



CHIPOTLE SUPPLIER CODE OF CONDUCT



BACKGROUND

Chipotle is committed to sourcing the very best ingredients that are grown, raised, and harvested with respect for people, animals, and the land. We work to create and celebrate integrity in all aspects of our business, including how workers are valued and the way crops are grown, animals are treated, and the environment is impacted.

Our best business success is achieved by honoring and empowering our restaurant managers and crew members. Chipotle strives to grow and earn profits ethically by balancing social, environmental, and financial commitments to shareholders, customers, employees, and the public. We seek out suppliers who share and champion our core values, and act with honesty and integrity. We also envision that our suppliers are always getting better, and helping us improve the meals we serve to customers.

We are committed to complying with the law and maintaining the highest standards of honesty, integrity, and conduct. Chipotle also requires that its suppliers comply with basic principles and regulations that protect, and respect, workers, animals, and the land. We proudly do business with suppliers who expect to, and do, uphold the same principles.

Notable material and findings about our supply chain can be found in Chipotle's Sustainability Report at chipotle.com/about-us/sustainability.



LAWS

Suppliers and any subcontractors hired or retained by Suppliers shall comply with all applicable laws, regulations, customs, and industry standards relating to employment and human rights, including but not limited to the following. Supplier shall be responsible for the actions or inactions of any subcontractors it retains to perform services for the benefit of Chipotle.

FORCED LABOR & VIOLENCE AGAINST WORKERS

The use of forced or prison labor and any form of indentured servitude by a supplier and its subcontractors is forbidden. Physical punishment, confinement, use of weapons, threats of violence, or other forms of physical, sexual, psychological, or verbal harassment or abuse is strictly prohibited.

CHILD LABOR

The unlawful use of child labor by suppliers or any of its subcontractors is forbidden under any circumstances. If the country in which the supplier is doing business does not define “child” for purposes of minimum age of employment, the minimum age shall be 15 years of age. If the supplier employs minors, the supplier shall comply with all laws regulating hours and working conditions for minors.

WAGES AND WORKING HOURS

Employees and workers of suppliers and any subcontractors of suppliers must be fairly compensated and provided with wages and benefits that comply with applicable laws, including required compensation for overtime work and other premium pay dictated by law. Suppliers and their subcontractors shall comply with all laws and with industry standards pertaining to the number of hours worked per day or week and consecutive days worked. Employees and workers shall be provided with reasonable daily and weekly work schedules and adequate allowance shall be made for time off.

NON-DISCRIMINATION

Suppliers and their subcontractors shall comply with laws prohibiting discrimination in hiring and employment practices on the grounds of race, color, religion, sex, age, physical ability, national origin, sexual orientation, gender identity, and any other applicable basis. Suppliers and their subcontractors shall also comply with laws prohibiting unlawful harassment and retaliation.





WORKPLACE ENVIRONMENT & ACCOMMODATIONS

All employees must be, and perceive themselves to be, safe in their workplace. Suppliers shall provide their employees and workers with safe and healthy working and, where provided, living conditions. At a minimum, potable drinking water, clean restrooms, adequate ventilation, fire exits, essential safety and protective equipment, and related training, an emergency aid kit and access to emergency medical care, and appropriately lit work stations must be provided. Work and living facilities must be constructed and maintained in accordance with the standards set by applicable codes and ordinances. Suppliers shall not endanger any employee's or worker's safety. Living accommodations must be clean, safe, and meet the reasonable, basic needs of residents.

IMMIGRATION COMPLIANCE

Suppliers shall comply with immigration laws, including in the US the Immigration Reform and Control Act and related regulations that require employers to determine the identity and work eligibility of employees and take appropriate action if becoming aware that an employee does not have appropriate authorization or status to work in the US.

ETHICAL BUSINESS PRACTICES

Suppliers are forbidden to offer or accept bribes or kickbacks, or to participate in or condone falsifying documents, collusive bidding and price fixing, and unfair trade practices and must fully comply with the Foreign Corrupt Practices Act and related regulations.

ENVIRONMENT & SUSTAINABILITY

We believe that protecting the environment is all of our responsibility. Chipotle complies with all applicable environmental laws, regulations and permit requirements and expects all companies and contractors with which we partner to do the same. Suppliers shall comply with environmental laws and regulations and conduct their operations in ways that conserve natural resources.



FOOD WITH INTEGRITY (FWI)

(APPLICABLE TO FOOD AND INGREDIENT SUPPLIERS ONLY)

As part of our FWI commitment, we require our food and ingredient suppliers to certify, through a separate certification process, to the following:

Responsibly Raised Meats:

All animals have been responsibly raised, which means that they're treated humanely from birth to slaughter, fed a vegetarian diet and never given added hormones or sub-therapeutic antibiotics.

rBGH Free:

100% of the milk in our sour cream, cheese and queso comes from cows that have never been treated with rBGH (Recombinant Bovine Growth Hormone).

Outdoor-Raised Dairy:

Dairy cows have had daily access to the outdoors, are fed an all-vegetarian diet and have never been given sub-therapeutic antibiotics or added hormones.

GMO Free:

All food ingredients sold to us are non-GMO (however some beverages may contain GMO ingredients, much of the meat and dairy comes from animals fed at least some GMO grain).

All ingredients and processes must comply with our FSQA requirements.

All ingredients must be traceable, with transparency covering point of origin, growing, handling, and harvesting practices.

Certifications will be sent separately from this Code of Conduct.

We also strongly prefer (but do not require) that our suppliers comply with the following aspirational attributes, when possible.

Organic:

When possible, produce should be grown organically as per USDA Organic Certification.

Local:

When possible, food should be sourced from within 350 miles of a distribution center. To further this goal, the majority of our restaurants are located within 80 miles of a distribution center.

Farmers:

Farmers should raise their animals and crops with respect for the long-term health of the land and community.

COMPLIANCE

All suppliers and their affiliates, subcontractors, employees, workers, and agents must comply with this Code of Conduct. Suppliers shall immediately notify Chipotle of any violation of this Code of Conduct. Failure to comply with this Code of Conduct shall be cause for Chipotle to revoke a supplier's approved status and, at Chipotle's discretion, to terminate any agreements Chipotle has with such supplier. This Code of Conduct is in addition to any other Chipotle policies, codes, and agreements which might apply to a supplier, and Chipotle may add to or modify this Code of Conduct, and request suppliers to accept and agree to the terms, from time to time.

NOTICE, MONITOR, COMPLAINTS

Suppliers shall notify their employees and workers of this Code of Conduct and suppliers' obligation to fully comply with it. Suppliers shall also communicate this Code of Conduct to its affiliates, subcontractors, employees, workers, and agents. Each supplier shall be responsible for monitoring its own business, and the business of its subcontractors and affiliates, for compliance with this Code of Conduct.

Suppliers shall implement and maintain a program for employees, workers, and other people to report complaints and concerns to the supplier. Suppliers will respond meaningfully to complaints with the intent to reach a swift resolution.

VALIDATION BY CHIPOTLE

Chipotle may conduct inspections, audits, and evaluations of suppliers and their business practices, records, facilities, and, where provided, housing accommodations. Chipotle may also conduct inspections, audits, and evaluations of suppliers' subcontractors, affiliates, and agents. Suppliers shall preserve all information necessary to demonstrate and document compliance with the Code of Conduct. Chipotle follows a continuous improvement philosophy and will work with Suppliers on corrective action plans to address any negative audit findings.



ACCEPTANCE & AGREEMENT TO CHIPOTLE'S SUPPLIER CODE OF CONDUCT

I hereby confirm that I am authorized to obligate the supplier indicated here ("Supplier") to abide, and shall cause the Supplier's affiliates, subcontractors, employees, and agents to abide by the terms of Chipotle's Code of Conduct.

I acknowledge and agree that failure by Supplier or Supplier's affiliates, subcontractors, employees or agents to comply with this Code of Conduct shall be sufficient cause for Chipotle to revoke Supplier's approved status and, in Chipotle's discretion, terminate any agreements Chipotle has with the Supplier. I also agree to sign and provide to Chipotle each year the Annual Compliance Certificate attached as **Exhibit A**.

ACCEPTED AND AGREED TO ON BEHALF OF:

SUPPLIER NAME

SIGNATURE

NAME OF AUTHORIZED SIGNER

TITLE OF AUTHORIZED SIGNER

DATE



EXHIBIT A: **CHIPOTLE SUPPLIER CODE OF CONDUCT ANNUAL COMPLIANCE CERTIFICATION**

I hereby confirm that I am authorized to sign this Annual Compliance Certification on behalf of the Supplier indicated here (“Supplier”). In accordance with Chipotle’s Supplier Code of Conduct (the “Code”), the undersigned hereby certifies that Supplier has reviewed its operations and the operations of its affiliates, subcontractors, employees and agents with respect to goods and services provided to Chipotle during the past 12 months and, based on that review, the following statements are true and correct:

- 1)** Supplier has complied with all provisions of the Code, including wage and hour and nondiscrimination laws and other laws and regulations governing treatment of its own employees; and
- 2)** Supplier is in compliance with all laws and regulations applicable to its business.

SUPPLIER NAME

PRINTED NAME & TITLE OF AUTHORIZED SIGNER

SIGNATURE

DATE

