



Our Business Principles

Cadbury

At Cadbury we create brands people love.

We believe that good ethics and good business go together naturally to produce the best long-term results for all our stakeholders.

Ethical business sits at the heart of Cadbury. It always has. It is part of who we are, our values, our heritage, our policies and the way we behave.

Our Business Principles reflect and reinforce this. Through them we continue to play a positive part in society, grow shareowner value, attract and develop the best people and, importantly, create brands people love.

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Introduction

At Cadbury, we take our responsibility and reputation as a good corporate citizen seriously. We are proud of our principles and their effect on how we do business.

This booklet is our code of conduct and confirms our commitment to the highest standards of ethics and business conduct. It takes into account global standards – such as the International Labour Organisation conventions and the Universal Declaration of Human Rights – as well as cultural and legal standards from our local markets.

It clearly states our business principles. It shows their impact on everyone involved with Cadbury, from the board, the businesses and colleagues, to consumers, suppliers and business partners.

It highlights our responsibility, as a group and as individuals, to:

- Live our values
- Uphold good corporate governance
- Promote ethical business practices
- Nurture and reward colleagues
- Maintain a safe and secure working environment
- Engage responsibly with consumers
- Partner with integrity
- Contribute to society and a sustainable environment

These principles sit at the heart of our governance, policies, and management processes and inform how we work, all over the world. Through them we can protect and sustain the ethical standards that make Cadbury a great company – to work for and to work with.

By working together we can ensure our company maintains its reputation for ethical standards and keeps its promises. The final part of the booklet describes your role in making this happen.

Roger Carr
Chairman

Todd Stitzer
Chief Executive Officer



Our Principles

Cadbury

Purpose

We create brands people love. This is our core purpose.

Our chocolate, gum and candy brands are much-loved favourites, bringing moments of pleasure to millions of people every day.

We are a performance driven and values led business.

Our vision is to be the biggest and the best confectionery company in the world. Our governing objective is to deliver superior returns to our shareowners. Our success is sustained by understanding and responding to the needs of consumers, customers, suppliers, colleagues and citizens.



Values

Our values inform how we behave and our approach to business and management. Throughout changing times, our constant values have inspired us to be pioneers in business and in corporate responsibility. They help ensure we are proud of our company and are critical to our core purpose of creating brands people love. Our values are:

- Performance
- Quality
- Respect
- Integrity
- Responsibility

At Cadbury, company values and commercial value do not conflict; they support and reinforce one another.

Through this we can take advantage of change, attract and retain committed people and maintain a competitive advantage. All this is encapsulated in the Leadership Imperatives – the behaviours which should guide everyone in Cadbury.

Corporate Governance

Board of directors

Our board of directors is responsible for the proper management of the Group. The non-executive directors are independent of management.

Board sub-committees deal with the following:

- Audit: accounting, financial reporting, compliance with policies and internal controls.
- Corporate and social responsibility: consumer, environment, quality, health, safety and security, sustainability, employment practices, equal opportunities and diversity, ethical trading, community and social investment, human rights, and other aspects of ethical business practice.
- Remuneration: annual salaries, compensation and benefits arrangements, service agreements and other employment conditions for the executive directors.
- Nomination: makes recommendations to the board on appointing any new executive or non-executive directors.



Compliance

We are committed to strict compliance with the laws and regulations which apply to our business activities around the world. We uphold these and our own standards and policies through our global, regional and local risk and compliance processes.

Company records

All books and records must be kept in accordance with applicable laws and according to proper accounting standards, fully reflecting all receipts and expenditures. This is in order to make sure the financial information we use within the business or for external publication is accurate and reliable.

Company reporting

We are committed to openness in all forms of reporting. The published reports and information we supply to regulatory agencies or other government organisations must be complete and not misleading.

Ethical Business Practices

We expect honesty, openness and courtesy from all colleagues in their business dealings. This means everyone must act in an ethical way to protect the company and its reputation, and that everyone respects the dignity and human rights of other colleagues and the people and communities we do business with.

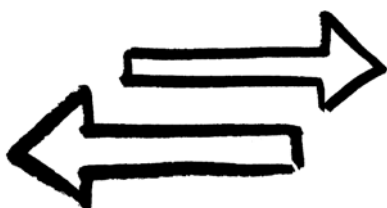
External communications

We communicate openly, directly and accurately with the public. We will not give special treatment to any individual or institution. Material information about our performance and prospects is communicated to the financial community at the same time.

Matters relating to the company must not be discussed with representatives of the media unless specifically authorised as part of your role. Our global corporate affairs department must co-ordinate any announcements, statements, or responses to questions from the media, which relate to price or commercially sensitive information.

Confidentiality

We expect colleagues to keep all company information confidential. This would include plans to buy or sell businesses, product formulation, manufacturing processes, advertising, marketing plans, concepts, research and development, suppliers, customers, financial information, personnel and employment matters, and other information which is not generally known to the public. We will make sure that you are aware of your obligations and also expect you to take steps to prevent unintentional disclosure. These obligations apply to all colleagues, including those who leave the company.



Inside information

Confidential business information must not be shared with others outside Cadbury or used for the personal gain of yourself or others. You, your family and close acquaintances should not buy or sell company shares if you or they have material information that has not been made public and could affect our share price.

Conflicts of interest

Colleagues must not have outside commercial interests that conflict with the best interests of the group. We expect all colleagues to act only for the benefit of the group and not be influenced by a personal interest that may result from other individual or business interests (for example, shares in business partners, personal or family involvement in trading contracts with us, and so on). In addition, colleagues may not work simultaneously for a competitor, customer or supplier.

Conflicts of interest may not always be clear-cut, so if you have a question you should consult with your manager, human resources department or legal department.

Fraud

We will not tolerate fraud. Our fraud policy alerts management to the ways in which fraud can happen and helps identify the best practices to prevent it.

Gifts and entertainment

The intent of gift-giving and entertainment should be to build relationships or to offer courtesy – reasonable, customary and occasional gifts and entertainment may be accepted and offered under these circumstances. Gifts and entertainment should not influence or attempt to influence the receiver's objectivity in making a decision or appear to be a business inducement.

Gifts of money, goods, services or other favours must not be asked for or accepted. Small tokens and reasonable hospitality may be accepted provided they do not place you under any obligation and will not be misconstrued. Any gift or hospitality of more than token value must be reported to your manager to determine if it may be accepted. You and your family should not accept anything that could damage our reputation.

Improper payments

Improper payments must not be offered or made by yourself or your family. These include money, rebates, coupons, gift certificates, commissions, facilitation payments, bribes, favourable payment terms and conditions, loans or guarantees.

Appropriate use of company resources

Company assets are intended to help colleagues achieve business goals. We expect colleagues to use our resources in a responsible and ethical manner. While incidental or occasional personal use may be allowed with prior approval from a manager, misuse is not acceptable. This includes misuse of such things as company credit cards, IT/internet, telephone and time at work.

Corporate opportunities

Colleagues must not take advantage of personal opportunities that may arise through the use of corporate property, information or position. They must not use corporate property, information or position for personal gain; or compete with the company. Colleagues owe a duty to the company to advance its legitimate interests when the opportunity to do so arises.

Inventions and intellectual property

Colleagues must disclose any inventions conceived, while in our employment. These may arise from normal duties or from employment by us. Subject to applicable law, we will be entitled free of charge to the sole ownership and exclusive use of them.

Political contributions

We and our subsidiaries will not make political contributions unless they have been approved by the board of directors and, in certain circumstances, shareowners. Political contributions include cash contributions and benefits in kind, and in some cases may include donations, gifts and or sponsorships.

If there is any question as to what constitutes a political contribution you should ask the advice of the legal department.

Competition

We are committed to free and open competition. We will compete vigorously but honestly, while complying with all competition and anti-trust laws wherever we carry out business.

Colleagues

Communications and involvement

We have a long tradition of encouraging direct, two-way involvement of and communication with colleagues. This is in order to obtain the fullest participation of everyone's energy and views and we believe is best promoted within the local workplace through local information and consultation procedures. We respect the right to join a legally-recognised trade union.

Pay, benefits and working conditions

We respect the dignity and human rights of our people. We remunerate fairly according to skills and performance and with reference to competitive industry and local conditions. We expect our people to work only reasonable hours.

We will not employ forced labour and will employ children only under circumstances that protect them and their rights to education and social development (for example, on educational work experience or work placements).



Health, safety and security

We recognise the importance of health, safety and security within our business and strive for a zero accident culture. We seek to provide a healthy, safe and clean working environment in line with local laws, regulations and industrial practice. We measure, appraise and report performance, as part of our commitment to the health, safety and security of our colleagues, contractors and everyone who works on or visits our sites.

Equal opportunities, diversity and inclusiveness, and personal development

Our policy on equal employment opportunities, diversity and inclusiveness states that we recruit and promote colleagues on the basis of their suitability for the job without discriminating on grounds of race, colour, ethnic or national origin, gender, sexual orientation, age, religion, marital status, or disability unrelated to the task. We will not tolerate sexual, physical or mental harassment of colleagues.

We value diversity and inclusiveness. Colleagues from varied backgrounds enrich our company's culture and support our business success. Through an inclusive workplace culture, we also aim to inspire the best in our people and promote pride in our company. We recognise the value that all colleagues create for the business and will provide opportunities for personal and career development.

Consumers

Product quality and safety

Working to create brands people love demands quality within all of our products, and actions from sourcing, manufacturing and food safety to marketing, logistics and customer service. We are committed to providing consumers with quality products which are marketed truthfully, labelled clearly, and meet food safety regulations and standards.

Responsible product development

During the development of new and existing products and product renovation, we will have consumers' wellbeing front of mind. We are committed through our actions to comply within our Responsible Product Development policy.

Responsible consumption

We promote responsible consumption of our products through thoughtful marketing, product innovation and nutritional labelling.

Responsible marketing

All marketing, advertising, promotions and other commercial communications will be conducted in line with the principles of:

- 1 Accuracy and truthfulness
- 2 Attention to cultural and political sensitivities
- 3 Supporting sensible consumption and balanced lifestyle
- 4 Protecting children and supporting the role of parents



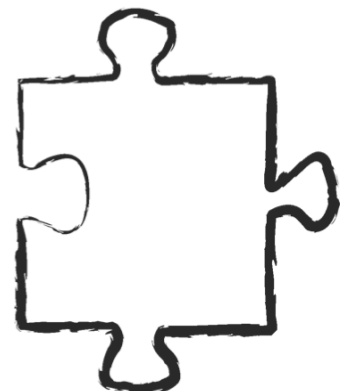
Customers, Suppliers and other Business Partners

Ethical trade

We will carry out our business honestly, ethically and with respect for the rights and interests of the people with whom we do business. We expect relations with joint-venture partners, licensees, suppliers and trade customers to be mutually beneficial. We encourage our partners to uphold our principles and standards.

Ethical and sustainable sourcing

We aim to ensure our products are carefully sourced and produced in a sustainable manner. For us this includes economic, environmental, social and labour conditions. We will maintain ethical sourcing standards and develop sustainable agriculture programmes such as the Cadbury Cocoa Partnership.



Society and Environment

Community involvement

We recognise our responsibilities as a member of the communities in which we operate. We commit resources to support community and social investment through national or locally targeted programmes in partnership with others. We will also encourage and support colleague efforts to be involved in and provide leadership in the communities in which they live and work.

Advocacy and government relations

We support open dialogue between business, government and non-government organisations at local, national and international levels. We engage constructively to promote better legislation, regulation and agreements. We will be mindful of the views of all stakeholders and the need for good social, economic and environmental policy to safeguard a healthy and competitive business environment.

Environment

We recognise our environmental responsibilities, the impacts of our activities and the wider environmental challenges facing the business and society through climate change. We will reduce our environmental impact, in particular targeting carbon, packaging and water use, within our broad 'Purple Goes Green' environmental programme. We will also work in partnership to positively influence and engage others.



Compliance with Our Business Principles

Applying our principles

This statement applies to all colleagues as well as our agents, consultants and other representatives. It confirms our strong dedication to high standards of business conduct in every country in which we do business.

Although individual subsidiaries and business units may have additional standards, each colleague should use this document as a general guideline for behaviour, particularly where no other specific standards apply. We also have global policies (listed at the back of this document) which should be referred to for further detail.

We expect every colleague to uphold our ethical business practices. Each manager is responsible for the behaviour of those under his or her control or direction. Failure to comply with Our Business Principles in this statement will result in disciplinary action which may include termination of employment. We may also report the matter to the public authorities for appropriate action.

Every effort should also be made to ensure that we promote these principles and values in our dealings with joint-venture partners and other stakeholders. When dealing with suppliers, we will seek to make sure they satisfy our requirements for quality, environment, health, safety and security, ethical and other operating practices.

Speaking up

If you know or have suspicions of any legal violation in work-related issues or breaches of these principles, you should report them to your manager or human resources so that we can take action.

If for whatever reason this might not be possible, you may contact the independent and confidential Speaking Up Helpline. They will detail your concern and forward it to the Cadbury Global Director of Security for confidential investigation.

We will make all proper efforts to protect the confidentiality of those who raise concerns. We will not criticise anyone for speaking up, or for failure to speak up on earlier occasions. We will not permit retaliation for reports of misconduct by others made in good faith by colleagues.

We will treat any attempt to prevent colleagues from raising concerns as a serious disciplinary offence.



Ensuring compliance

Our statement of business principles sets out the general principles that govern our business conduct.

While we have businesses around the world which operate in line with local cultural and legal standards, this document sets out the minimum standards which should apply everywhere that we do business and all our businesses must meet.

Legal, together with local business units, will be responsible for:

- Undertaking periodic reviews of compliance
- Reporting on compliance
- Making sure that local and regional codes or similar statements are in line with Our Business Principles

Human Resources, together with local business units, will be responsible for making sure that:

- Our Business Principles are communicated to all managers and colleagues.
- Induction processes make sure new colleagues and newly-acquired businesses are made aware of these principles.
- Training and briefings of our business principles take place with managers and relevant colleagues
- At reasonable intervals, managers confirm that they and those under their direction comply with the business principles.
- In the event of any breaches, appropriate action is taken, such as reporting the incident to a local or group representative.

Comprehensiveness

No statement of business principles can deal with all situations. It is therefore everyone's responsibility to apply the principles set out in this document and thereby exercise good business judgement.

If you have any particular questions after reading this you should speak to your manager or human resources.



Global Policies

The following global policies and booklets should be read in conjunction with this booklet.

- Competition and Anti-Trust policy
- Confidentiality policy
- Dissemination of Price Sensitive Information
- Environment, Health and Safety policy
- Equal Opportunities, Diversity and Inclusiveness policy
- Ethical Business Practices policy
- Fraud policy
- Human Rights and Ethical Trading policy
- IT User Standards
- Lobbying Code of Conduct
- Marketing Code of Practice
- Quality and Food Safety policy
- Responsible Product Development policy
- Share Dealing Rules policy
- Speaking Up
- Spokesperson policy
- Leadership Imperatives booklet
- Performance driven, Values led booklet
- Global Security policy

For further information contact Global Human Resources or look at the Global Compliance intranet site.

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