Volunteering to Make a Difference



April 5-19, 2013, marked the third annual companywide Week of Service event, with nearly 3,500 ConAgra Foods employees participating in 150 volunteer projects and volunteering more than 7,000 hours of service to community-based programs, doubling the amount of hours volunteered during last year's Week of Service. Employees packed meals, served hot lunches and sorted food at food banks to help local families in need.

Fiscal Year	Total Contributions	Total Cash Contributions, Foundation and Corporate	Total Amount of Matching Grants	Total Amount of In-kind Donations	Number of Grants Made to Local Charities*
2013	\$41,284,122	\$19,236,757	\$112,219	\$22,047,366	160
2012	\$33,200,228	\$14,677,241	\$113,235	\$18,522,986	174
2011	\$23,483,778	\$12,399,031	\$124,347	\$11,084,740	187
2010	\$27,917,416	\$8,107,688	\$107,724	\$19,702,003	165

Some Highlights from ConAgra Foods' 2013 Week of Service Include:



Omaha, Neb.

Nearly 800 employees **packed meals for the Kids Against Hunger Million Meal March** in Omaha. Additionally, Omaha employees volunteered more than 600 hours at Food Bank for the Heartland throughout the week, sorting food and packing nearly 9,000 backpacks for food distribution throughout the community.

Naperville, Ill.

Nearly 400 employees participated in more than 20 events at several area food pantries. On April 5, more than 100 Naperville employees partnered with Kids Against Hunger volunteers to pack 40,000 meals for distribution to local families.

Bentonville, Ark.

Employees from ConAgra Foods' Bentonville office worked together with the Northwest Arkansas Food Bank to **fill 5,500 bags (14,000 pounds) with donated ConAgra Foods products.** The bags were distributed to local school children through the Samaritan Community Center's Snackpacks for Kids program.

Kennewick, Wash.

Nearly 50 employees volunteered more than 180 hours at the Second Harvest Mobile Food Bank to distribute food to 360 families.



Each year, we strive to find new ways to engage our employees in the fight against child hunger. Our efforts are working, and there are more ideas on the way for FY14 and beyond. We know our employees care, and we are very proud to support their efforts to give back more.

We continue to support nonprofit organizations where our employees live and work through a variety of grants and financial contribution programs:

- The **Nourish Our Community** program is now in its nineteenth year. It provides grants to various employee-nominated organizations. In 2012, the committee selected 19 grants with a cumulative total of \$248,950. Our employees are proud to serve together on a committee to learn more about the range of community needs that exists where ConAgra Foods' facilities and plants are located. In addition, the employees are able to support a diverse set of nonprofit organizations ranging from volunteer rescue squads to hunger relief organizations.
- Our **Dollars for Doers** program enables ConAgra Foods to make a financial contribution on behalf of employees after 40 hours of service are completed. In addition, the Matching Gifts program boosts an employee's personal financial gift with a matched contribution to a charity of his or her choice in post-secondary education, hunger relief, health and wellness, nutrition education and community development.

Our Partners

Delivering Solutions and Impact

Creating the Anti-Hunger Leaders of Tomorrow

The work that ConAgra Foods and the ConAgra Foods Foundation do every day to address child hunger takes time, energy and commitment.



We understand that we can't solve child hunger alone, and we need to engage passionate people who are in key roles within organizations or the community-at-large and inspire them to contribute their talents and skills to help us achieve our goals. Leaders from grassroots charities to national nonprofit organizations are central to solving the challenges associated with child hunger. Anti-hunger leaders, volunteers and champions in every state work tirelessly to think of new and creative alternatives to help children get the nutritious foods they need.

The ConAgra Foods Foundation has been investing in the development of leaders for several years to serve in both paid and community volunteerism roles. The spectrum of our work in the leadership space has led to the discovery of relevant insights about how to better serve families in different parts of the country and to the expansion of rural and urban program sites so more kids have summer meals.

Development of Future Anti-Hunger Leaders = More Meals and Services for Kids

Finding Innovative Ways to Address Child Hunger Across the Country

ConAgra Foods Foundation's Community Impact Grants program supports grassroots organizations and programs that address child hunger and nutrition needs in communities where ConAgra Foods employees live and work and states and counties where rates of food insecurity among children are above average.

One such organization is Kid Power, a nonprofit based in Washington, D.C., which aims to inspire youth leadership by promoting academic advancement, physical and emotional wellness and positive civic engagement in underserved communities throughout the District of Columbia.

Last year, ConAgra Foods Foundation supported Kid Power's VeggieTime Project, a unique and holistic nutrition education and civic engagement afterschool program. Through the VeggieTime Project, 350 students worked with mentors to complete a series of lessons on a wide array of nutritional, environmental and agricultural concepts. The students then applied their learnings, creating and maintaining community and school-based gardens throughout the District of Columbia. In total, they maintained 54 garden beds at 11 different sites; 20 of the garden beds were new additions, built by the students themselves.



Students, alongside their mentors, maintain garden beds, harvest and sell fresh produce at local markets and schools.

Taking their education a step further, the students harvested and sold the fresh produce their gardens reaped at local markets and at their schools. In so doing, they increased access to fresh produce in underserved areas while gaining financial literacy, marketing and entrepreneurial skills. And finally, to bring their education full circle, the students donated their profits to programs designed to increase access to nutritious foods for those in need.

Beyond its profound impact on participating students, the VeggieTime Project is also designed to engage the entire family, incorporating parents in programming wherever possible. As a result, 80 percent of participating families reported regularly incorporating nutritious food and physical activity into their lives.

Feeding America Child Hunger Corps Member Site Map



 Cohort 1 — Six members in service
from August 2010 — August 2012

 Cohort 2 — Eleven members in service
from August 2011 — August 2013

 Cohort 3 — Nine members in service
from August 2012 — August 2014

 Cohort 4 — Six members in service
from August 2013 — August 2015

Training and Growing Future Leaders Through the National Food Bank Network

As part of the ConAgra Foods Foundation's \$10-million commitment to Feeding America, \$2.5 million is dedicated to supporting the growth and expansion of the ConAgra Foods Child Hunger Corps program. This custom-designed initiative provides a two-year placement for budding leaders who have the enthusiasm to advance the child hunger agenda across Feeding America's national food bank network. The main objective of the program is to increase the number of nutritious snacks and meals served to children in need in communities across the country. At the outset, Feeding America's goal was to have more than 30 Corps members placed in food banks over a five-year period ending in 2015. To date, 32 Corps members have been placed in food banks in more than 20 states from California to Maine.



Cohort 3 at their Program Implementation Training.

Corps members receive top-notch, pre-service training, in-service support and access to a growing network of colleagues who can be utilized for coaching, mentorship and sharing best practices. Each Corps member embarks on a three-step process to investigate child hunger needs in his or her food bank's respective service area, develops an action plan to enhance existing or create new child hunger programs and documents their impact. The first two groups of Corps members have completed their two-year commitment, resulting in five members maintaining positions with their host food bank. The remaining Corps members still in the field continue to engage in critical work, resulting in significant increases in the average number of meals and snacks served to children in their food banks' service areas compared to food banks without Corps members. Additionally, Corps members have been credited with strengthening local partnerships and increasing visibility for host organizations and adding value to other operational improvements such as fundraising and the use of data-driven decision making.



Cohort 2 Corps member, Traci Simmons (right), enhances child hunger programming at the Regional Food Bank of Oklahoma.

Corps members have played an instrumental role in helping their host food bank excel and often surpass organizational goals, focusing on key opportunities to reach and serve more children. An example of one of these budding leaders is Cohort 2 Corps member, Traci Simmons. Traci was applauded for her contributions to child hunger programming at the Regional Food Bank of Oklahoma. "Traci has done an amazing job with helping us to expand from two [school] pantries to now 84 active [school] pantries in less than two years. Her dedication to identifying needy counties and districts, building relationships with schools and community organizations, and training coordinators have made this rapid expansion a smoother process than it had any right to be."



Five Evidence-Based Factors to Reduce Food Insecurity

The ConAgra Foods Foundation is dedicated to continuous learning and seizes opportunities to make critical research available for the field that will empower organizations with data to support program enhancements and increase services to children in need. In October 2012, the ConAgra Foods Foundation released new research, developed by Professor Craig Gundersen, to help the various interest groups focused on reducing hunger align on a common strategy platform, determined by evidence-based research. The report, [An Overview of the Effectiveness of Various Approaches to Addressing Food Insecurity in the United States](#), provides an overview on the challenges of food insecurity in the country and outlines five factors that, according to research, have the greatest impact on reducing food insecurity. For each of these factors, Gundersen considered the evidence regarding its efficacy in reducing food insecurity and how each of these can be enhanced by the actions of foundations, food banks, policymakers, program administrators and advocates.

Our Partners

Delivering Solutions and Impact

Capacity Building for Impact among Key National Organizations

The Food Research and Action Center (FRAC) is the leading national nonprofit organization working to improve public policies and public-private partnerships to eradicate hunger and under-nutrition in the United States. FRAC works with hundreds of national, state and local nonprofit organizations, public agencies, corporations and labor organizations to address hunger, food insecurity and, their root cause, poverty.



FRAC works to enroll more eligible low-income children in programs like school breakfast, summer food, afterschool food and the Special Supplemental Nutrition Program for Women, Infants and Children (WIC). The federal child nutrition programs are key to ensuring children get the food they need to live healthful lives, but the programs have varying levels of participation state to state. There has been real progress, and the 2011-2012 school year represented a momentous achievement for the anti-hunger community. For the first time ever, more than 90 percent of schools serving lunch also served breakfast (20 years ago fewer than half of schools offered breakfast); and the proportion of low-income students eating a free or reduced -price breakfast compared to those eating a free or reduced-price lunch passed 50 percent (20 years ago fewer than a third of children ate breakfast). ConAgra Foods knows that tremendous effort and coordination of services were essential to achieving this incredible milestone and has been working with FRAC to develop a year-round outreach, training and technical assistance project to engage other key national organizations in the adoption and use of the federal child nutrition programs. The goal was to bring reputable organizations, particularly those whose missions aren't specifically focused on hunger, together to join FRAC and the ConAgra Foods Foundation in increasing children's access to in-school and out-of-school time meals.

With support from the ConAgra Foods Foundation, FRAC is partnering with the Center on Budget and Policy Priorities (CBPP), the Afterschool Alliance, the National League of Cities' Institute for Youth, Education and Families and the National Recreation and Park Association to increase their networks' knowledge and capacity to take advantage of the Federal Child Nutrition Programs. These organizations represent a sampling of the stakeholders that ConAgra Foods Foundation believes are an essential part of building a community of organizations and people to effectively address child hunger in the United States.

Some key results for the partners include:



The Center on Budget and Policy Priorities worked closely with FRAC to increase awareness, recruit and provide resources for schools to successfully implement community eligibility, a new benefit piloted in select states that allows schools with high percentages of low-income children to offer free breakfast and lunch to all students without paper applications. Together, FRAC and the Center exceeded their goal in the first three states implementing community eligibility. In Illinois, Kentucky, and Michigan, 665 schools serving more than 280,000 children were using the system by March 2013, with a nine percent increase, e.g., in the number of children receiving school breakfast.



Building from outreach efforts, the Afterschool Alliance estimated that 75 new program sponsors would serve 50,000 additional children through the Afterschool Meal Program during the 2012-2013 school year, with each child receiving at least two meals per week.



The National League of Cities generated increased awareness of the Federal Nutrition Programs through the distribution of information to cities across the country, including feature articles on the Summer Food Service Program in the Institute for Youth, Education and Families newsletter, with a circulation of 30,000 city leaders and staff.



The National Recreation and Park Association served 10,598,058 healthy out-of-school time meals and snacks to 215,427 children in 2012, an increase of 2,160,329 meals (26%) and 32,551 children (18%) over 2011.



Making a Difference in Our Own Backyard

For the past six years, ConAgra Foods has invited the Omaha-Metro area to “[Shine the Light on Hunger](#),” a campaign connected to the city’s outdoor holiday festivities. Last year, the combination of community support, matched by ConAgra Foods’ Foundation dollars, equated to 1.5 million meals through both in-kind and cash donations to the Food Bank for the Heartland.

During the holidays, ConAgra Foods constructs a professional ice rink on campus, turning the downtown location into a mini version of New York City’s Rockefeller Center; tracker boards, signage and other materials educate the public about food insecurity in the area and what people can do to help.

The community is encouraged to drop off nonperishable goods, and the \$5 skate rental and ice fee goes directly to the Food Bank for the Heartland. The ConAgra Foods Foundation matches donations dollar for dollar, therefore one person’s skate time equates to a \$10 donation to the food bank, or the equivalent of 30 meals at the local level.

More than 18,000 skaters took to the ice last year, raising funds for the campaign through admission and concession sales. The ice rink has become an annual tradition that not only raises funds, but also provides safe family entertainment that allows people to have fun, give back and spread the word.

Good for the Planet

Highlights



We've announced new goals for 2020 to reduce greenhouse gas emissions, conserve water and eliminate waste.

[Sustainability Goals >](#)



Our St. Louis DAVID® Seeds facility was determined to challenge old habits to improve efficiency and reduce GHG emissions.

[Climate Change >](#)



This year, ConAgra Mills drove change by piloting flour delivery using a truck powered by liquefied natural gas.

[Transportation >](#)



Day by day and growing season by growing season, Lamb Weston® is transforming farming practices in a sustainable way.

[Sustainable Agriculture >](#)



About 37.9 percent of the water we use is recycled and used for irrigation at neighboring farms for beneficial agricultural use.

[Water Resources >](#)



ConAgra Foods strives to redirect food waste to its most beneficial use.

[Eliminating Food Waste >](#)

Sustainability Goals

Focusing on What Matters Most

ConAgra Foods' sustainability goals address the environmental issues that are most material to our business: climate change, water resources, eliminating waste, sourcing materials and services and long-term access to materials. We also believe that collaborating with others to manage these issues is critical to creating a sustainable global food supply. Climate change affects agricultural industries throughout the world, and is fundamentally changing how we manage energy use in our facilities. The availability of clean water is essential to how we prepare food and critical to the farmers that grow our raw ingredients. Preventing waste — particularly food waste — is an important measure of our operating efficiency and an emerging social and environmental issue.



Establishing a Shared Vision for Sustainability

In FY10, ConAgra Foods declared a comprehensive set of sustainability goals for FY15. Over the past three years, we've made good progress against many of those targets, though work still remains in some areas. At the same time, we're integrating the former Ralcorp business and other newly acquired businesses, including the numerous related facilities into our goals.



To re-align the combined organization on sustainability, we are announcing a new vision for 2020. Our focus areas remain largely the same, but we've established new measurable objectives for the next several years. We're working against two business strategies: first, striving to eliminate waste of all kinds – energy, water, and materials – to improve efficiency in our operations; second, ensuring we have long-term access to the resources required to make our products through sustainable sourcing programs.

Sustainability Goals

Striving to Eliminate Waste

2015

Reduce Greenhouse Gas Emissions

- Reduce greenhouse gas emissions by 20 percent per pound¹

2020

Address Climate Change through Energy Efficiency and Innovation

- Reduce greenhouse gas emissions by 20 percent per pound¹

Make Every Drop Count

- Reduce water use by 15 percent per pound¹

Reduce Water Use and Address Water Risk

- Reduce water use by 20 percent per pound¹
- Continue to monitor changes in water availability and quality in the areas where we operate

Keep Waste Out of Landfills

- Divert at least 75 percent of waste from landfills

Keep Waste Out of Landfills

- Reduce waste generation by 1 billion pounds in our facilities by 2020³
- Continue our zero waste-to-landfill journey, while focusing on directing materials to the most beneficial use
- Lead the industry in packaging for sustainable systems, with continuous improvement of design and understanding the role packaging plays in preventing food waste

Package Smarter

- Reduce packaging by 10 percent per pound of product produced²
- Increase the amount of packaging made from renewable resources from 45 percent to more than 50 percent²
- Increase the use of recycled content in our packaging by 25 percent²

Food Access & Availability

2015

Sustainable Sourcing & Supplier Engagement

- Actively work with our supply chain to encourage continual improvement in the areas of energy, water, materials and waste
- Collaborate with growers of key specialty crops to implement sustainable farming practices that optimize yield while improving land stewardship

2020

Work with our supply chain partners toward assuring long-term access to ingredients and materials needed to make our products

- Encourage implementation of sustainable agriculture practices with our contracted farmers through implementation of a field-level, metrics-based program
- Participate in certified sustainable sourcing programs, where material to our business

¹ From baseline levels in 2008

² From baseline levels in 2009

³ From baseline levels in 2011



ConAgra Foods' Sustainable Development Awards Program

ConAgra Foods' Sustainable Development Awards program continues to be the cornerstone for engaging employees, recognizing the most outstanding sustainability innovations and sharing best practices across the organization. **This year employees submitted 90 award applications describing projects that significantly reduced our environmental impact** while cutting costs by \$26.6 million, proving again that sustainability delivers tangible business results.

Results of our Sustainable Development Awards Program

	2013	Total Since 2009
Decreased Carbon Footprint (Metric Tons)	27,400	145,000
Conserved Water (Gallons)	646 M	1.8 B
Solid Waste Diverted (Tons)	23,000	153,000
Solid Waste Reduced (Tons)	4,000	17,000
Packaging Reduced (Tons)	1,500	17,600
Cost Savings	\$26.6 M	\$121.3 M



Case Study

Efficient Glue System Really Sticks

A new spray glue system cut glue use in half across four ConAgra Foods canning facilities. The new system applies just the right amount of glue to a can, precisely where needed to best affix the product label. This improvement in process efficiency reduced waste and improved operating reliability. The spray glue system runs at a lower operating temperature, resulting in a cooler working environment for employees.



“Employee engagement, imagination and innovation played an even bigger part in this year's applications. It reflects an ongoing evolution of ownership and commitment at every level in the company, further integrating sustainability into how we do business every day.”

Gail Tavill, vice president, Sustainable Development

Environmental Management & Compliance

As outlined in our global [Environment, Occupational Health and Safety Philosophy statement](#), signed by CEO Gary Rodkin in 2009, ConAgra Foods is dedicated to making the food people love in an environmentally responsible way. Compliance with federal, state and local environmental laws and regulations provides the foundation for our sustainability programs. Through the implementation of a robust Environmental Management System, we proactively manage environmental issues and share best practices among our facilities around the world. Furthermore, environmental compliance is routinely assessed through a combination of internal and third-party environmental audits. When compliance issues arise, our team of environmental directors works closely with the affected facility to educate and develop effective action plans and track findings to resolution.

In FY13, ConAgra Foods received 20 Notices of Violation (NOVs) at 13 of our facilities and paid a total of \$36,371 in environmental fines. This is a 30 percent reduction in NOVs from FY12. Approximately two-thirds of the NOVs were issued due to exceeding wastewater parameters. The majority of the violations occurred at two of our locations where we were finalizing projects that installed engineering controls and worked with local agencies to update permits to reflect current operating needs. The remaining NOVs primarily resulted from Risk Management Plan deficiencies and administrative errors, such as missing permit filing deadlines.

Climate Change

Climate change remains one of our most significant environmental challenges, impacting our agricultural supply base, potentially threatening our water supply and fundamentally altering growing regions, as we now know them. It is imperative that we reduce greenhouse gas emissions within our own operations and throughout our supply chain to mitigate these risks and build a business that is resilient to climate change.

Our greenhouse gas management program is founded on an understanding of facility-specific emission sources to enable strategic decisions regarding reduction opportunities. These decisions are enabled by data, with many of our locations tracking greenhouse gas emission per pound of production on a daily or weekly basis. Furthermore, we believe that accountability for making year-over-year improvements is integral to achieving our 20 percent greenhouse gas reduction goal by 2020.

Because nearly 95 percent of ConAgra Foods greenhouse gas emissions result from natural gas and electricity use, reducing greenhouse gas emissions and improving energy efficiency are essentially one and the same. We believe rather than purchase carbon offsets, it is most impactful and cost effective to reduce our greenhouse gas emissions. Consistent with this approach, we did not purchase carbon offsets in FY13.

CDP Climate Change Disclosure

ConAgra Foods has responded to the CDP's Climate Change disclosure since 2008, providing detail on the business risks and opportunities related to climate change. Our responses are publicly available on the [CDP website](#), or accessible using the links below.

2008 **2009** **2010** **2011** **2012** **2013**

Reducing Greenhouse Gas Emissions Throughout the Value Chain





Case Study

Full Steam Ahead

ConAgra Foods' canning plant in Archbold, Ohio, optimized its system operations by simultaneously improving cooling tower and boiler efficiency - ranging from right-sizing steam traps to adjusting steam pressure. Motor and pump upgrades and the installation of heat exchangers systematically improved cooling tower efficiency, reducing natural gas use while conserving more than 9 million gallons of water annually. At the same time, boiler optimization improved heat recovery throughout the system, further reducing natural gas use. **Combined, these projects reduced greenhouse gas emissions by more than 3,900 metric tons annually.**

Our Goal: Reduce
greenhouse gas
emissions by
20 percent per
pound by 2020.

Greenhouse Gas Inventory

Scope 1 & 2 Emissions

ConAgra Foods' is committed to reducing greenhouse gas emissions by 20 percent per pound by 2020. With a diverse portfolio of food — ranging from canned tomatoes to frozen potatoes to popcorn — we're mindful that each type of product requires different energy inputs, resulting in varying carbon intensities. We're leveraging this knowledge to further refine our greenhouse gas emissions reduction strategy, targeting those products and processes that are most energy-intensive.

In FY13, our Scope 1 and 2 greenhouse gas emissions were about 1.9 million metric tons. Our total Scope 1 and 2 emissions have decreased by 3.8 percent since FY08. Our carbon intensity — or metric tons of carbon per ton of product produced — has decreased by 1.5 percent since FY08. About 95 percent of our greenhouse gas emissions come from our use of natural gas and electricity.



To drive progress toward our greenhouse gas reduction goal, we have begun to include business unit greenhouse gas reduction targets in performance appraisals for leadership at both corporate and plant levels. This initiative is based on site-specific, year-over-year greenhouse gas reduction goals. In support of this, many of our facilities integrate greenhouse gas reduction strategies into the annual site master planning process. It is management processes like these that are increasing accountability throughout our organization while driving greater employee awareness and engagement.

Scope 3 Emissions

ConAgra Foods also reports on select Scope 3 greenhouse gas emissions where:

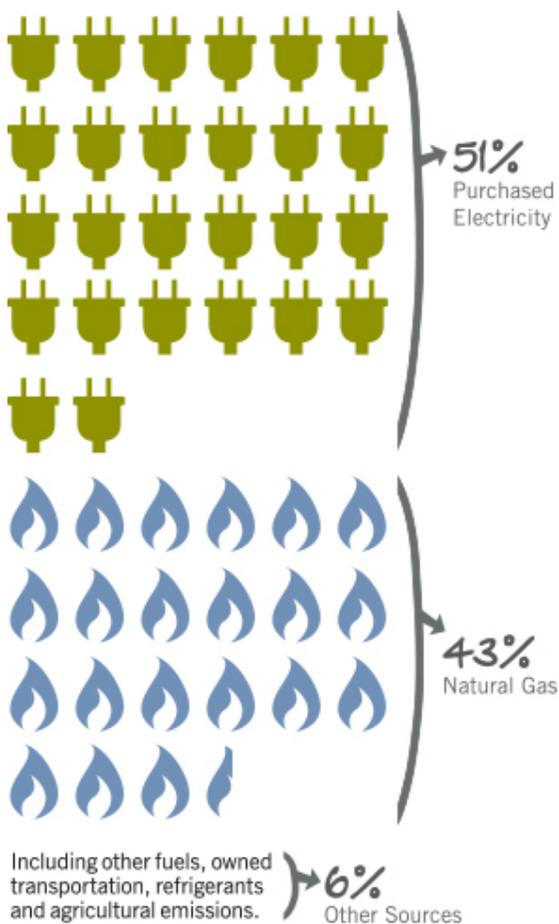
- Data are reasonably available
- Emission factors are accurate and based on sound science
- The value and insights gained from the information outweigh the costs of gathering the data

We've included detailed information in this report about the greenhouse gas emissions associated with the use of contracted [transportation](#) to ship finished food from our manufacturing facilities to our customers. We also share information about the greenhouse gas emissions generated by our employees' business travel in our publicly available response to the [CDP](#) climate change investor questionnaire.

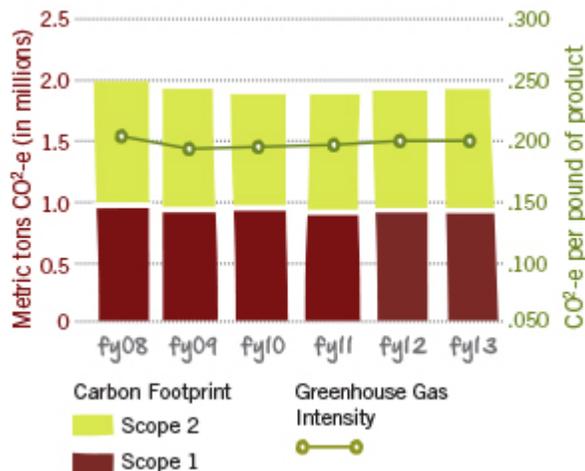
This is the first year that ConAgra Foods reported Scope 3 greenhouse gas emissions associated with solid waste management practices using the [Environmental Protection Agency's Waste Reduction Model \(WARM\)](#). Using facility-specific solid waste disposal and diversion data in more than 15 different material types, WARM provides insight to the greenhouse gas emissions reductions associated with [diverting solid waste from landfills](#).

Greenhouse Gas Emissions by Source

percent of total Scope 1 & 2 emissions



Carbon Footprint & Intensity



> Data Summary



Case Study

Shutting Down Old Behaviors

Focused on changing behaviors to conserve energy and reduce greenhouse gas emissions, the **St. Louis DAVID® Seeds facility was determined to challenge old habits and improve efficiency.** Beginning with a combustion audit, the team identified opportunities for energy reduction in every area of the plant. For example, creating daily shutdown checklists for each area based on production and sanitation schedules made for easy implementation. **The simple procedures adopted by our facility reduced annual natural gas use by more than 9,500 dekatherms, cutting greenhouse gas emissions by more than 500 metric tons.**

Energy Use & Efficiency

About 94 percent of our greenhouse gas emissions comes from our use of natural gas and electricity. Therefore, we track these metrics at the facility level on a monthly basis and provide quarterly reports to management, sharing progress toward our greenhouse gas reduction goal. Many of our locations also track these metrics on a daily or weekly basis, making energy use a key performance indicator for daily operations.

Between FY08 and FY13, we decreased our total electricity use by 1.6 percent and natural gas use by 4.1 percent. Our energy intensity — or energy use per pound of product produced — decreased for natural gas (1.8 percent) and increased for electricity (0.8 percent). To further drive accountability in improving energy efficiency, we've added site-specific reduction goals to the performance expectations of senior leadership and managers throughout the company.

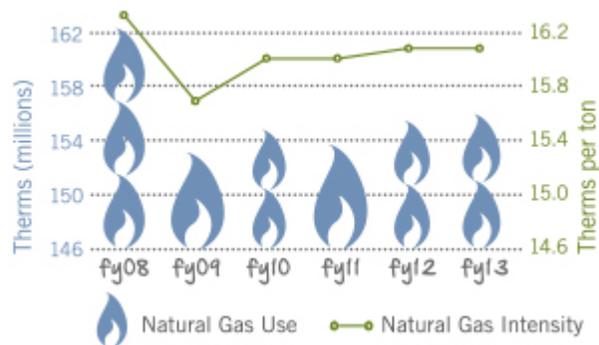


Case Study

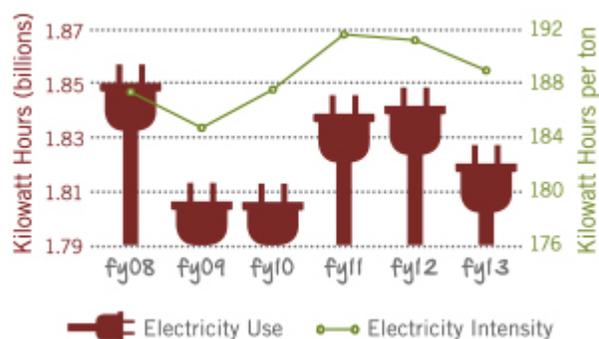
ENERGY STAR®

In FY08, ConAgra Foods worked closely with the U.S. Environmental Protection Agency's Energy Star program to develop a sector-specific Energy Performance Indicator (EPI) tool for frozen potato products. In 2009, our Lamb Weston® plant in Quincy, Wash., was the first to earn ENERGY STAR® certification, meaning the plant is in the top quartile for energy efficiency within the sector. Since then, additional Lamb Weston facilities in Richland, Wash., Boardman, Ore., and Park Rapids, Minn., have also earned this recognition. We continue to track our frozen potato facilities' progress toward achieving ENERGY STAR® certification, and we are implementing projects to improve energy efficiency across our Lamb Weston portfolio.

Natural Gas Use



Electricity Use



> Data Summary



Case Study

If the Meter is Spinning, We're Not Winning

Employees at ConAgra Foods' Rensselaer, Ind., popcorn facility formed an Energy Use Reduction Team, focused on identifying simple, low-cost changes to improve electrical efficiency. Fueled by employee engagement, the team focused on production line energy use, compressed air systems, interior lighting and HVAC efficiency to reduce electricity consumption. The team developed and implemented comprehensive shutdown procedures and an air leak detection program, which were integrated into the facility's continuous improvement program. Small changes added up to big results: **a 12 percent reduction in electricity per pound, reducing greenhouse gas emissions by more than 600 metric tons.**

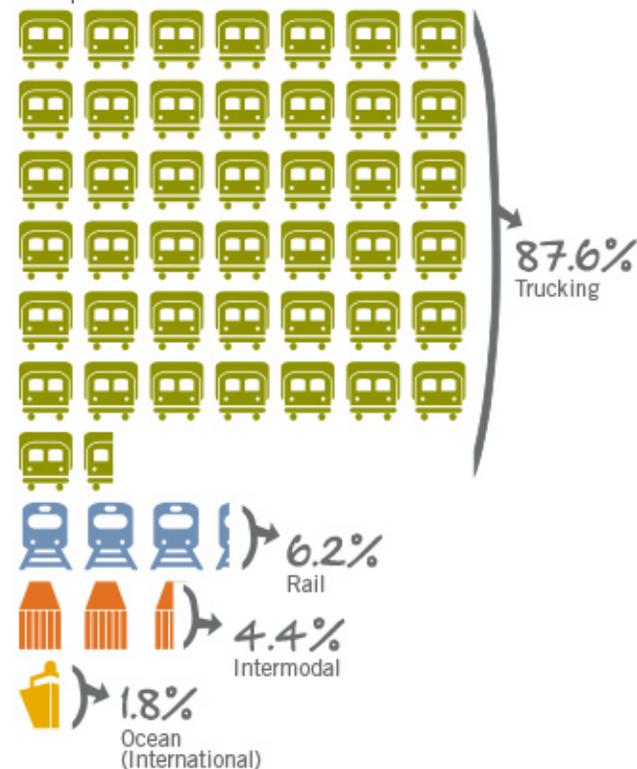
Transportation

Farm-to-fork transportation and storage of raw materials, ingredients and finished products contribute to the total life cycle environmental footprint of our food. The transportation data included on this page are those that ConAgra Foods influences directly, either by contracting with carriers or by using fleet vehicles we own or lease. This primarily includes transportation used to move finished products to customers' distribution centers, though there are some exceptions when ConAgra Foods manages the transportation of raw ingredients. About 95 percent of our transportation is contracted, and the emissions of those vehicles are categorized as Scope 3 greenhouse gas emissions in accordance with the World Resources Institute and the World Business Council for Sustainable Development Greenhouse Gas Protocol.

We are working aggressively with our transportation business partners, distributors and customers to improve transportation efficiency and reduce greenhouse gas emissions. We rely on a variety of contracted transportation services including rail cars, intermodal, trucks and ocean freighters to meet the inbound and outbound transportation requirements for our food. In addition, ConAgra Foods' J.M. Swank® distribution business owns and operates a private fleet and contracts with many third-party carriers to service other segments of the food processing industry. Whether contracted or owned, ConAgra Foods is focused on improving the efficiency of every mode of transportation it uses.

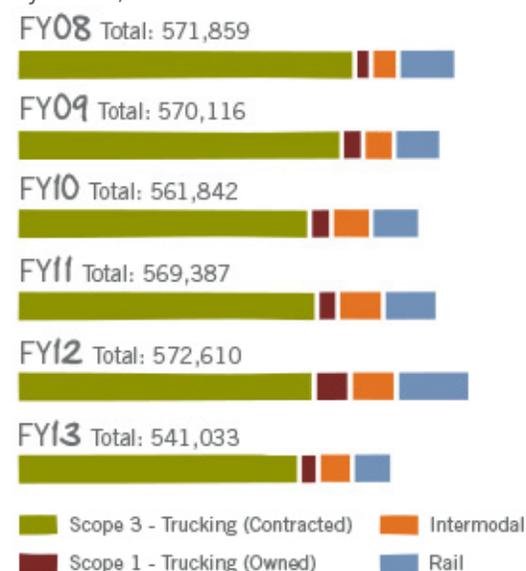
FY13 Transportation Footprint

as a percent of volume moved



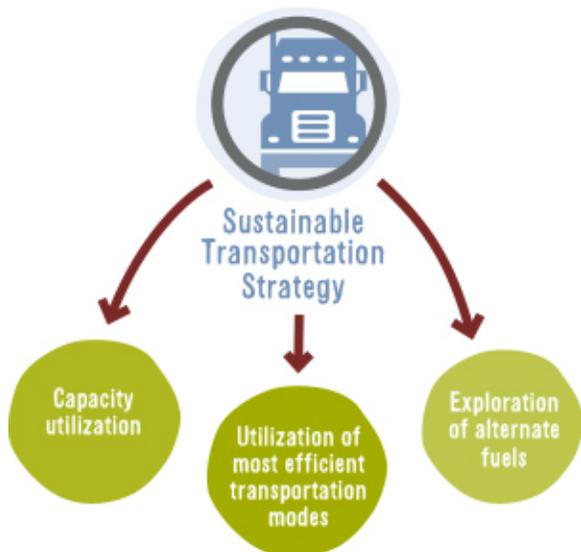
Transportation Carbon Footprint¹

by mode, metric tons



¹ Greenhouse gas emissions not calculated for ocean freight because mileage is not available.

> [Data Summary](#)



ConAgra Foods' comprehensive sustainable transportation strategy focuses on improving efficiency in three ways. First, we are continuously improving pallet efficiency by optimizing package size and orientation to fit the most products on each shipment. Second, we evaluate available modes of transportation and seek to use the most efficient method. For example - though still a small part of our transportation footprint - we've increased the amount of product moved using intermodal transportation by more than 30 percent compared to FY08. Last, we're beginning to explore the viability of alternate fuels through initiatives like a ConAgra Mills pilot project with Eagle Transportation that involves the use of a truck powered by liquefied natural gas. Combined, these efforts ensure we're moving our products in the most efficient way possible, reducing costs and cutting greenhouse gas emissions.



The amount of product ConAgra Foods moves using intermodal transportation has increased by more than 30 percent compared to FY08.

Case Study

ConAgra Mills® Flour Delivery Using LNG Fueled Truck

This year, ConAgra Mills drove change by piloting flour delivery using a truck powered by liquefied natural gas. ConAgra Mills transportation partner, Eagle Transportation, runs a daily route between the flour mill in Colton, Calif., and regional customer locations. Natural gas burns cleaner than conventional gasoline or diesel due to its lower carbon content, resulting in less greenhouse gas emissions per mile. The truck runs 346 loads annually, running 5 days a week, hauling more than 14 million pounds of flour more than 45,000 miles each year.

Case Study

J.M. Swank® — Swanky New Rides

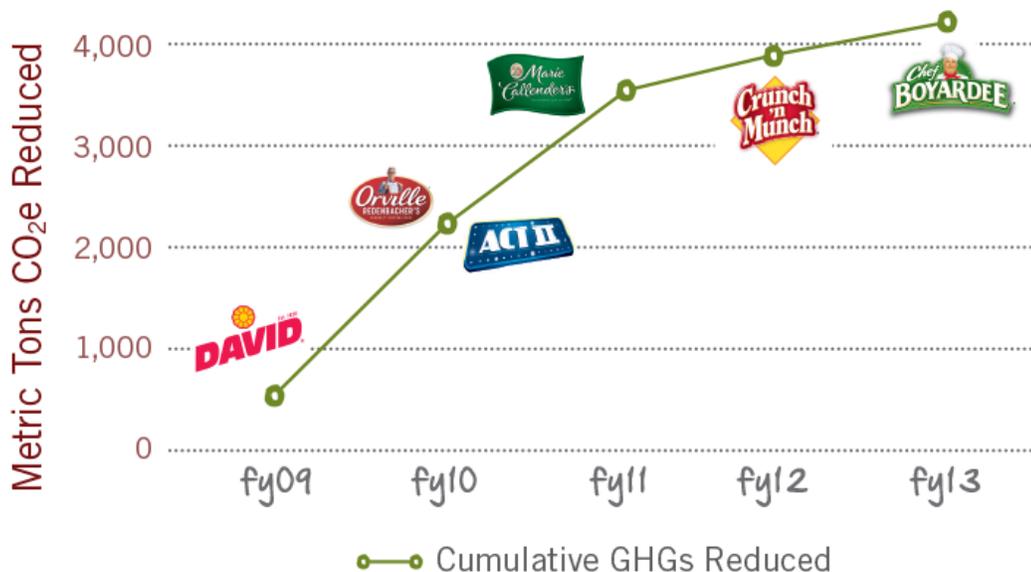
FY13 marked the first year that J.M. Swank, ConAgra Foods' national ingredients distributor, operated with an upgraded fleet to continue to provide exceptional service to customers. Each of its 55 new trucks is equipped with environmentally friendly features, such as tires with advanced air inflation systems that reduce rolling resistance in order to increase fuel efficiency and tire life. The new vehicles also use battery-powered auxiliary systems and catalytic reduction engine systems to reduce nitrous oxide emissions and improve fuel economy. Updated aerodynamic fairings —the large, sleek-looking structures attached to the tops of truck cabs — are reducing drag and contributing to better gas mileage. **Overall, it's estimated that this project will save 140,354 gallons of diesel fuel every fiscal year, reducing greenhouse gas emissions by 1,400 metric tons annually.**

Case Study

Perfect Pallet Update

In its fourth year, ConAgra Foods' perfect pallet initiative continues to improve transportation efficiency in two ways: first, by reconfiguring existing product pallets to improve transportation efficiency, and second, by changing the shape and size of our packages to optimize pallet configuration. Since 2009, we have implemented more than 50 perfect pallet projects, which have reduced diesel fuel use by more than 400,000 gallons. These improvements enable us to move more food in each truck, effectively reducing the distance driven by more than 2.2 million miles - enough to circle the earth 90 times. Combined, these projects have cut greenhouse gas emissions by more than 4,100 metric tons. **For example, between FY11 and FY13 we optimized pallets for some of our Chef Boyardee® SKUs, adding another layer of cases per pallet. This multi-year project conserved more than 13,000 gallons of diesel fuel and cut greenhouse gas emissions by more than 130 metric tons.**

Perfect Pallet GHG Emissions Reduction



FY09 - DAVID® Seeds

- Conserved more than 53,000 gallons of diesel fuel
- Eliminated 292,000 miles from our network
- Cut greenhouse gas emissions by 540 metric tons CO₂

FY12 - Crunch 'n Munch®

- Conserved more than 10,000 gallons of diesel fuel
- Eliminated 55,000 miles from our network
- Cut greenhouse gas emissions by 100 metric tons CO₂

FY10 - Act II® and Orville Redenbacher's®

- Conserved more than 56,000 gallons of diesel fuel
- Eliminated 308,000 miles from our network
- Cut greenhouse gas emissions by 570 metric tons CO₂

FY13 - Chef Boyardee®

- Conserved more than 13,000 gallons of diesel fuel
- Eliminated nearly 73,000 miles from our network
- Cut greenhouse gas emissions by 130 metric tons CO₂

FY11 - Marie Callender's®

- Conserved more than 111,000 gallons of diesel fuel
- Eliminated 611,000 miles from our network
- Cut greenhouse gas emissions by 1,100 metric tons CO₂

Water Use

We understand the importance of protecting one of the planet's most critical resources — water. Our suppliers and contracted growers depend on the availability of clean water to grow crops and produce the raw materials needed for making our food. Our own facilities rely on access to clean water to operate, prepare food on a commercial scale and ensure that our equipment meets or exceeds food safety and quality standards. As a result, our water resource strategy guides how we actively manage water resources across the value chain and factors in both water use and water quality.

In FY13, ConAgra Foods decreased its total water use by 7 percent compared to FY08. Our water intensity — the water we use per pound of production — also decreased by 4.8 percent during this same period. Perhaps most promising is that we've reduced water use per pound by 6 percent compared to last year, showing that our conservation efforts are producing tangible results.

Our goal: Reduce water use by 20 percent per pound by 2020.

About 40 percent of the water we use is recycled and used for irrigation at neighboring farms, returning a significant portion of the water to beneficial agricultural use.

ConAgra Foods makes a variety of food products, each of which requires a different amount of water to prepare. Though there are many similarities in the ways we use water (e.g. for producing steam for cooking, for cleaning to ensure food quality, etc.), there are fundamental differences in how much water is needed for various products. Understanding the water-to-food ratio for our products translates into plant-specific conservation projects that work to increase efficient water use in our manufacturing processes and sanitation procedures, enabling us to better prioritize conservation efforts across our portfolio.

Our Food Preparation Facilities

Reducing the amount of water we use is just as important as paying attention to the quality of water we discharge to local communities. We withdraw water from three sources: municipal systems, onsite wells and adjacent surface water bodies. Similarly, we discharge wastewater in three ways: to publicly owned treatment facilities, as land application or irrigation and directly to surface water bodies.



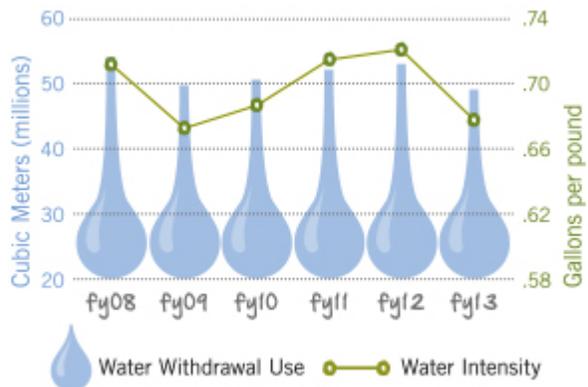
ConAgra Foods' sustainable agriculture program focuses on crops like Lamb Weston potatoes.

Our Supply Chain

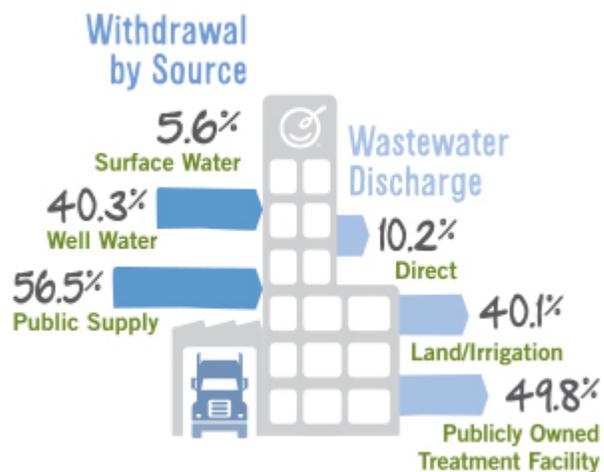
Agriculture is a major user of ground and surface water in the United States, accounting for approximately 80 percent¹ of the nation's consumptive water use. That is why ConAgra Foods' sustainable agriculture program focuses on reducing water use for crops where we have direct relationships with growers, including potatoes, popcorn, tomatoes and specialty varieties of wheat.

¹United States Department of Agriculture Economic Research Service

Total Water Withdrawal & Water Use Per Ton of Product



Water Withdrawal Source & Wastewater Discharge Destination



> Data Summary

How We Use Water



Moving Raw Ingredients

Some ingredients use water to move through our facilities. For example, tomatoes are unloaded from trucks coming straight from the farm and put into flumes, where they float to our steam peelers. Flotation serves multiple purposes; it helps to protect the tomatoes from damage, allows us to better sort them for best use in our products and helps clean them of soil and stems.



Preparing Ingredients

Many ingredients — such as potatoes and beans — need to be washed before they are cooked, just as they would at home.



Cooking Food

Whether we are blanching beans, cooking pasta or steam peeling tomatoes, we use water and steam to cook food.



Sanitation

Keeping our food safe requires a rigorous sanitation schedule. Water is used to routinely clean our facilities, kitchens and preparation areas.

Case Study

Watch It! That's My Water, Too



Our Wesson Oil facility in Memphis, Tenn., created an internal tool to track weekly water use, energy use and greenhouse gas emissions. Regular communication of these metrics to plant management and hourly associates resulted in a number of projects intended to conserve water use. For example: boiler operators more accurately managed the reservoir to meet the production demands; maintenance teams ensured operating procedures aligned with equipment specifications; and sanitation teams applied conservation practices without compromising food safety and quality. **These efforts conserved 169 million gallons, reducing water use by 15 percent.**

Case Study

Mission ImPasta



By challenging the way things had always been done, **ConAgra Foods frozen foods facility in Russellville, Ark., reduced water use by 13 million gallons.** The facility has two pasta cookers that previously controlled hot water by manually adjusting valves which resulted in overflow when employees had to operate multiple cookers. The facility installed better controls with level sensing capability to allow for automatic control of water level and steam flow when load rates change and during starts and stops. **In addition to reducing Russellville's water use by five percent, this project also cut greenhouse gas emissions by 900 metric tons.**

Water Risk

Water-related risks are particularly threatening to the food industry, with a global supply chain intensely dependent on the availability of clean water to grow ingredients. Managing water risk — both at our own facilities and those embedded in our supply chain — is critical to ConAgra Foods' long-term business success.



During FY12, we managed risks associated with historic flooding of the Missouri and Mississippi Rivers in the central United States. Flood waters were exceptionally close to some of our production facilities and directly affected the lives of many of our employees. At the start of FY13, we found this same area of the country under record-setting droughts. In fields that were completely washed out by flooding just a year prior, cornstalks struggled to grow, turning brown due to the lack of water. This stark contrast provides an example of how water is indeed a critical local issue, with

potential for global consequence.

ConAgra Foods has responded to the CDP Water Disclosure Project since its inception. The project provides information to the global marketplace on investment risks and opportunities associated with water risk. Our responses are publicly available on the CDP's website.

Direct Water Risk Exposure

In FY11, using the Global Water Tool developed by the World Business Council for Sustainable Development (WBCSD), we first began mapping each ConAgra Foods facility against areas of watershed stress and incoming water flow and quality. We annually refresh this tool based on our current operating footprint. We also reaffirmed this year that, based on 2025 projections, 99 percent of our production facilities are located in areas with a sufficient water supply, including 93.9 percent of locations located in areas with an abundant water supply. Furthermore, when considering this analysis as a percentage of our water withdrawal, we found that 89 percent of our total water use is coming from areas of low water stress based on the WBCSD's Mean Annual Relative Water Stress Index.

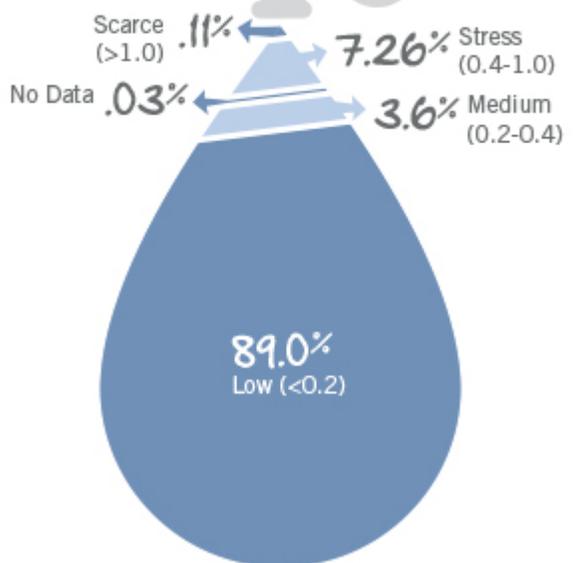
Despite the fact that our facilities are located in areas of low water risk, effectively managing water resources — both in terms of water use efficiency and wastewater discharge quality — is one of our top sustainability priorities. In the years ahead, we plan to take our analysis beyond the WBCSD Global Water Tool and leverage knowledge of local watersheds and regulatory environments to better understand our risk exposure.

Supply Chain Water Risk Exposure

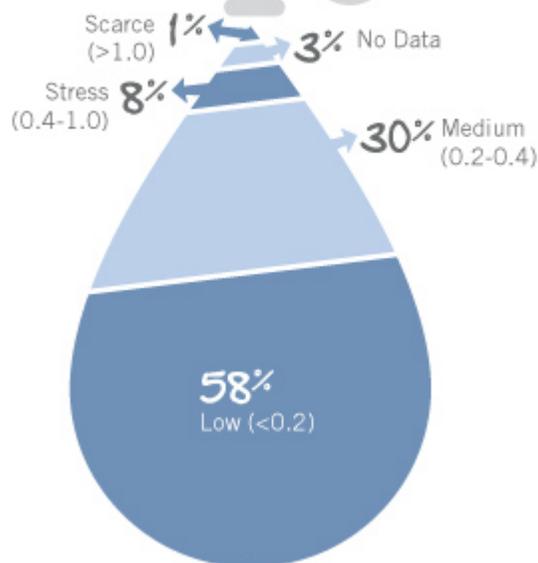
During FY11, we strategically expanded our analysis by also assessing production locations for select Tier 1 ingredients and packaging suppliers. Evaluating more than 250 locations in seven countries, we gauged the water-related risks for some of our largest and most critical suppliers. Based on 2025 projections, 82 percent of selected suppliers are not located in water-stressed areas. In fact, 75 percent of the selected suppliers are located in areas with abundant water. Based on WBCSD's Mean Annual Relative Water Stress Index, more than half of the selected suppliers are located in areas of low stress, while more than 85 percent are not located in water-stressed areas. ConAgra Foods will revisit our supply chain water risk exposure during FY14, as we complete the integration of Ralcorp's supply chain.

Mean Annual Relative Water Stress Index

ConAgra Foods Production Facilities percent of water usage



Select Tier 1 Supplier Facilities percent of locations



Indicator based on the ratio of human water use (sum of domestic, industrial and agricultural, in km³ per year) to renewable water resources for 1995 (in km³ per year) at 30-minute (latitude by longitude) resolution. A ratio of 0.4 or greater indicates conditions of water stress.



Case Study

Conservation Continues

Our Lamb Weston frozen vegetable processing plant in Paterson, Wash., has established a low-capital, high-awareness approach to conservation. Building off a 19 percent reduction in water use per pound in FY11, the facility conducted a comprehensive review of water processes to identify opportunities to further increase efficiency of water use. Conservation measures implemented ranged from installation of flow restricting devices, reducing freeze tunnel defrost times, lowering plant process water feed pressure and optimizing plant sanitation and defrost schedules. **The facility achieved an additional 14 percent water use reduction per pound in 2012, saving 30 million gallons of water annually.**

ConAgra Foods is committed to continuing to monitor and mitigate water risk in our operations and supply chain

Water Risk

Water Scarcity Map

Annual Renewable Water Supply Per Person (cubic meters/person/year), 2025

Abundant (> 4,000 m³/p/y) 63 locations, 93.9% of total water use

Facility Location	Operations Type
Alton, Ill.	ConAgra Mills
American Falls, Idaho	Lamb Weston
Archbold, Ohio	Consumer Foods
Batesville, Ark.	Consumer Foods
Boardman, Ore. (2 loc.)	Lamb Weston
Boisbriand, Quebec	Consumer Foods
Brookston, Ind.	Consumer Foods
Carol Stream, Ill.	Spictec Flavors & Seasonings
Chester, Ill.	ConAgra Mills
Columbus, Ohio	ConAgra Mills
Commerce City, Colo.	ConAgra Mills
Connell, Wash.	Lamb Weston
Council Bluffs, Iowa	Consumer Foods
Decatur, Ill.	ConAgra Mills
Delhi, La.	Lamb Weston
Dickson, Tenn.	Consumer Foods
Fremont, Neb.	ConAgra Mills
Grand Rapids, Mich.	Consumer Foods
Hamburg, Iowa	Consumer Foods
Hanover, Pa.	Consumer Foods
Hastings, Minn.	ConAgra Mills
Hermiston, Ore.	Lamb Weston
Humboldt, Tenn.	Consumer Foods
Indianapolis, Ind.	Consumer Foods
Lake View, Iowa	Consumer Foods
Lakeville, Minn.	Consumer Foods
Lincoln, Neb.	Consumer Foods
Loudonville, Ohio	ConAgra Mills
Macon, Ga.	ConAgra Mills
Macon, Mo.	Consumer Foods

Facility Location	Operations Type
Maple Grove, Minn.	Consumer Foods
Marion, Ohio	Consumer Foods
Marshall, Mo.	Consumer Foods
Memphis, Tenn.	Consumer Foods
Menomonie, Wis.	Consumer Foods
Milton, Pa.	Consumer Foods
New Prague, Minn.	ConAgra Mills
Newport, Tenn.	Consumer Foods
Omaha, Neb. (2 locations)	ConAgra Mills
Park Rapids, Minn.	Lamb Weston
Pasco, Wash. (2 locations)	Lamb Weston
Paterson, Wash.	Lamb Weston
Quincy, Mich.	Consumer Foods
Quincy, Wash.	Lamb Weston
Red Lion, Pa.	ConAgra Mills
Rensselaer, Ind.	Consumer Foods
Richland, Wash.	Lamb Weston
Rossville, Ill.	Consumer Foods
Russellville, Ark.	Consumer Foods
Sherman, Texas	ConAgra Mills
St. Louis, Mo. (2 locations)	Consumer Foods
Sylvester, Ga.	Consumer Foods
Taber, Alberta, Canada	Lamb Weston
Trenton, Mo.	Consumer Foods
Troy, Ohio	Consumer Foods
Twin Falls, Idaho	Lamb Weston
Warden, Wash.	Lamb Weston
Waterloo, Iowa	Consumer Foods
York, Pa.	ConAgra Mills

Sufficient (1,700-4,000 m³/p/y) 9 locations, 5.42% of total water use

Facility Location	Operations Type
Cranbury, N.J.	Spictec Flavors & Seasonings
Fresno, Calif.	Consumer Foods
Helm, Calif.	Consumer Foods
Lancaster, Pa.	Consumer Foods
Martins Creek, Pa.	ConAgra Mills

Facility Location	Operations Type
Oakdale, Calif.	Consumer Foods
Oakland, Calif.	ConAgra Mills
Treichlers, Pa.	ConAgra Mills
Visalia, Calif.	Consumer Foods

Stress (1,000-1,700 m³/p/y) 2 locations, < 1% of total water use

Facility Location	Operations Type
Colton, Calif.	ConAgra Mills
Tampa, Fla.	ConAgra Mills

Scarcity (500-1,000 m³/p/y) 2 locations, < 1% of total water use

Facility Location	Operations Type
Irapuato, Guanajuato, Mexico	Consumer Foods
Saginaw, Texas	ConAgra Mills

Extreme Scarcity (> 500 m³/p/y) 0 locations, < 0% of total water use



Case Study

Managing the Pond on the Hill

Our tomato processing facility in Oakdale, Calif., utilizes a wastewater lagoon treatment system prior to discharging water for irrigating adjacent farmland. Oakdale has implemented several initiatives to reduce solids in wastewater, resulting in better treatment efficiency and increased lagoon capacity. The projects have also helped provide controlled, balanced and reduced wastewater flow into the lagoon, leading to a decrease in the amount of needed treatment chemicals. The facility decreased average effluent Biochemical Oxygen Demand (BOD) concentration by 65 percent and average Chemical Oxygen Demand (COD) concentration by 54 percent.



Journey To Zero Waste

Reducing waste and keeping it out of landfills — 2020 Goals:

- Reduce waste generated in our facilities by one billion pounds.
- Continue our zero waste-to-landfill journey, while focusing on directing materials to the most beneficial use.
- Lead the industry in packaging for sustainable systems with continuous improvement of design and expertise in the role packaging plays in preventing food waste.

2020 Vision: Eliminating Waste

Solid waste is simply the result of wasted resources, representing an opportunity for further efficiency in our operations. Our continuous improvement program — based on a “zero loss” philosophy — drives maximum use of all of our material resources. Nearly all solid waste generated at our manufacturing facilities consists of food and packaging materials, and much of it is probably more aptly characterized as "byproduct" instead of "waste." By reframing the way we talk about these materials, we can begin changing attitudes and behaviors in our facilities to make even greater gains in our waste reduction effort.

In FY10, ConAgra Foods set a goal to extend the useful life of these materials by diverting at least 75 percent of all the solid waste we produce from landfills by the end of calendar year 2015. In FY13, more than 93 percent of solid waste generated from our facilities was diverted from landfills via recycling, donations to feed people, use as animal feed, energy generation or land applications as a soil amendment. We are very proud of the work that has been accomplished to significantly surpass this goal.

Our goals for 2020 are to systematically and strategically reduce our wastes generated and keep materials out of the landfill so that we can maximize the use of our resources for the future. Specifically, ConAgra Foods is committed to avoiding waste generated at our production facilities by one billion pounds through improved material utilization. At the same time, we remain focused on keeping materials out of landfills, directing them to the most beneficial reuse as we pursue imaginative ways to donate, reuse and recycle materials.



Our Consumer Foods International facility in Irapuato, Mexico, identified a local farm to send their corn husk and cob waste. The material is milled and stored as feed for cows. This simple process diverts more than 17,000 tons of food waste from the landfill annually.

In the years ahead, ConAgra Foods remains committed to our zero waste-to-landfill journey and keeping valuable materials out of landfills. We have also set a new goal to eliminate one billion pounds of waste, reducing total waste generated per pound of product produced.

Reducing Scope 3 Greenhouse Gas Emissions through Materials Management

During FY12, we put rigorous systems in place to track landfill and material diversion data from all of our facilities, categorizing these material streams into more than 15 descriptive categories that are aligned with the [Environmental Protection Agency’s Waste Reduction Model \(WARM\)](#). This tool enables us to better understand the lifecycle greenhouse gas emissions associated with how we managed these materials, allowing us to quantify benefits of finding the highest-value home for them outside of landfills. During FY13, we estimate Scope 3 greenhouse gas emissions associated with sending waste materials to landfills to be 10,036 metric tons. Our achievement in diverting 93.0 percent of waste materials from landfill avoided 165,306 metric tons of Scope 3 greenhouse gas emissions¹.

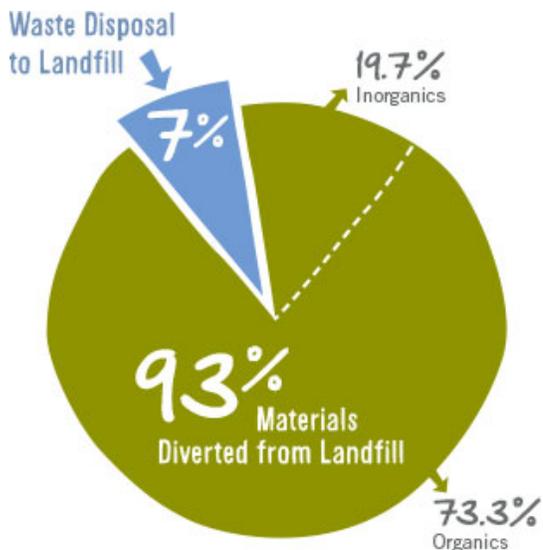
¹Compared to landfilling all waste generated.

Reaching a Major Milestone in the Zero Waste-to-Landfill Journey

Nineteen of ConAgra Foods’ facilities, representing more than 75 of total waste generation, **send less than 5 percent of the waste they generate to landfills.**

- American Falls, Idaho
- Batesville, Ark.
- Boardman, Ore.
- Columbia Basin Blends, Wash.
- Connell, Wash.
- Cranbury, New Jersey
- Hamburg, Iowa
- Helm, Calif.
- Hermiston, Ore.
- Lakeville, Minn.
- Lincoln, Neb.
- Menomonie, Wis.
- Park Rapids, Minn.
- Pasco, Wash.
- Paterson, Wash.
- Quincy, Wash.
- Richland, Wash.
- Twin Falls, Idaho
- Warden, Wash.

Landfill Diversion Breakdown



Organic Materials

- Food (Animal Feed) - 82.45%
- Food (Composting) - 1.15%
- Food (Donation) - 0.10%
- Food (Energy Recovery) - 1.60%
- Food Oil/Grease - 1.26%
- Mixed Organics - 6.88%
- Wastewater Sludge - 6.56%

Inorganic Materials

- Aluminum - 0.00%
- Cardboard - 13.28%
- Mixed Metals - 1.05%
- Mixed Paper - 0.55%
- Mixed Plastics - 1.26%
- Mixed Recyclables - 77.59%
- Waste to Energy - 0.61%
- Wood - 5.65%



Case Study

Crushing Our Landfill Footprint

The Green Team at our Marion, Ohio, popcorn facility expanded waste management efforts, focusing on daily awareness through actionable work streams. The team's newly appointed mascot, Crusher, sought to inspire and engage employees by recognizing their efforts to crush the facility's landfill footprint. Marion team members focused on increasing recycling of plastics and banding, while implementing new programs to reuse materials, like rollstock bags and super sacks as overflow recycling containers. The team also focused on waste reduction. Using process improvement tools, Marion was able to reduce popcorn ingredient and packaging waste by more than 45,000 pounds. These efforts resulted in an eight percent reduction in landfill waste while increasing bag production by more than 14 percent.



Case Study

More Paste, Less Waste

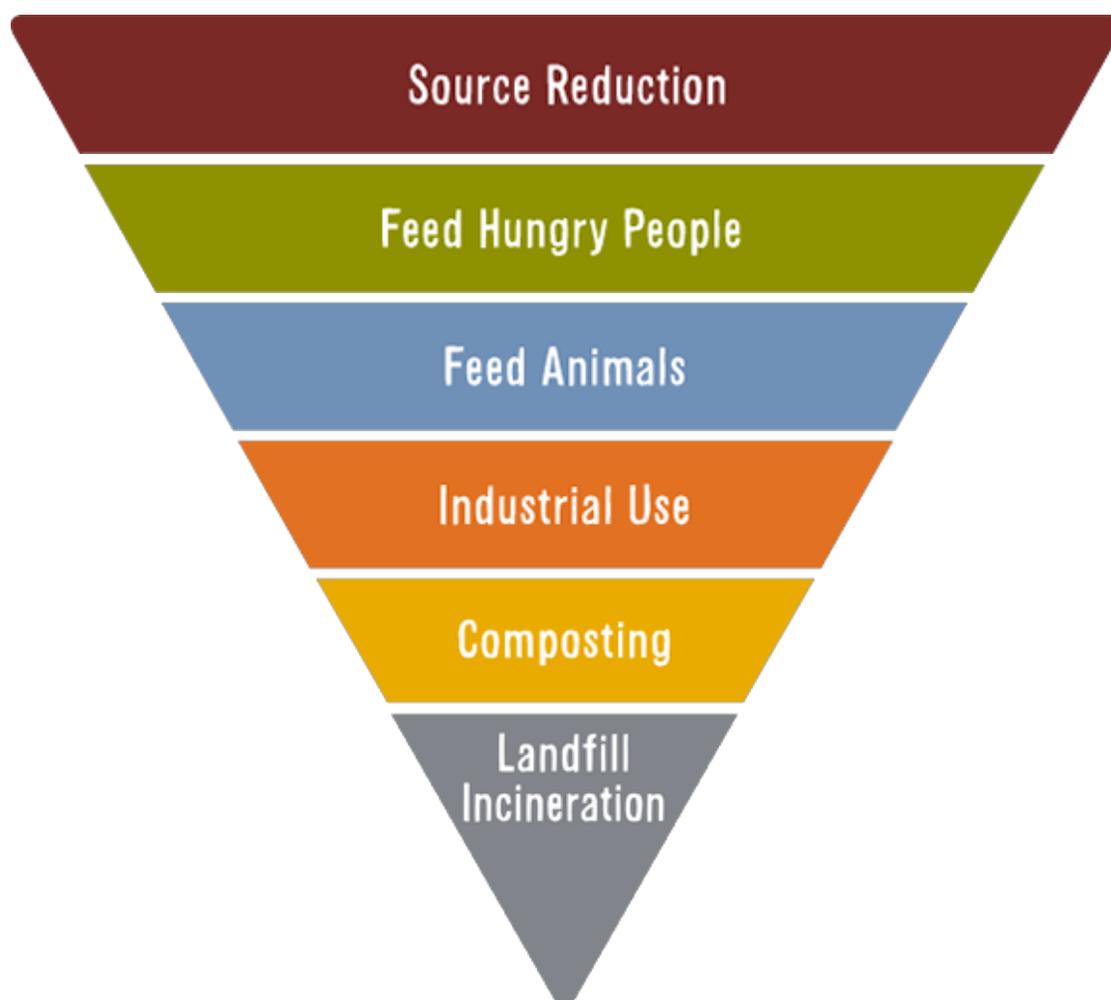
ConAgra Foods Research, Quality & Innovation team thoughtfully applied technology commonly used in another industry to successfully separate valuable tomato skins from seeds and vine at our tomato fresh-pack facility in Helm, Calif. This enhancement has allowed more of the tomato solids to be used in making paste and reduced the amount of materials diverted to animal feed by more than 1,000 tons during FY13.

Eliminating Food Waste

Getting the most of our natural resources is a fundamental goal of ConAgra Foods. To that end, we are working hard to identify sources of waste throughout our facilities and practices and seeking out ways to reduce that waste at the source. Reducing waste through improved yields, first pass quality, strategic production strategies, and better design is smart business. It's good for the environment and the bottom line.

Food waste comprises a large portion of the solid waste generated at our production facilities. It results from yield losses within our processes, products that did not meet our high quality standards and unused ingredients. Because organic materials degrade in landfills and generate methane, a potent greenhouse gas, keeping these materials out of landfills is a core component of our food waste and climate change strategy. Aligned with the principles of the [Environmental Protection Agency's Food Waste Recovery Hierarchy](#), ConAgra Foods strives to redirect food waste to its most beneficial use.

Environmental Protection Agency's Food Waste Recovery Hierarchy



Source Reduction



ConAgra Foods Lamb Weston's facility in Pasco, Wash., recently expanded operations to include fried onion products, such as rings and strings. Due to customer sizing specifications, a significant amount of onion material cannot be used in finished product and is screened out. Because these onion pieces are not a desirable feedstock for local cattle feeders, they were traditionally sent to a landfill. By partnering with Lamb Weston's vegetable facility in Paterson, Wash., onion pieces are now being used as an ingredient in a variety of mixed vegetable blends, eliminating more than 340 tons of onion waste annually.

Feed Hungry People



For years, ConAgra Foods has been donating packaged goods through our relationship with Feeding America. In 2011, we began exploring ways to donate more food in non-traditional ways — like trimmings from production of Slim Jim® snacks, bulk ingredients discontinued due to product changes and excess materials made during product testing. This food is nutritious and edible, but not in the proper form for sale or distribution to consumers. Through partnerships with members of the Feeding America network, we have established a process in which these donations are repacked and distributed to feed hungry people. In FY13, we donated more than 500,000 lbs of meat snacks pieces and more than 77,000 lbs of test products.

Feed Animals



Our Consumer Foods International facility in Irapuato, Mexico, identified a local farm to send their corn husk and cob waste. The material is milled and stored as feed for cows. This simple process diverts more than 17,000 tons of food waste from the landfill annually.

Industrial Use



Our Reddi-wip® and table spreads facility in Indianapolis, Ind., partnered with a local farm to send its wastewater sludge to an on-farm anaerobic digester that creates biogas which generates electricity to send back to the grid. Previously, this wastewater sludge was applied to land as fertilizer. This project enabled 4,000 tons to be utilized at a higher value use and generates enough electricity to power approximately 83 U.S. homes annually.

Composting



Our Crunch 'n Munch® and Poppycock® facility in Lincoln, Neb., identified a local dairy farm that was able to accept food waste into its composting operation. Since implementation in December 2011, the Lincoln facility has composted more than 800 tons of unsalable popcorn.



We donated 695,872 pounds of edible, safe and wholesome food that would have gone to landfill prior to our adoption of new policies to recover and donate food in innovative ways to Feeding America in FY13.



ConAgra Foods is an active participant in the [Food Waste Reduction Alliance](#), a collaborative effort of the Grocery Manufacturers Association (GMA), the National Restaurant Association (NRA) and the Food Marketing Institute (FMI). This Alliance brings together key players from food manufacturers, food retailers and food service industries to work toward common goals to reduce the generation of food waste, to enable more donation to feed hungry people and to recover and recycle more food waste — keeping it out of landfills. The Alliance is working tirelessly to raise awareness of the food waste issue in the United States and is working to deliver tools that will help others make progress against these goals.

ConAgra Foods also has signed on to the [USDA Food Waste Challenge](#). Launched in June by the U.S. Department of Agriculture and the U.S. Environmental Protection Agency, the challenge encourages producers, processors, manufacturers, retailers, communities and other government agencies to join efforts to: reduce food loss and waste, recover wholesome food for human consumption and recycle discards to other uses including animal feed, composting and energy generation. These are all things already aligned with ConAgra Foods' core philosophy, and we are proud to be an early adopter of this challenge.

Package Smarter

How important is our packaging? In addition to delivering safe, great-tasting food to consumers, it provides nutritional information, preparation instructions and in many cases, convenience and portion control. Packaging shape and design helps identify our brands, making them easier for consumers to find in stores and enhancing the overall experience with our food. Packaging preserves freshness, extends shelf life and provides important protection to help avoid food waste from spoilage or damage. With so many food options and formats offered across different sections of the store, we use a large variety of packaging materials — from corrugated boxes and paper-based cartons to plastic containers and metal cans — to perform all these functions.

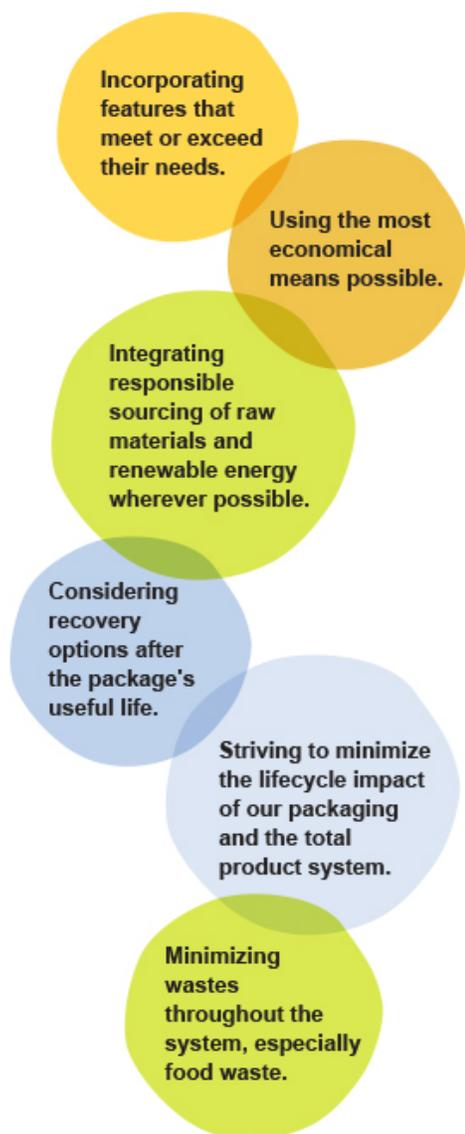


Understanding that the materials we use must first meet food safety and consumer performance requirements, we are committed to continually improving our packaging to produce the best environmental outcomes for the total system. Our “2020 Vision” for packaging focuses on minimizing waste throughout the complete product and package system. We strive to use the right amount and the right kind of packaging for the job. Packaging can be part of the solution to avoiding food waste both in the home and throughout the supply chain. We constantly look for ways to use packaging more efficiently and effectively without compromising consumer value. After all, we recognize that people buy our products to enjoy our food, and we are committed to giving them the best possible experience, with packaging as an enabler.

Our Research, Quality & Innovation (RQI) team is responsible for delivering these results, while ensuring that our packaging meets the needs and expectations of our customers and consumers. We use lifecycle thinking and industry collaboration to evaluate the impacts of packaging materials and formats from sourcing, manufacturing, delivery and consumer use through end-of-life. To assist in making more sustainable decisions when developing new food and processes, ConAgra Foods has invested in lifecycle modeling tools for both packaging and product design, to help us more accurately visualize the impact of our products throughout their life cycles.

ConAgra Foods' Principles of Sustainable Packaging

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



Case Study

Parting With Paper, Piloting Poly

Typically packed in multi-layer paper bags, bulk flour has had challenges with damage in distribution and storage. In early 2013, we implemented a new and innovative plastic bag in our Oakland, Calif., flour mill to address these challenges. The new packaging has been demonstrated to substantially reduce flour leakage in distribution and storage and is simply more durable than traditional flour bags. The new bags also use 53 percent less material and are easier to collect and recycle than traditional multi-layer paper bags.



“We’re using a new technology and putting flour into a plastic bag, which has never been done before in the bulk flour industry. The Oakland mill is extremely excited and happy to be a part of such an innovative project.”

Matt Huelsman, Plant Manager

Package Smarter

Defining the Role of Packaging in a Sustainable Society



ConAgra Foods is proud to be a founding member of the American Institute for Packaging and the Environment (AMERIPEN), a packaging trade organization created to advocate for environmentally and economically sound packaging policy improvements. AMERIPEN educates stakeholders about public policies that impact the packaging value chain. As an advocate for the packaging industry — which includes raw material producers and packaging manufacturers, users and fillers, as well as retailers and material recovery operations — AMERIPEN drives policy-related conversations about packaging and the environment. The organization has made considerable progress in advancing its objectives, completing and publishing primary research on packaging's role in the value chain, collection and recycling infrastructure of the 100 largest U.S. cities and funding mechanisms for improved collection of used packaging. ConAgra Foods continues to play a leadership role in these important conversations.



ConAgra Foods also is actively involved in the Center for Packaging Innovation and Sustainability at Michigan State University. This research center brings the industry together with university scholars, students and practitioners to address issues associated with sustainability, develop measurements, tools and strategies for quantifying and reducing environmental impact throughout the value chain, and build leadership capacity to address the environmental impact of packaging.

Responding to Consumer Concerns Related to Bisphenol A

Our ongoing commitment to food safety, quality, the environment and consumers means that we constantly work to improve our packaging. We are confident in the safety of all of our food — including canned items that use liners made with Bisphenol A (BPA) — and we are sensitive to consumer perceptions. In 2010, we began packaging some of our Hunt's® brand tomatoes in cans using a non-epoxy liner. In 2012, we also transitioned Reddi-wip® dessert toppings and PAM® cooking spray to a new, two-piece can technology that does not use BPA liners. We continue to evaluate alternative coating technologies for the remainder of our canned food, while closely monitoring the regulatory environment and consumers' expectations, and we are working toward discontinuing use of BPA in our canned products by the end of 2015.





Case Study

The Repulpable Paper Potato Package

We partnered with a supplier and a customer to develop a first-of-its-kind package for our Lamb Weston® frozen potato products. Traditional frozen French fry bags have layers of both paper and plastic, but **our new bag is now recyclable in repulping facilities**. After training our customers on how to manage recovery of the new bags, **25,000 pounds of materials will be recycled by the customer each year** — that's 396,000 French fry bags not going to a landfill. We are excited to expand this new bag across more of our potato line.

Supplier Engagement



Farmers harvesting tomatoes grown for ConAgra Foods in California.

ConAgra Foods is committed to working with our supply chain partners toward assuring long-term access to ingredients and materials needed to make our food.

Our Goal: Participate in certified sustainable sourcing of materials – such as palm oil and forestry products – where relevant to our business.

ConAgra Foods' commitment to doing what's right for the environment extends beyond its own operations, influencing the significant investments it makes with its supply chain business partners each year. Our sustainable sourcing and supplier engagement strategy addresses both commodity-specific situations that do not involve direct relationships with producers, as well as **sustainable agriculture** practices for key specialty crops that do involve direct contracts with growers. This approach enables us to quickly take action to mitigate environmental or social risks, while establishing collaborative relationships with suppliers who can help us exert a meaningful and positive influence on the marketplace.

Sustainable Palm Oil



ConAgra Foods uses palm oil as a functional ingredient in several of our branded, private brand and food service products to reduce the trans fat levels in these products. We purchase palm oil from U.S.-based suppliers — some run integrated operations that both harvest and process the palm oil, and others act as commodities traders who purchase and distribute palm oil. Over the past several years, we've become increasingly aware of the potential environmental and social risks associated with the cultivation, harvesting and processing of palm oil, and we have taken steps to improve the sustainability of our palm oil supply chain. ConAgra

Foods is a member of the **Roundtable on Sustainable Palm Oil (RSPO)**, an organization dedicated to promoting the growth and use of sustainable palm oil products through credible global standards and the engagement of stakeholders.



Palm oil is used in a variety of ConAgra Foods products, in both our Consumer and Commercial foods portfolios.

As a company, we are committed to the responsible sourcing of this raw material, and we have made a pledge to source 100 percent of our palm oil from RSPO sustainably certified sources by 2015. We are working with our suppliers to support the development of a sustainable, cost-effective market for palm oil to prevent the deforestation of lands for the purpose of developing new palm plantations. In FY13, ConAgra Foods purchased 40,000 RSPO-certified Green Palm certificates, covering approximately half of its total palm oil usage during the year. We plan to purchase enough certificates to cover approximately two-thirds of our usage during FY14.

Local Sourcing

As a global food company, we source ingredients from around the world to deliver high-quality, flavorful and nutritious products. Though our supply chain is composed of business partners with locations throughout the U.S. and the world, local sourcing is a consideration in our sourcing strategy. Local sourcing can help reduce the food-miles in our transportation and logistics network, while providing convenient access to our raw ingredients and packaging. The following highlight a few examples where primary ingredients are sourced close to our facilities.



Lamb Weston®

Where the Potatoes Grow

White potatoes used to produce our Lamb Weston frozen potato products — such as shoestring and crinkle-cut fries — are grown by farmers in the Pacific Northwest, near our network of more than a dozen facilities.



Unlike white potatoes, sweet potatoes are grown in the southern United States. Opened in FY11, Lamb Weston's LEED-Platinum certified sweet potato facility in Delhi, La., is strategically located in the heart of the growing region.



Hunt's®

California Tomatoes

Grown within a **250-mile radius** of our tomato fresh-pack facilities in Helm and Oakdale, Calif., our tomatoes are typically prepared less than eight hours after being harvested.



Swiss Miss® Hot Cocoa and Pudding

Farm-fresh Dairy

Located in the heart of Wisconsin dairy country, our Swiss Miss facility in Menomonie, Wis., buys about 25 million gallons of milk annually from a local network of dairy farms located less than 100 miles from our facility.



Peter Pan®

Plentiful Peanuts

Situated in prime peanut-growing country, our Peter Pan peanut butter facility in Sylvester, Ga., made 63.4 million jars of peanut butter last year,¹ using peanuts sourced within 250 miles.

¹ As measured by Information Resources, Inc. (IRI), 52 weeks ending August, 25, 2013.



ConAgra Foods Supports the Elimination of Gestation Housing for Sows

As part of ConAgra Foods' long-standing commitment to the humane treatment and handling of animals, we have asked our pork suppliers to present actionable plans by 2017 that address both the elimination of gestation stalls and creation of traceability systems within the pork supply chain. Our decision came following many months of research into various aspects of this issue including animal welfare, business and supply implications, customer requirements, discussions with the Humane Society of the United States and other special interest groups, challenges involved in making changes within the supply chain and other considerations. We believe this is the right thing to do, and we are committed to continue working with pork suppliers who share our commitment to the best animal welfare and handling practices. During FY13, we've received periodic updates from our suppliers, providing early insight to pork producers' plans as they are being developed.

Sustainable Agriculture

As a food company, we have a deep connection to agriculture through the millions of tons of raw ingredients we buy each year. Facing the daunting challenge of feeding a growing global population on less land with fewer inputs, we understand that promoting sustainable agricultural practices in our supply chain is an integral part of our long-term business success.



ConAgra Foods focuses its sustainable agriculture program on those crops in which we have a material influence in the U.S. marketplace through direct relationships with growers. Currently, we are piloting field-level, metrics-based programs for three crops: potatoes, popcorn and specialty varieties of wheat. We also are leveraging our long-term relationships with California tomato growers to encourage implementation of sustainable growing practices. Combined, these four crops represent the vast majority of the ingredients where we directly contract with growers. And even though each of these requires a unique, sustainable strategy, they share some common objectives: preserving soil fertility, conserving water, minimizing chemical inputs and promoting land stewardship.

ConAgra Foods is piloting field-level, metrics-based programs for three crops, including potatoes.



New Sustainable Agriculture Pilot Project for Select Varieties of Wheat



FY12 marked the first season of a pilot sustainable agriculture project for certain varieties of specialty wheat. Working with one of our supplier partners, growers voluntarily track field-level activity — ranging from soil conservation practices, to irrigation, crop protection product application, nutrient application and energy consumption. These data allow us to benchmark performance for key environmental metrics aligned with the Field-to-Market Alliance for Sustainable Agriculture framework. **Currently, this program covers 4,000 acres of our contracted growers' wheat fields.**



We source our tomatoes from California, where more than 95 percent of the United States' and nearly one-third of the world's processed tomatoes are grown.¹ Over the past decade, our growers have installed drip irrigation systems on about 80 percent of contracted acres, improving sustainable farming practices by:

- Enabling growers to install permanent beds and apply conservation tillage practices, **reducing farm equipment fuel use.**
- **Reducing water use by nearly 15 percent** compared to traditional furrow irrigation systems.
- **Reducing nutrient and crop management chemical application rates** due to precise application.

These enhancements enable our growers to plant fewer acres while yielding the same amount of tomatoes. The installation of drip irrigation systems increases the tons per acre by about 30 percent, meaning that without drip irrigation, our growers would have needed to farm an additional 7,000 acres.

¹ California Tomato Growers Association

Sustainable Agriculture

Lamb Weston.

Day by day and growing season by growing season, Lamb Weston is transforming farming practices in a sustainable way: increasing crop quality and yield, significantly decreasing crop protection inputs and reducing water and electricity use while striving to reduce greenhouse gas emissions.

Collaborating with Growers

Lamb Weston contracts with more than 100 growers who harvest more than 150,000 acres of cropland. **Each of our growers agrees to the terms of our Sustainable Agriculture Program Guidelines and Requirements.**

Outlining expectations for land stewardship, water use, soil conservation and nutrient and pesticide application, our guidelines clearly define growers' responsibilities related to sustainable farming practices every year.



Irrigated fields on a Lamb Weston farm located in the Pacific Northwest.

As part of Lamb Weston's **Integrated Pest Management program**, growers focus on crop-damaging pests, allowing beneficial insects to thrive. Infrared photography, moisture-sensing equipment and plant tissue analysis are used as part of our **Soil and Petiole Monitoring and Potato Plant Analysis** to ensure only the necessary levels of water and nutrients are applied. And our new **Grower Information Edge program** aims to consolidate critical data for all Lamb Weston growers over the next three years. This will centralize information and allow for the application of advanced analytics to enhance farming practices and establish benchmarks for growers related to their fields and the varieties of potatoes that they plant.

In a collaborative effort with customers, growers, academia and competitors, Lamb Weston participated in development of the **Potato Sustainability Assessment**. This program allows growers to self-evaluate their farming operations against best practices to achieve yield, quality and conservation. This provides active participation by growers and insight into what practices are utilized as well as their potential impact. Index scores ranging from 'Basic' to 'Master' level help growers and Lamb Weston to understand where they rank and what opportunities might exist to improve. A program update to facilitate uniform auditing of the assessment is currently in development and will allow all growers to be uniformly evaluated without numerous, varying standards to contend with.

For the 2012 crop year, **100 percent of Lamb Weston growers completed the assessment**; our growers in each region compared favorably against the general industry averages.

Growing Potatoes Sustainably



Case Study

Exploring Best Practices

Most of our potatoes are sourced from growers in the Pacific Northwest, such as our own Watts Brothers Farms, a 20,000-acre operation with 3,000 acres dedicated to organic farming.



Lamb Weston's vision for sustainable farms and production includes striving to maintain healthy, biologically active soil. We use our farm operation to test best practices and new technologies, such as:

- Scientific irrigation scheduling using aerial infrared photography to improve water efficiency.
- Non-traditional cover and rotation crops as part of an Integrated Pest Management program.
- Closed loop on sustainable farming by using remnants from the on-site vegetable operation as feed for cows at the hormone-free dairy operation. In turn, manure from the dairy facility and water from the vegetable plant are recycled back into the farm.
- In-field moisture monitoring and weather devices for precise irrigation and less subjectivity.

The employees and companies who make the food people eat are becoming every bit as important to consumers as the food itself. Lamb Weston leverages its strength as a leading producer of quality frozen potato, sweet potato and other vegetable products to support sustainable agriculture practices throughout the supply chain. Using satellite imagery, soil probes, plant tissue analysis and other technologies, we use science to enhance farming decisions to achieve greater productivity and resource efficiency. Sustainable agriculture reduces the need for inputs, such as nutrients and pesticides, while optimizing crops per region, per farm, per field.

Data Summary

Our Business	FY13	FY12	FY11	FY10	FY09	FY08
Net Sales ^{1,2} (millions)	\$15,491.4	\$13,262.6	\$12,303.1	\$12,014.9	\$12,348.6	\$11,173.1
Net Income ^{1,2} (millions)	\$786.1	\$474.3	\$830.9	\$630.3	\$530.3	\$581.9
Diluted Earnings per Share ^{1,2}	\$1.85	\$1.12	\$1.90	\$1.41	\$1.16	\$1.18
Dividends Declared per Share of Common Stock	\$0.99	\$0.95	\$0.89	\$0.79	\$0.76	\$0.75
Production Facilities	109	80	80	80	90	98

Our People	FY13³	FY12	FY11	FY10	FY09	FY08
Employees	34,539	24,306	22,938	24,987	25,668	25,088
Total Incident Rate	1.58	1.87	2.21	2.64	2.91	2.92
Lost-time Rate	0.41	0.48	0.54	0.66	0.48	0.43
Turnover Rate	18.0%	16.6%	30.7%	17.2%	22.2%	21.4%
Diversity						

Employee Statistics	FY13	FY12	FY11	FY10	FY09	FY08
Total Number of Employees	34,539	24,306	22,938	24,987	25,668	25,088
Salaried Employees (%)	27.18%	30.7%	31.3%	29.8%	28.8%	31.0%
Hourly Employee (%)	72.82%	69.3%	68.7%	70.2%	71.2%	69.0%
Hourly Employees Unionized (%)	54.76%	61.7%	64.5%	69.7%	71.7%	71.7%

LA1 Total Workforce by Employment Type, Contract and Regions

Employee Status	FY13	FY12	FY11	FY10	FY09	FY08
Full-time	34,371	24,172	22,805	24,755	25,438	24,826
Part-time	168	134	133	232	230	262
Temporary	305	233	234	261	237	91
Based in the U.S. (%)	91.67%	94.4%	95.0%	95.5%	95.6%	95.4%

FY13 Turnover Statistics

Percent of total

By Age	FY13	FY12	FY11	FY10	FY09	FY08
< 25	46.3%	44.3%	57.5%	49.2%	59.8%	60.5%
25-40	20.7%	18.9%	27.2%	18.9%	24.4%	24.4%
41-65	12.7%	11.7%	29.3%	12.7%	16.7%	15.5%
> 65	38.9%	33.9%	69.2%	37.1%	35.4%	39.6%

By Gender	FY13	FY12	FY11	FY10	FY09	FY08
Female	17.1%	14.6%	31.7%	17.0%	19.7%	19.8%
Male	18.5%	17.5%	30.0%	17.3%	23.7%	22.4%

By Ethnicity	FY13	FY12	FY11	FY10	FY09	FY08
American Indian/Alaska Native	29.6%	20.7%	29.4%	16.4%	40.3%	27.5%
Asian	12.1%	9.7%	22.0%	10.4%	14.4%	24.6%
Black/African American	27.6%	25.4%	44.7%	29.6%	24.0%	27.5%
Hispanic/Latino	15.7%	14.9%	59.7%	22.1%	19.7%	20.0%
Native Hawaiian/Other Pac Island	20.8%	7.8%	44.9%	18.6%	21.4%	80.0%
Not Specified	20.3%	36.2%	32.6%	23.4%	58.2%	75.0%
Two or more races	43.7%	35.8%	37.2%	40.1%	30.4%	4.2%
White	17.6%	15.9%	18.9%	13.9%	22.6%	20.4%

Diversity

Composition of governance bodies and breakdown of employees per category according to gender, age group, ethnicity and other indicators of diversity.

Women	FY13	FY12	FY11	FY10	FY09	FY08
Total Women in Workforce (%)	39.77%	37.63%	36.87%	38.22%	38.99%	38.66%
Salaried Women (%)	43.55%	42.94%	42.78%	42.53%	42.52%	42.09%
Women in Management (%)	30.24%	26.80%	25.57%	26.05%	25.44%	24.53%
Women on Board of Directors (#)						
Non-Employee Directors	2	2	2	2	2	1
Women on Board of Directors (%)						
Non-Employee Directors	20%	20%	20%	20%	20%	11%
New Hires who are Women (%)	40.49%	38.54%	31.25%	33.35%	34.13%	37.21%

Minorities	FY13	FY12	FY11	FY10	FY09	FY08
Total Minorities in Workforce (%)	35.79%	34.42%	33.56%	37.70%	39.29%	36.12%
Salaried Minorities (%)	13.25%	13.08%	12.89%	13.43%	14.29%	13.15%
Minorities in Management (%)	10.32%	10.12%	9.30%	9.63%	9.60%	9.44%
Minorities on Board of Directors (#)						
Non-Employee Directors	1	1	1	1	1	0
Minorities on Board of Directors (%)						
Non-Employee Directors	10%	10%	10%	10%	10%	0%
New Hires who are Minorities (%)	35.74%	37.21%	36.54%	36.92%	47.60%	43.12%

Breakdown of Minority Groups	FY13	FY12	FY11	FY10	FY09	FY08
American Indian/Alaska Native	0.29%	0.49%	0.55%	0.56%	0.50%	0.53%
Asian	4.23%	4.22%	3.87%	3.94%	3.97%	3.37%
Black/African American	7.65%	7.22%	6.23%	6.47%	7.07%	6.63%
Hispanic/Latino	22.76%	21.99%	22.54%	26.43%	27.46%	25.43%
Native Hawaiian/Other Pac Island	0.29%	0.20%	0.13%	0.12%	0.09%	0.03%
Not Specified	6.51%	3.18%	2.10%	1.48%	1.28%	0.94%
Two or more races	0.45%	0.31%	0.24%	0.19%	0.19%	0.14%
White	57.67%	62.40%	64.34%	60.82%	59.43%	62.94%

Breakdown of Age Groups	FY13	FY12	FY11	FY10	FY09	FY08
< 25	6.12%	6.05%	5.99%	5.51%	5.89%	5.82%
25-40	32.39%	34.16%	34.65%	34.25%	34.56%	34.91%
41-65	59.45%	58.54%	58.25%	59.00%	58.45%	58.31%
> 65	2.05%	1.25%	1.10%	1.24%	1.09%	0.97%

Our Communities	FY13	FY12	FY11	FY10	FY09	FY08
Total Giving (Cash & In-kind), Corporate & Foundation	\$41,284,122	\$33,200,228	\$23,483,778	\$27,917,416	\$26,539,039	•
Grants Awarded	160	174	187	165	119	•
Volunteer Hours	16,400	10,400	4,200	•	•	•

Our Planet⁴	FY13	FY12	FY11	FY10	FY09	FY08
Energy Use ⁵ (MMBtu)	21,803,960	21,839,347	21,691,530	21,672,016	21,551,079	21,568,623
Greenhouse Gas Emissions - Scope 1 & 2 (metric tons)	1,923,997	1,922,129	1,898,561	1,899,743	1,925,538	1,999,809
Metric Tons of Greenhouse Gas Emissions per Short Ton of Production	0.199	0.199	0.197	0.197	0.196	0.202
Greenhouse Gas Emissions - Scope 3 - Downstream Transportation and Distribution (metric tons)	524,935	546,655	552,562	543,751	552,113	556,630
Water Use (thousand cubic meters)	49,697	52,835	52,040	50,258	49,933	53,442
Gallons of Water Used per Pound of Food Produced	0.678	0.721	0.714	0.687	0.672	0.712
Total Waste Generation (tons)	1,196,494	1,172,591	1,232,272	•	•	•
% of Solid Waste Diverted from Landfill	93.0%	91.1%	90.6%	•	•	•
Pounds of Waste Generated per Pound of Food Produced	0.124	0.121	0.128	•	•	•

¹ Amounts exclude the impact of discontinued operations of the packaged meats and cheese operations, the Knott's Berry Farm operations, the trading and merchandising operations, the Fernando's operations, the Gilroy Foods & Flavors operations and the frozen handhelds operations.

² Previously reported amounts have been revised to reflect the impact of a change in accounting method for pension, as discussed in our 2012 Annual Report.

³ FY13 people metrics includes Ralcorp data; systems were integrated during the fourth quarter of FY13.

⁴ Environmental data independently verified by Bureau Veritas for **FY11**, **FY12** and **FY13**.

⁵ Includes energy used from natural gas and electricity.

⁶ Reported Scope 3 emissions include contracted transportation (including truck, rail and intermodal).

• Data not available.



Reporting Parameters

Thank you for your interest in ConAgra Foods' 2013 Citizenship Report.

All data in this report cover the company's FY13, which ended May 26, 2013. Our reporting covers all company-owned facilities, as well as select joint ventures, including: Lamb-Weston/RDO (U.S.), Commerce City Grain, LLC (U.S.), Lamb Weston BSW, LLC (U.S.) and Molinos Premium Rice, LLC (Puerto Rico). Information about the Lamb Weston Meijer v.o.f. (Netherlands) sustainability program is available [online](#).

This report does not include environmental data for Del Monte Canada, which ConAgra Foods acquired in the fourth quarter of FY12, nor does it include data from the 32 production facilities included in the acquisition of Ralcorp Foods Group and Ralcorp Frozen Bakery Products during third quarter of FY13. ConAgra Foods will work to integrate these facilities during FY14 and make baseline adjustments to reported environmental data in our next Citizenship Report. Bureau Veritas North America, Inc., completed an [independent verification](#) of environmental data included in the Good for the Planet section of this report. Other data included in the report have not been audited by a third party; however, the report does include the best information available through our existing data management systems. Additional information about our company is available on our website, www.conagrafoods.com.

In preparing this report, ConAgra Foods followed the [Global Reporting Initiative \(GRI\) G3 Sustainability Reporting Guidelines](#), including the Food Sector Supplement, which provide a framework and recommended performance indicators for reporting. More information on the GRI initiative is available at www.globalreporting.org.



GRI Content Index

Throughout this report, ConAgra Foods has included key performance indicators identified by the Global Reporting Initiative (GRI) G3 Sustainability Reporting Guidelines and the Food Processing Sector Supplement. A content index showing the specific location of the GRI performance indicators included in this Citizenship Report and ConAgra Foods' 2013 Annual Report is provided below.

● Fully ● Partially ○ Not Reported

+ Standard Disclosures: Profile Disclosures

Profile Disclosure	Description	Information Reported	Report Section/Link
1. Strategy & Analysis			
1.1	CEO Statement	●	Letter from CEO, Letter from Vice President of Corporate Affairs
1.2	Description of key impacts, risks, and opportunities	●	Overview - Key Impacts, Risks & Opportunities
2. Organizational Profile			
2.1	Name of the organization	●	ConAgra Foods 2013 Annual Report, 10-K
2.2	Primary brands, products & services	●	ConAgra Foods 2013 Annual Report, 10-K
2.3	Operational structure	●	ConAgra Foods 2013 Annual Report, 10-K
2.4	Headquarters location	●	ConAgra Foods 2013 Annual Report, 10-K
2.5	Countries of operation	●	ConAgra Foods 2013 Annual Report, 10-K
2.6	Nature of ownership and legal form	●	ConAgra Foods 2013 Annual Report, 10-K
2.7	Markets served (including geographic breakdown, sectors served and types of customers/beneficiaries)	●	ConAgra Foods 2013 Annual Report, 10-K
2.8	Scale of the reporting organization	●	ConAgra Foods 2013 Annual Report, 10-K
2.9	Significant changes during the reporting period regarding size, structure or ownership	●	ConAgra Foods 2013 Annual Report, 10-K
2.10	Awards received in the reporting period	●	Relevant awards are mentioned in relevant sections throughout our report
3. Report Parameters			
3.1	Reporting period	●	Reporting Parameters
3.2	Date of most recent report	●	Reporting Parameters
3.3	Reporting cycle	●	Reporting Parameters
3.4	Contact point for questions regarding the report or its contents	●	Chris Kircher Vice President, Corporate Affairs & President, ConAgra Foods Foundation
3.5	Process for defining report content	●	Overview - Corporate Citizenship Governance

3.6	Boundary of the report	●	Reporting Parameters
3.7	Any specific limitations on the scope or boundary of the report	●	Reporting Parameters
3.8	Basis for reporting on joint ventures, subsidiaries, leased facilities, outsourced operations, and other entities that can significantly affect comparability from period to period and/or between organizations	●	Reporting Parameters
3.9	Data measurement techniques and the base of calculations, including assumptions and techniques underlying estimations applied to the compilation of the indicators and other information in the report	●	Reporting Parameters
3.10	Explanation of the effect of any re-statements of information provided in earlier reports, and the reasons for such re-statement	●	ConAgra Foods did not have any significant re-statements, outside of baseline adjustments due to divestitures and acquisitions
3.11	Significant changes from previous reporting periods in the scope, boundary, or measurement methods applied in the report	●	None
3.12	Table identifying the location of the Standard Disclosures in the report	●	GRI Content Index
3.13	Policy and current practice with regard to seeking external assurance for the report	●	Reporting Parameters

4. Governance, Commitments, and Engagement

4.1	Governance structure of the organization, including committees under the highest governance body responsible for specific tasks, such as setting strategy or organizational oversight	●	ConAgra Foods 2013 Annual Report, 10-K
4.2	Indicate whether the Chair of the highest governance body is also an executive officer	●	ConAgra Foods 2013 Annual Report, 10-K
4.3	For organizations that have a unitary board structure, state the number of members of the highest governance body that are independent and/or nonexecutive members	●	ConAgra Foods 2013 Annual Report, 10-K
4.4	Mechanisms for shareholders and employees to provide recommendations or direction to the highest governance body	●	ConAgra Foods 2013 Annual Report, 10-K
4.5	Linkage between compensation for members of the highest governance body, senior managers and executives (including departure arrangements), and the organization's performance (including social and environmental performance)	●	ConAgra Foods 2013 Annual Report, 10-K
4.6	Processes in place for the highest governance body to ensure conflicts of interest are avoided	●	ConAgra Foods 2013 Annual Report, 10-K
4.7	Process for determining the qualifications and expertise of the members of the highest governance body for guiding the organization's strategy on economic, environmental and social topics	●	ConAgra Foods 2013 Annual Report, 10-K
4.8	Internally developed statements of mission or values, codes of conduct and principles relevant to economic, environmental and social performance and the status of their implementation	●	ConAgra Foods Code of Conduct
4.9	Procedures of the highest governance body for overseeing the organization's identification and management of economic, environmental and social performance, including relevant risks and opportunities, and adherence or compliance with internationally agreed standards, codes of conduct and principles	●	ConAgra Foods 2013 Annual Report, 10-K
4.10	Processes for evaluating the highest governance body's own performance, particularly with respect to economic, environmental and social performance	●	ConAgra Foods 2013 Annual Report, 10-K
4.11	Explanation of whether and how the precautionary approach or principle is addressed by the organization	●	Embedded within our Good for You and Good for the Planet objectives

4.12	Externally developed economic, environmental and social charters, principles or other initiatives which the organization subscribes to or endorses	●	Relevant organizations are mentioned in related sections throughout our report
4.13	Memberships in associations (such as industry associations) and/or national/international advocacy organizations in which the organization: <ul style="list-style-type: none"> • Has positions in governance bodies; • Participates in projects or committees; • Provides substantive funding beyond routine membership dues; or • Views membership as strategic 	●	Relevant organizations are mentioned in related sections throughout our report
4.14	List of stakeholder groups engaged by the organization	●	Overview - Stakeholder Engagement
4.15	Basis for identification and selection of stakeholders with whom to engage	●	Overview - Stakeholder Engagement
4.16	Approaches to stakeholder engagement, including frequency of engagement by type and by stakeholder group	●	Overview - Stakeholder Engagement
4.17	Key topics and concerns that have been raised through stakeholder engagement, and how the organization has responded to those key topics and concerns, including through its reporting	●	Overview - Stakeholder Engagement

+ Standard Disclosures: Disclosures on Management Approach

G3 DMA	Description	Information Reported	Report Section/Link
1. Strategy & Analysis			
DMA SC	Sourcing	●	Supplier Expectations Manual
DMA EC	Economic	●	ConAgra Foods 2013 Annual Report, 10-K
DMA EN	Environmental	●	Good for the Planet
DMA LA	Labor	●	Ethics, Good for the Community
DMA HR	Human Rights	●	Corporate Ethics
DMA SO	Social	●	Good for the Community
DMA PR	Product Responsibility	●	Good for You
DMA AW	Animal Welfare	●	Not applicable

+ Sourcing Performance Indicators

Profile Disclosure	Description	Information Reported	Report Section/Link
Across All Aspects of Sourcing			
FP1	Percentage of purchased volume from suppliers compliant with company's sourcing policy	●	Good for the Planet - Sustainable Agriculture

+ Economic Performance Indicators

Profile Disclosure	Description	Information Reported	Report Section/Link
Economic Performance			
EC1	Direct economic value generated and distributed, including revenues, operating costs, employee compensation, donations and other community investments, retained earnings and payments to capital providers and governments	●	ConAgra Foods 2013 Annual Report, 10-K
EC2	Financial implications and other risks and opportunities for the organization's activities due to climate change	●	CDP 2013 Investor Questionnaire
EC3	Coverage of the organization's defined benefit plan obligations	●	ConAgra Foods 2013 Annual Report, 10-K

EC4	Significant financial assistance received from government	●	ConAgra Foods 2013 Annual Report, 10-K
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Market Presence

EC6	Policy, practices and proportion of spending on locally based suppliers at significant locations of operation	●	Good for the Planet - Supplier Engagement
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Indirect Economic Impacts

EC8	Development and impact of infrastructure investments and services provided primarily for public benefit through commercial, in-kind or pro bono engagement	●	Good for the Community - Our Cause
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+ Environmental Performance Indicators

Profile Disclosure	Description	Information Reported	Report Section/Link
Energy			
EN3	Direct energy consumption by primary energy source	●	Good for the Planet - Environmental Management & Compliance, Energy Use & Efficiency; CDP 2013 Investor Questionnaire
EN4	Indirect energy consumption by primary source	●	Good for the Planet - Environmental Management & Compliance, Energy Use & Efficiency; CDP 2013 Investor Questionnaire
EN5	Energy saved due to conservation and efficiency improvements	●	Good for the Planet - Environmental Management & Compliance, Energy Use & Efficiency; CDP 2013 Investor Questionnaire
EN7	Initiatives to reduce indirect energy consumption and reductions achieved	●	Good for the Planet - Environmental Management & Compliance, Energy Use & Efficiency; CDP 2013 Investor Questionnaire
Water			
EN8	Total water withdrawal by source	●	Good for the Planet - Water Use
EN9	Water sources significantly affected by withdrawal of water	●	Good for the Planet - Water Risk
EN10	Percentage and total volume of water recycled and reused	●	Good for the Planet - Water Use
Emissions, Effluents and Waste			
EN16	Total direct and indirect greenhouse gas emissions by weight	●	Good for the Planet - Climate Change, Greenhouse Gas Inventory, Energy Use & Efficiency
EN17	Other relevant indirect greenhouse gas emissions by weight	●	Good for the Planet - Climate Change, Greenhouse Gas Inventory, Energy Use & Efficiency
EN18	Initiatives to reduce greenhouse gas emissions and reductions achieved	●	Good for the Planet - Climate Change, Greenhouse Gas Inventory, Energy Use & Efficiency
EN19	Emissions of ozone-depleting substances by weight	○	Less than 1% of ConAgra Foods total greenhouse gas emissions are derived from ozone-depleting substances (refrigerants)
EN21	Total water discharge by quality and destination	●	Good for the Planet - Water Use
EN22	Total weight of waste by type and disposal method	●	Good for the Planet - Journey to Zero Waste
Products & Services			
EN26	Initiatives to mitigate environmental impacts of products and services, and extent of impact mitigation	●	Good for the Planet - Packaging for Sustainability

Compliance

EN28	Monetary value of significant fines and total number of nonmonetary sanctions for noncompliance with environmental laws and regulations	●	Good for the Planet - Environmental Management & Compliance
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Transport

EN29	Significant environmental impacts of transporting products and other goods and materials used for the organization's operations, and transporting members of the work force	●	Good for the Planet - Transportation
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+ Social Performance Indicators

Profile Disclosure	Description	Information Reported	Report Section/Link
Employment			
LA1	Total workforce by employment type, employment contract and region	●	Data Summary
LA2	Total number and rate of employee turnover by age group, gender and region	●	Data Summary
Labor/Management Relations			
LA4	Percentage of employees covered by collective bargaining agreements	●	Data Summary
FP3	Percentage of working time lost due to industrial disputes, strikes and/or lockouts, by country	●	ConAgra Foods has not lost any working time due to industrial disputes, strikes, or lockouts
Occupational Health & Safety			
LA6	Percentage of total workforce represented in formal joint management-worker health and safety committees that help monitor and advise on occupational health and safety programs	●	Good for the Community - Employee Health & Safety
LA7	Rates of injury, occupational diseases, lost days, and absenteeism, and number of work-related fatalities by region	●	Good for the Community - Employee Health & Safety
Training and Education			
LA10	Average hours of training per year per employee by employee category	●	Good for the Community - Learning & Development
Diversity and Equal Opportunity			
LA13	Composition of governance bodies and breakdown of employees per category according to gender, age group, minority group membership and other indicators of diversity	●	Good for the Community - Diversity & Inclusion
Child Labor			
HR6	Operations identified as having significant risk for incidents of child labor, and measures taken to contribute to the elimination of child labor	●	ConAgra Foods has not identified any operations at significant risk for incidents of child labor
HR7	Operations identified as having significant risk for incidents of forced or compulsory labor, and measures to contribute to the elimination of forced or compulsory labor	●	ConAgra Foods has not identified any operations at significant risk for incidents of compulsory labor
Healthy and Affordable Food			
FP4	Nature, scope and effectiveness of any programs and practices (in-kind contributions, volunteer initiatives, knowledge transfer, partnerships and product development) that promote healthy lifestyles; the prevention of chronic disease; access to healthy, nutritious and affordable food; and improved welfare for communities in need	●	Good for You - How We Communicate; Good for the Community - Our Cause
Corruption			
SO3	Percentage of employees trained in organization's anti-corruption policies and procedures	●	Corporate Ethics

Compliance

S08	Monetary value of significant fines and total number of nonmonetary sanctions for noncompliance with laws and regulations	●	Material items would be disclosed in our ConAgra Foods 2013 Annual Report, 10-K
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Customer Health and Safety

PR1	Lifecycle stages in which health and safety impacts of products and services are assessed for improvement, and percentage of significant products and services categories subject to such procedures	●	Good for You - Food Safety & Quality
FP5	Percentage of production volume manufactured in sites certified by an independent third party according to internationally recognized food safety management system standards	●	Good for You - Food Safety & Quality
FP6	Percentage of total sales volume of consumer products, by product category, that are lowered in saturated fat, trans fats, sodium and sugars	●	Good for You - Our Food ConAgra Foods reports the percent of our Consumer Foods portfolio that fits within three clearly defined health and nutrition categories
FP7	Percentage of total sales volume of consumer products, by product category sold, that contain increased fiber, vitamins, minerals, phytochemicals or functional food additives	●	Good for You - Our Food ConAgra Foods reports the percent of our Consumer Foods portfolio that fits within three clearly defined health and nutrition categories

Marketing Communications

PR6	Programs for adherence to laws, standards and voluntary codes related to marketing communications, including advertising, promotion and sponsorship	●	Good for You - Advertising to Children
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Compliance

PR9	Monetary value of significant fines for noncompliance with laws and regulations concerning the provision and use of products and services	●	Material items would be disclosed in our ConAgra Foods 2013 Annual Report, 10-K
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