



Winland Foods Code of Ethics

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Winland Foods Code of Ethics Introduction

Purpose of the Code

At Winland Foods, Inc. and its affiliates (collectively, “Winland” or “Company”), our customers rely on us to be a trusted and responsible business partner and our employees count on us to create an environment that is safe, respectful of them as individuals and provides long-term opportunities. We create this trust every day by conducting business the right way all the time, prioritizing integrity and ethical business conduct.

We developed this Code of Ethics (“Code”) to serve as a framework for our ethical business practices. This framework is especially important as we form our identity as a new company. It provides us with high-level guidance and direction about difficult choices we might face. Our policies and procedures, which we reference throughout this Code, provide additional details in certain areas and are incorporated into this Code. You can find our policies on the Winland SharePoint site.

Application of the Code

This Code applies to all employees, officers and directors of Winland. We expect everyone who works on our behalf, including our suppliers and business partners, to act with integrity and in accordance with the principles we outline in this Code. Those of us who supervise employees have an additional responsibility to communicate the importance of this Code to those around us.

Winland takes compliance with the law and this Code very seriously. Violations will be subject to strict discipline.

Speak Up

It is critical that we all feel comfortable speaking up if we have questions or concerns about misconduct or potential misconduct. Reporting concerns is a responsibility and a requirement. It can be hard to speak up when something does not feel right, but our Company can only address concerns and resolve issues when we know about them. The sooner you can raise a concern or make a report, the sooner Winland can work to begin making things better.

There are many resources available to you at Winland. If you have a question or a concern, contact any one of the following, whom we will refer to as your Ethics Resources:

- Your Supervisor
- Your Plant Manager
- Your Human Resources Representative
- Any member of Legal Affairs
- Our Hotline

If you would like to raise a potential issue anonymously — including concerns about retaliation, quality, health or safety — you can also contact the Hotline, 24 hours per day, seven days per week at 1-844-718-9832 (United States), 1-844-718-9809 (Canada) or online at winlandfoods.ethicspoint.com.

After an individual raises a concern, the appropriate resources at Winland will determine how to proceed with an investigation. Those resources will work to keep all information reported confidential, to the extent permitted by the law and without compromising a thorough and effective investigation.

We are all responsible for our culture. Although uncomfortable, we must bring forward issues that violate our Code.

Retaliation Is Prohibited

We have a zero-tolerance policy for retaliation at Winland. Individuals who report concerns in good faith should never face mistreatment. If you feel that you are being treated differently because of a concern you raised or a question you asked, you must share this with your Ethics Resources immediately.

We Prioritize Food Safety and a Safe Workplace

Delivering Safe & Quality Foods

The safety and quality of our food is critical. Winland follows “good manufacturing practices (GMP)” throughout all of our operations. Those of us who work in formulation, production, storage or transportation of our food must prioritize safety, use the highest level of care at all times.

At Winland, we:

- Always follow all plant rules.
- Comply with all policies, documenting all product tests and inspections in accordance with these policies.
- Report any concerns about unsafe foods or conditions immediately.

Keep in Mind ...

Some things we do at Winland to prioritize safe manufacturing practices include:

- Maintaining and following strict hygiene policies
- Keeping good records
- Using safe and inspected equipment
- Establishing processes and procedures to manage and address concerns and complaints

The Right Way ...

The policies and controls at Winland are in place for a very important reason — to keep our food safe. We never take shortcuts or work around controls, as this could jeopardize the safety of our products.

Maintaining a Safe Workplace

Nothing is more important to our Company than operating a safe workplace. At Winland, we all play a role in keeping our surroundings safe and secure. This includes complying with all safety policies and procedures, as well as maintaining a workplace that is free from the misuse of drugs, violence and weapons.

At Winland, we:

- Follow all safety precautions that apply to your job, and report any safety issue immediately.
- Follow security policies and procedures at your location.
- Never be impaired by any substance, such as drugs or alcohol, while at work.
- Never act in a way that could be perceived as violent or threatening.

- Know that weapons and firearms are not permitted on Company property.
- Regularly review our Drug and Alcohol-Free Workplace Policy – All Salaried and Hourly Employees and our Workplace Violence Prevention Policy – All Salaried and Hourly Employees on the Winland SharePoint site.

Keep in Mind ...

Given the nature of our business, some of us have jobs that require us to follow specific procedures and protocols to keep safe. Those of us working in plants must always:

- Wear appropriate protection
- Follow all policies and procedures that apply to the use and disposal of hazardous materials
- Complete all safety training that is designated for our roles
- Report any safety issue immediately

The Right Way...

Given the world we live in, we need to be prepared to respond to safety concerns even though we never anticipate or expect violence to occur at our Company. It is important to speak up if we are worried that a coworker is acting out of the ordinary, even if doing so feels uncomfortable. Protecting one another is our ultimate responsibility.

We Treat One Another with Professionalism and Mutual Respect

Demonstrating Mutual Respect

At Winland, we work at our best when we create an environment that is grounded in mutual respect. Our Company empowers us to treat one another professionally and respectfully and prohibits harassment in all forms.

At Winland, we:

- Be courteous and considerate when working with coworkers, customers, suppliers or anyone else.
- Think about how your words and actions are perceived and avoid conversations that could be considered inappropriate.
- Speak up if you feel as though you have been mistreated or if you have concerns that someone around you is being mistreated.

Keep in Mind ...

Harassment can ... be sexual in nature, but it does not have to be.

Harassment can ... happen through words alone (like telling inappropriate jokes or repeatedly asking someone on a date) or by sending someone inappropriate emails or pictures. It can also involve unwanted touching or physical contact.

Harassment can ... include bullying and intimidation.

Harassment can ... start as something small or seemingly insignificant, but can quickly escalate into something bigger.

Harassment can ... impact everyone. It can happen regardless of gender, age, race or any other characteristic that makes us unique.

The Right Way...

Remember that if someone is being mistreated, it is inappropriate not to do something. If you have concerns that someone is being harassed, do the right thing. You can and should speak up against the behavior or report the behavior to an Ethics Resource. Just remember that your voice is critical.

Promoting Diversity & Inclusion

At Winland, we set each other up for success when we value and respect the expertise, contributions and ideas of others, especially when their backgrounds and experiences differ

from our own. Our work environment is an inclusive one — one that thrives on a diverse team with common goals.

At Winland, we:

- Keep an open mind to perspectives that might be different from your own.
- Take steps to foster our strong and diverse team, by encouraging those around you to share their thoughts and ideas.
- Make employment-based decisions, such as whether to hire or promote someone, based on their skills, capabilities and experiences and never based on characteristics protected by the law, including antidiscrimination laws.
- Regularly review our Equal Opportunity and Anti-Harassment Policy – All Employees and our Diversity and Inclusion Policy on the Winland SharePoint site.

Keep in Mind ...

There are many laws around the world that prohibit discrimination. These laws protect individuals from being treated differently based on unique characteristics. Examples of unique characteristics include, but are not limited to:

- Race
- Religion
- Sex
- Age
- Sexual orientation
- Gender identity
- National origin or ancestry
- Marital status
- Disability

The Right Way ...

Keep in mind that creating an inclusive culture goes beyond avoiding discrimination. It requires us to proactively support and encourage one another in a way that enables each of us to feel comfortable contributing our best ideas every day.

Protecting Data Privacy

During the course of our work, we may collect, store, share and process personal data about our employees, as well as other people who engage with Winland. We must keep personal data safe and protect the privacy rights of all individuals whose personal data we access and store. At our Company, we comply with applicable laws that regulate the collection, storage and use of personal data wherever we do business.

At Winland, we:

- Do not share personally identifiable information (PII) unless you have written permission to do so.
- Do not send PII via email unless you have followed the Company's encryption procedures.
- Collect and store PII only if you need to do so in order to complete your work.

Keep in Mind ...

PII includes information that can help identify an individual. For example, something as straightforward as an individual's name is personal information. PII can also include data about a person such as their employment history, social security number, age, race, phone number and email address.

The Right Way ...

Our customers trust us to represent their brand. Data breaches can destroy our brand reputation resulting in damage to our business relationships. By taking our responsibility to protect personal information seriously, we maintain the trust of our customers.

Valuing Social Responsibility

Part of our commitment to integrity includes a pledge to take care of our surroundings, from our environment to the communities and people who depend upon us. At Winland, we comply with all environmental regulations that apply to us and do everything possible to conduct our business in a sustainable way. We pride ourselves on a commitment to human rights and fair employment practices and choose to work with business partners who uphold these same principles.

At Winland, we:

- Understand environmental regulations that apply to your work for Winland.
- Do what you can to reduce waste in your day-to-day activities and by regularly reviewing our practices for efficiency.
- Demonstrate respect for human rights and speak up if you ever feel that a person or group of people is subjected to mistreatment.

Keep in Mind ...

As a trusted food manufacturer, we are proud of our commitment to treating everyone who works on our behalf lawfully and respectfully. In addition to prohibiting harassment and discrimination, we forbid all unfair labor practices. Here are some examples of behaviors that

we will never tolerate at Winland or from any company or by any individual who works on our behalf:

- Using child labor
- Prohibited employment practices
- Human trafficking

The Right Way ...

We consistently hold ourselves to the high standards of our customers, from the products we manufacture to the service we provide. We understand that doing the right thing is essential to our reputation. We must expect this same level of commitment from the suppliers we use and choose only to work with those who demonstrate a commitment to ethics and integrity.

We Conduct Business Fairly

Working with the Government

When we enter into contracts or do business with the government, there are often specific requirements with which we must comply. Those of us who work on government contracts must understand and comply with the rules that apply to the work we do.

At Winland, we:

- Never conceal information from the government, make false statements or create false records.
- Comply with the specific government contracting policies and procedures that apply to your role.

Keep in Mind...

There are many special rules that apply when working on government contracts, especially in the areas of:

- The exchange of gifts and entertainment
- How we solicit and accept bids
- How we enter into agreements with subcontractors
- How we manage our records and respond to requests for information

If your work involves government contracts, it is important that you understand these rules.

The Right Way ...

Just as we comply with all rules that relate to government contracting, we need to understand that anyone who works on our behalf, including agents or other third parties, must also comply with these rules. Choosing to work with individuals or companies who hold themselves to our high standards is imperative to our work with the government.

Competing Fairly

At Winland, we strive to compete fairly and transparently. There are laws around the world that protect our customers from unfair competition. Understanding and complying with competition laws, such as the U.S. antitrust laws, is essential to our continued success as a trusted business partner.

At Winland, we:

- Never make agreements or discuss or share sensitive information with competitors without prior written approval from Legal Affairs – exercise caution even when interacting with TreeHouse Foods.
- Treat customers fairly and do not discriminate among customers through offers of price or other terms or force a customer to buy one product in order to get another product.
- Be careful at trade association meetings to avoid any pricing conversation or discussion that relates in any way to nonpublic business information.

Keep in Mind ...

Here are some examples of sensitive topics which you must not discuss with competitors:

- Customer prices, bids or bidding practices
- Costs, production levels, selling strategies, terms or conditions of sale
- Market shares
- Customer lists

Here are some examples of prohibited agreements with competitors:

- Agreements regarding pricing, pricing practices, bids, bidding practices, terms of sale or marketing practices
- Agreements to coordinate or allocate bids
- Agreements to divide customers, markets or territories with a competitor
- Agreements not to deal with another company
- Agreements which attempt to control a customer's resale price

Remember that a prohibited agreement with a competitor or customer does not have to be a written contract or even involve an express commitment. A “nod and wink,” an unspoken “understanding” or even silence may be enough to be considered a prohibited agreement.

The Right Way ...

We have an obligation to protect competitive intelligence. We never misrepresent ourselves and use only ethical means to attain information about our competitors. If we become aware of information about our competitors that has not been made public or was not intended for us, we are all responsible for reporting it to an Ethics Resource immediately.

Avoiding Bribery & Corruption

At Winland, we do not tolerate bribery in our operations at any place or at any time. There are many laws around the world which prohibit bribery and corruption. We comply with all of these laws. We hold third parties who work on our behalf to these same standards.

At Winland, we:

- Do not offer anything of value to try to elicit a favorable business action.
- Never try to hide or conceal a payment.
- Record all payments and transactions correctly, truthfully and in accordance with policies and procedures.
- Oversee the work of third parties carefully, taking care to make sure that those who work on our behalf uphold our ethical standards.
- Comply with specific rules when working with government officials or employees.

Keep in Mind ...

A bribe happens when someone gives or promises another person something of value in return for favorable treatment. Bribes can include more than cash.

Some examples of bribes:

- Offers of discounts or refunds
- Offers to provide future job references
- Offers to make charitable contributions
- Offers to use vacation homes or personal property

The Right Way ...

We choose our business partners wisely, working with third parties who abide by our standards and principles. If we have concerns about those who work on our behalf, we need to speak up. Watch for these red flags:

- Not complying with our policies
- Operating without permits
- Unwillingness to attest to our Code of Ethics or comply with our anti-corruption requirements
- Unusual payment or accounting terms or arrangements
- Over-invoicing or inaccurate invoices

Giving & Receiving Gifts & Entertainment

In business, exchanging gifts or participating in business-related entertainment can be appropriate, particularly when it contributes to developing working relationships. However, we must act reasonably, use common sense and comply with all related policies and procedures.

At Winland, we:

- Never offer or accept any form of gift or entertainment if it is meant to gain an unfair business advantage.
- If you offer to provide or accept business entertainment, make sure it has a legitimate business interest and complies with our Travel and Entertainment Expenses Policy.
- Offer or accept gifts only if they are nominal in value, given infrequently and are consistent with accepted customs and practices.
- Do not offer or accept cash or cash equivalents (such as gift cards or gift certificates).
- Pay close attention to specific rules that apply when working with government contractors or public officials.

Keep in Mind ...

During the course of your work for Winland, you must not offer anything of value to government personnel without consulting Legal Affairs. This includes any items, service, entertainment, meal, gift or transportation, regardless of value.

The Right Way ...

Our decision-making at work must always be fair and impartial. Be careful to avoid even the appearance that you have given or received preferential treatment in a business relationship. Protecting our reputation as an ethical business also requires us to avoid any gifts or entertainment that could be viewed in a negative light.

Complying with Trade Controls

At Winland, we are responsible for complying with all laws that impact international trade, including anti-boycott laws, economic sanctions and export controls. Those of us who work with international operations or with purchasing or sales with a foreign country must understand and comply with the specific rules that apply to the work we do.

At Winland, we:

- Contact Legal Affairs if you are asked to participate in a boycott.
- Do not engage in any commercial or financial transactions with persons, companies, entities or countries subject to economic sanctions.
- Never export controlled goods, services, software, technology or technical data to prohibited countries or end users or for prohibited end users.
- Do not act in a way that might directly or indirectly facilitate prohibited sales, exports or transactions by foreign companies.

Keep in Mind ...

U.S. anti-boycott laws prohibit us from participating in any illegal boycotts, but boycott requests are not always clear. Look closely at terms and conditions in letters of credit, purchase orders, contracts and questionnaires issued from entities located in boycotted countries. Keep in mind that they may not use the word "boycott" and to contact Legal Affairs if you have questions.

The Right Way...

The U.S. government has sanctioned certain countries and individuals, and we cannot do business with these entities. Before we engage with customers, we must take reasonable steps to identify and screen the ultimate end users for our products against the relevant sanctioned country and denied-party lists.

We Strive to be a Trusted Business Partner

Demonstrating Transparency in Our Reports and Records

The law requires us to report our financial results and other information about the Company in an accurate and timely manner and manage our records responsibly. We comply with all reporting and record requirements and have appropriate controls, policies and procedures in place.

At Winland, we:

- Follow our policies for accounting, financial reporting and record retention.
- Enter all expenses and costs truthfully and accurately.
- Cooperate with internal and external auditors.
- Report any mistakes or concerns regarding financial entries immediately.
- Keep or discard all records in accordance with the Company's Records Management Policy.
- Be sure to pay attention if you receive specific instructions from Legal Affairs regarding records that could relate to legal proceedings or investigations.

Keep in Mind ...

We never expect fraud to happen at Winland, but we need to understand how to recognize it and help stop it if it does occur. Fraud happens when someone tries to hide or misstate something in order to personally benefit or in order to attain an unjust benefit for someone else or even for the Company.

Here are some examples of fraud:

- Expenses that appear to relate to personal activities instead of business-related activities
- Financial results that do not seem to align with how the business is doing
- Transactions that seem unclear
- Requests to skip or work around ordinary review and approval procedures

If you have concerns about fraud or something about an expense report or transaction does not feel right, contact Legal Affairs immediately.

The Right Way...

When we show transparency in all of our financial reporting and disclosures, we do more than just comply with the law; we also show ourselves as responsible business partners, worthy of the trust of our shareholders and the public at large.

Preventing Insider Trading

At Winland, we comply with all laws that prohibit insider trading. It is against the law to buy or sell securities based on inside information. It is also against the law and Company policy to share information or provide a “tip” to another person who may trade on that information.

At Winland, we:

- Never trade stock based on material, nonpublic information, whether that information relates to Winland or to any one of our customers, suppliers or business partners.
- Never provide information to another individual so that he or she can make a trade based on that information.
- Safeguard all confidential information that may be considered inside information.

Keep in Mind ...

Material, nonpublic information includes information that, if made public, would be likely to have an impact on a company’s stock price. Material, nonpublic information can relate to almost any aspect of a company’s business, including:

- The company’s finances
- Marketing or product strategies
- Changes in senior management

The Right Way...

While you work for Winland, you may learn information about a customer or business partner that could impact its stock price. You may also have access to information about TreeHouse Foods, given our continued business relationship. If this information could impact the stock price and it is not yet publicly available, this is inside information. You are never allowed to trade on inside information, nor are you allowed to share inside information with someone else or “tip” someone so that person can make a trade.

Avoiding Conflicts of Interest

Conflicts of interest happen when personal considerations or relationships conflict with or appear to conflict with the Company’s business priorities and responsibilities. At Winland, we need to make decisions that are in the best interest of the Company —decisions that are not compromised by the potential for personal gain.

At Winland, we:

- Do not work with Winland competitors or suppliers outside of your work for Winland.

- Never participate in an activity that could have a negative impact on the Company's reputation.
- Refrain from using Company resources for personal benefit.
- Disclose any conflict or potential conflict to your supervisor or Legal Affairs immediately.

Keep in Mind ...

Many relationships can create a conflict or the appearance of one, including:

- ***Relationships with relatives or close personal friends:*** You cannot manage, hire or interview a relative or close personal friend.
- ***Financial investments:*** You cannot do business with any people or companies who do business– or hope to do business – with Winland.
- ***Outside employment:*** You cannot work for a competitor, industry consultant or supplier or take a job that interferes with your ability to complete your work for Winland.

The Right Way ...

While we should always try to avoid even the appearance of a conflict, it is possible that conflicts will arise for you. If this happens, disclose the situation to your supervisor or Legal Affairs. Often, it is possible to work with the Company to address and resolve the situation. Handling conflicts correctly is critically important to preserving our reputation as an ethical business.

Participating in Political Activities

Although Winland supports the individual participation of our employees in the political process on their personal time, our Company does not support political parties or candidates for public office nor do we reimburse employees for political contributions.

At Winland, we:

- Keep your personal political activities separate from the work you do for Winland.
- Make it clear that your beliefs are your own and not those of the Company.
- Do not use Company time, facilities or any other resources to support personal political interests.

Keep in Mind ...

If making contacts with political parties, organizations, candidates or government officials is part of the work we do for Winland, we must always comply with all applicable laws and rules and seek guidance from Legal Affairs if we have questions.

For example, lobbying can be an appropriate business activity in certain types of work. At Winland, we may never attempt to influence a member of the government to make a decision in favor of our Company. This includes lobbying government agencies for contract awards using any appropriated funds received from the government.

The Right Way ...

We need to remember that the rules that apply to our Company's participation in the political process matter everywhere we do business. Even if laws vary per country, we need to seek guidance and approval from our supervisor or Legal Affairs before acting on the Company's behalf.

Protecting Confidential and Proprietary Information and Intellectual Property

Our ability to grow and sustain our business depends in large part on confidential information about our strategies and processes. We must protect our confidential information, as well as the confidential information about our customers and business partners. This includes any confidential information related to TreeHouse Foods.

At Winland, we:

- Protect confidential information at all times and share this information with other Winland employees only if they need the information to do their job.
- Share confidential information about Winland outside of the Company only if an approved Nondisclosure Agreement is in place.
- Follow policies to safeguard our intellectual property and contact Legal Affairs if you are unsure about whether something might be intellectual property.
- Keep in mind that your responsibility to safeguard the confidential information that you learn about while working at Winland continues even if you no longer work for the Company.

Keep in Mind ...

Confidential information is any information of a confidential, proprietary or secret nature related to our business. Here are some examples:

- Confidential business processes, practices or results of operations
- Trade secrets, formulas, manufacturing techniques, research and development information, business plans or forecasts (including plans with respect to proposed acquisitions of other companies or their assets)
- Customer lists or other sales data
- Personnel information
- Marketing plans

- Pending or threatened litigation or claims against our Company

The Right Way ...

We must always protect the trade secrets and other proprietary information of companies with which we do business. If we ever receive confidential information that is not intended for us, we need to immediately return the information and tell an Ethics Resource immediately.

Safeguarding Our Physical Assets, Financial Assets and Technology Systems

We are all responsible for safeguarding our physical assets, our financial assets and our technology systems. At Winland, we treat all Company assets with care.

At Winland, we:

- Be responsible when incurring expenses on behalf of the Company.
- Take good care of all Winland property, from office space to Company vehicles to manufacturing equipment.
- Use the Company's productivity tools, business systems and communication devices responsibly and in accordance with Company policies.

Keep in Mind ...

There are many things we can do to make sure we keep our technology systems safe. For example:

- Always use safe passwords that comply with Company requirements.
- Never store information about Winland on computers or mobile devices that have not been approved by the Company.
- Keep mobile devices locked and safe at all times.

The Right Way ...

We are all responsible for using Company assets for business purposes and not for personal benefit, including office space, Company funds and Company-issued devices.

Although we should primarily use these for business purposes, there may be times when you have to make a brief personal phone call or respond to a personal email. Use common sense in this case. Do not let your use interfere with your job responsibilities and never use systems to exchange inappropriate material or engage in inappropriate or unlawful discussions.

Communicating Carefully

Our communications should always reflect a commitment to preserve our customer's brand reputation. At Winland, we make sure our communications with the public and all of our stakeholders are consistent, truthful and accurate. We protect confidential information about Winland and do everything possible to communicate in a way that reflects positively on us and our Company.

At Winland, we:

- Only speak publicly about Winland if you are specifically authorized to do so as part of your job.
- Always protect confidential information about the Company – exercise caution even when interacting with TreeHouse Foods.
- Use common sense when posting on social media, both in your personal life and if you are using social media as part of your work for Winland.
- If a securities analyst, media representative or someone else from outside the Company contacts you looking for information about Winland, contact Legal Affairs.
- Regularly review our Social Media Policy on the Winland SharePoint site.

Keep in Mind ...

Social media can be a positive way to share information and engage in conversation. But it can also create risk for the Company if we do not use it responsibly.

- Comply with our information technology policies and procedures if you use social media on any Company devices.
- Do not let social media use interfere with your work.
- Be respectful and courteous online.
- Never share Winland confidential information online.
- Never make it appear that your personal views are the views of Winland.

The Right Way...

Our communications are a reflection of our Company and our customers rely on what we say when they choose us to represent their brands. Communicating consistently, professionally and appropriately contributes to our image as a leader in the industry.

Conclusion

When we conduct business ethically, we earn our reputation as a trusted supplier. We all face challenges and choices in our work, where the right answer is not always clear. Doing the right thing, however, should always be clear, and if you have questions or concerns, remember that we have resources that can help.

Ethics Resources

- Your Supervisor
- Your Plant Manager
- Your Human Resources Representative
- Any member of Legal Affairs
- Our Hotline
 - 1-844-718-9832 (United States)
 - 1-844-718-9809 (Canada)
 - winlandfoods.ethicspoint.com (Online)

Winland policies, procedures and protocols are incorporated into this Code of Ethics and are amended from time to time. You should always reference and consult our most current versions.