



Code of Conduct

A decorative image on the left side of the page featuring three glass bottles of almond milk. The bottles are white with gold and black caps. They are surrounded by various types of almonds: whole almonds, almond skins, and almond meal. The background is a light, neutral color.

Team,

Here at SunOpta, we believe in and adhere to the highest standards of ethical conduct in all business operations, even beyond the strict requirements of the law. As an employee, officer, or director of SunOpta, you, too, are expected to perform your duties in compliance with the law and in accordance with these high ethical standards.

This Code of Conduct explains the standards that all of us must follow in performing our duties on behalf of SunOpta and in our involvement in outside business activities. When we strive together to make good and ethical decisions in all that we do, we all rise together—and so do our customers, suppliers, and communities.

By joining SunOpta, you accept the obligation to carefully observe these high standards of conduct. In all decisions you make affecting our business, you must consider what is right for SunOpta as a company and ask yourself whether your contemplated action supports the culture and ideals outlined in this Code of Conduct, or whether they might appear inappropriate or unethical given all the facts, including your personal motives or financial interests.

Our goal is for all of us at SunOpta to align our personal and company values to facilitate and nurture SunOpta's long-term sustainability for the benefit of all who work for and with us.



Sincerely,

A handwritten signature in black ink, which appears to read "Brian W. Kocher".

Brian Kocher
Chief Executive Officer
SunOpta Inc.

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Conduct and Culture

How to Use This Code

This Code of Conduct (“Code”) is an overview of the culture and values we stand for as a company. Even when we are all committed to act with integrity, not every situation we encounter will be clear-cut and uncomplicated. This Code can’t tell you what to do in every difficult situation, but it can be your touchstone for integrity as you encounter one.

When faced with a difficult decision, consider whether the approach you’d like to take contributes to the long-term sustainability of SunOpta and reflects its mission and values. Never sacrifice high quality and long-term sustainability for short-term gains.

And never hesitate to ask for additional guidance from your supervisor, Legal Department,

or Human Resources. SunOpta provides abundant resources to help you make any decision, no matter how complicated.

See [Contact Information](#) at the end of this Code of Conduct.

YOUR ROLE

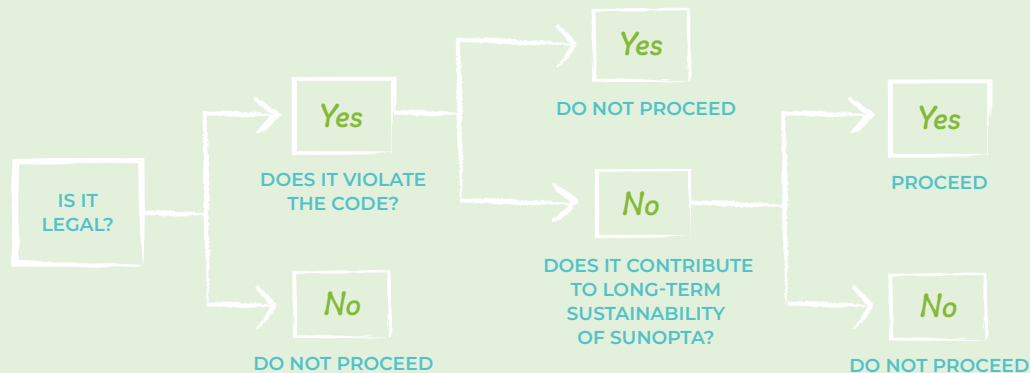
Everyone—each employee, officer, and director—is expected to read, adopt, and refer to this Code, and all must certify their receipt, reading, and comprehension of it.

You are expected to report any wrongdoing or violation of this Code or related policies in accordance with SunOpta’s [Ethics Reporting Policy](#). (See [Contact Information](#) at the end of this Code.)

If you are a supervisor, your commitment to integrity will set the tone for your entire team—and beyond. Make it clear to your team that you expect them to meet the highest standards of ethical conduct in all that they do—and then exemplify these standards in all that you do. Make sure your team knows that lasting, high-quality results can only be achieved with integrity. Seek out ways to cultivate these values and ideals in your team so they truly embrace and embody them, even when no one else is looking.

Making good decisions

IF YOU ARE UNSURE ABOUT A DECISION, ASK YOURSELF:



Who We Are

Who are we as a company?

- ✔ We are passionate about our mission to fuel the future of food through plant-based and fruit-based foods and beverages.
- ✔ We believe in the power of people to positively impact our communities and our planet.

- ✔ We help people make healthier choices by creating innovative ways for them to get healthier products into their diets.
- ✔ We make healthy eating affordable and accessible to people by being the low-cost high-quality producer.
- ✔ We are focused on inspiring you through our culture and providing you with opportunities to help us fuel the power of the collective group.

Our Core Values



Speed

Cut through clutter to get stuff done



Passion

Exhibit passion, speak up, drive positive change



Entrepreneurship

Act like an owner, attack costs, drive sales



Dedication

Go the extra mile



Customer-centricity

Focus on internal and external customers



Problem solving

Find new solutions and better ways to get it done

Our Mission

- ✔ To offer sustainable plant-based food and ingredients.
- ✔ To offer organic and non-GMO food products.
- ✔ To be the leader in our fast-moving industry, with better execution than our competitors.
- ✔ To develop and retain great employees — great companies are made of great people.

- ✔ To commit to continuous improvement of our social, environmental and economic performance to positively impact employees, customers, investors and environment.



WE RISE TOGETHER

Achieving our mission depends on nurturing a culture of high quality—be it in our products, in our relationships with each other, or our relationships with our communities and the environment.

How do we grow that culture? It starts with each one of us making a commitment to act with integrity in all situations.

This Code of Conduct helps illuminate how integrity and a commitment to high quality are necessary to achieving our mission and improving lives—now and long into the future.

The Courage to Speak Up

SunOpta empowers you to speak up when you notice something wrong by:

- Providing a wide variety of reporting options (via email, phone, web, mail, or in-person to SunOpta departments or directly to your supervisor); and
- Taking strong disciplinary action against anyone who attempts to retaliate against you when you refuse to engage in unethical conduct or when you raise a concern about someone else's unethical conduct.

If something needs to be fixed, we commit to fixing it, and we will protect your confidentiality as much as possible along the way.

See the [Ethics Reporting Policy](#) and [Contact Information](#) at the end of this Code.





Operating
with Integrity

Integrity with Respect to People

WE RESPECT HUMAN RIGHTS

We respect the inherent dignity and worth of each human being, and we abide by the employment laws where we operate.

We further adopt the United Nation's Universal Declaration of Human Rights, and we seek out business partners who share the same high principles.

Please See SunOpta's [Human Rights Policy Statement](#) for more information.

WE FOSTER DIVERSITY, EQUITY, AND INCLUSION

We are creating a workforce that reflects the diverse communities in which we operate. All SunOpta employees have equal rights to access opportunities, and to develop knowledge, experience, and competence. We commit to assessing employees' merit and ability to perform work by using only relevant and objective criteria.

We do not tolerate harassment of any kind. We do not engage in discrimination on the basis of race, color, religion, sex, sexual orientation, national origin, age, health status, disability, marital status, family responsibilities, political affiliation, or other protected statuses.

All harassment and discriminatory actions are prohibited—whether on or off SunOpta's premises, or whether made by or towards an employee or non-employee.

We believe the dignity, individuality, and privacy of all people must be respected. If, at any time, you believe that an assignment violates your

SunOpta hiring and promotion:

- Equal opportunities in hiring and promotion
- We promote an atmosphere of open and honest communication within and across all levels of the organization.
- We are committed to equal opportunity in the form of

education, fair and timely assessments of performance, and equitable compensation that reflects employee contributions to SunOpta objectives.

Please see SunOpta's [Hiring and Promotion Policy](#) and the [Harassment and Discrimination Policy](#) for further details.

Q&A

Q: I would like to report harassment or discriminatory behavior but I am uncomfortable reporting it to my supervisor. Is there anything I can do?

A: Yes, SunOpta has several alternative routes that you can take to report harassment or discrimination. You can report this behavior to the Human Resources Department, the plant/facility manager, your direct supervisor, any other manager, or the Confidence Hotline. (See [Contact Information](#) at the end of this Code.)



moral or religious principles or your personal dignity, please address your concern with your supervisor or Human Resources manager.

WE PRIORITIZE SAFETY AND HEALTH IN THE WORKPLACE

We provide healthy and safe working conditions for our employees, and we require that our suppliers meet the same high standards. Part of this is ensuring that our employees have proper protective equipment and are sufficiently trained for the tasks they perform.

WE COMPLY WITH ALL LABOR LAWS

We require that all wages are paid regularly and in accordance with applicable law. We stand against mistreatment of workers—including exploitation of children, human trafficking, physical or mental compulsion, or verbal abuse and/or threats—and we require our suppliers to follow these standards, too.

SunOpta training in practice:

All new plant employees participate in an orientation about our safety practices and a quiz to test their understanding. Our facilities have implemented ongoing safety education through a combination of monthly online trainings, one point lessons (OPLs), and toolbox talks.

Integrity Through Sustainability

Because our company is focused on producing plant-based and fruit-based food and beverages, protecting the environment is central to our mission to fuel the future of food.

WE CARE FOR THE ENVIRONMENT AND PRESERVE NATURAL RESOURCES IN OUR BUSINESS OPERATIONS

SunOpta promotes environmental sustainability by complying with all applicable environmental laws, sourcing sustainably, reducing wasteful consumption of resources, and seeking new ways to protect the environment.

APPROACH TO SUSTAINABILITY

SunOpta is committed to Fueling the Future of Food in a socially responsible and sustainable way. We are ready to tackle the important environmental and social challenges facing our employees, communities, and our world by raising awareness in our company, measuring data, adopting a mindset of continuous improvement, and seeking out

partners whose business practices contribute to our ambitious sustainability goals.

AGRICULTURE

We encourage traceability, transparency, and sustainable agricultural practices in our supply chain, and we require that our business partners do the same. We actively seek out growers that are fully committed to sustainable food production practices.

Your role:

SunOpta has a strong culture of sustainability. As part of your decision making process, we expect you to consider sustainability and make decisions consistent with our Mission. See our [ESG Report](#).

Note: SunOpta's employees are actively engaged in aggressive goals at our manufacturing plants that aim to achieve zero landfill waste and reduce energy and water consumption.

Integrity with Respect to Customers, Suppliers, and Community

CUSTOMERS: FOOD SAFETY AND QUALITY ARE OUR TOP PRIORITY

We provide safe, uniformly high-quality, and delicious food products to our customers.

We use innovative systems and technologies that improve food safety. We test, investigate, and take other precautions against unsafe food products at all stages of the supply chain, including planting, growing, harvest, transport, and delivery. We require traceability and transparency of our food products, and we seek out business partners who do the same. If we become aware of any potential food safety issues, we take immediate action to protect our consumers.

CUSTOMERS: HONEST MARKETING AND SALES PROMOTION

If you are involved in marketing, you must never overstate, misrepresent, or make untrue claims about our products in any way. SunOpta does not mislead customers or make unsubstantiated claims about our products ingredients, supply chain, or health effects.

SUPPLIERS

Responsible, transparent sourcing is key to achieving our mission of Fueling the Future of Food, so we work to ensure that our partnerships with suppliers are based on trust and compatible goals. We are a good partner to our suppliers, and

we hold our suppliers to SunOpta's high standards. Our [Supplier Partner Code of Conduct](#) describes our ethical requirements for all SunOpta suppliers.

Hold Suppliers Accountable*

Report any violations to our [Supplier Partner Code of Conduct](#):

- ✓ Human rights violations
- ✓ Workplace safety
- ✓ Child labor
- ✓ Corruption/bribery

*Any violations should be reported to the Legal Department.





COMMUNITY: PUBLIC AUTHORITIES (LOCAL AND INTERNATIONAL)

In our business, we often cross paths with regulators, government agencies, and non-governmental organizations around the world. We are honest, fair, and forthright. We comply with all relevant laws, and with all other legal requirements, inspections, investigations, and requests for information.

If you are contacted by any government authority, immediately direct them to SunOpta's Legal Department. See [Contact Information](#) at the end of this Code.

EXAMPLE

A member of a regulatory body or nongovernmental organization (NGO) arrives to inspect one of our facilities. You should politely explain that you will direct them to the correct person, gather details about the inspection, and contact the Legal Department for further guidance.

COMMUNITY: MEDIA RELATIONS AND SOCIAL MEDIA

Only members of the Senior Leadership Team or other approved personnel are authorized to speak on behalf of SunOpta. This ensures proper, timely, and accurate media interactions.

If you are contacted by a member of the media, you must forward the request to a person authorized to speak officially for SunOpta, or have your supervisor or HR manager assist you with forwarding the request to the correct person. Without prior authorization, any media contact is prohibited.

This guidance applies to social media, too. SunOpta supports open dialogue and the exchange of ideas, but if you are not authorized to speak for SunOpta, you should not do so. Do not post confidential information, and never reference co-workers, suppliers, customers, or other SunOpta partners without their permission. If you do publish personal content or opinions having to do with work, make it clear that you are an employee of SunOpta who is speaking for yourself and not on behalf of SunOpta.

Each of us is personally responsible for the content we publish on social media. The same values described in this Code should apply to our online social media activities, too. Do not use ethnic slurs, personal insults, or engage in harassment or other unethical conduct that would not be acceptable in SunOpta's workplace.

See SunOpta's [Social Media Policy and Guidelines](#) for more information.



Ethical Behavior and Compliance

Avoiding Conflicts of Interest

Generally speaking, a conflict of interest exists when an obligation or situation in your personal life or financial affairs has the potential to influence your judgment in the performance of your job.

We respect your right to privacy in your personal activities and financial affairs. At the same time, it is essential that you avoid any situation or interest that might interfere with your judgment with respect to your responsibilities to SunOpta.

You must exercise sound judgment and utmost integrity when confronted with a potential conflict of interest. The following guidance is designed to help you avoid situations in your private life which are, or may appear to be, in conflict with your responsibilities to SunOpta.

PERSONAL LINKS TO A COMPETITOR, CUSTOMER, OR SUPPLIER

Always conduct SunOpta's affairs on an "arms' length" basis, and do not engage in any business or financial activity that may conflict with SunOpta's interests. No Employee should have a material financial interest, either directly or indirectly through a spouse or immediate family member, in a competitor, customer, or supplier of SunOpta.

EXAMPLE

You have a financial interest in (greater than 1%), are on the board of, or perform work for one of SunOpta's business partners or competitors. You must disclose that interest to your supervisor and Human Resources.

EXAMPLE

You are selecting an agent, contractor, distributor, supplier, or consultant on behalf of SunOpta, and one of the candidates is a friend. Your decision must be made solely on the basis of their ability to perform the required work competently and at competitive prices, not on your personal relationship.

CORPORATE OPPORTUNITIES

Taking advantage of opportunities for your own personal gain that you discovered through your work with SunOpta is prohibited unless (1) you disclose the opportunity in writing to SunOpta's Human Resources Department, and (2) SunOpta has declined to pursue that opportunity.

PAYMENTS, GIFTS, AND ADVANTAGES

You must not accept any gift, entertainment, or anything else which could be perceived by others to interfere with your judgment concerning the giver of the gift.

If in doubt, ask yourself whether accepting this gift could be perceived by others to interfere with your judgement at work, and seek assistance from your supervisor and Human Resources manager.

Rule of thumb

Gifts from third parties valued at over \$100 USD, 100 CAD, or 500 MXN must be disclosed to your supervisor and Human Resources.

Gifts from third parties valued at over \$250 USD, 250 CAD, or 1,000 MXN must be reported to the General Counsel.

CONFLICTS OF TIME – OUTSIDE BUSINESS AND CONSULTING ENGAGEMENTS

In addition to potential conflicts of financial interest, a conflict of time interest may exist if you engage in an independent business venture or perform services for another business or organization.

EXAMPLE

You have an on-the-side consulting gig that now takes time away from your responsibilities to SunOpta. You must disclose this to your supervisor and Human Resources.

Note: Outside employment is okay as long as the outside employment does not create a conflict of interest or time.

Complying with Laws and Regulations

CORRUPTION AND BRIBERY

You may not authorize, make, or participate in a payment of money or a gift on behalf of SunOpta in order to secure or retain business, an unfair advantage, a favorable decision, or to induce the recipient to grant a favor or forgo a claim against SunOpta. This includes any payment of materials, equipment, services, facilities, or anything else of value to:

- Any government or governmental agency or official;
- Any nongovernmental customer or prospective customer; or
- Any employee, agent, or associate of the above.

Exceptions are token gratuities that are 1) consistent with the law and 2) approved in advance by the SunOpta Legal Department.

Refer to SunOpta's [Anti-Bribery and Anti-Corruption Policy](#) for further information.

INSIDER TRADING

It is illegal and unethical to trade stock based on "material, nonpublic information," which means information about a company that is not broadly available to the investing public but would be important to an investor who is considering whether to buy or sell securities.

Refer to SunOpta's [Insider Trading Policy](#) for further information.

PROHIBITED AGREEMENTS BETWEEN COMPETITORS

SunOpta complies with antitrust and competition laws, and we do not engage in any activities that could be construed to violate antitrust or competition laws. We recognize that the United States' antitrust laws help preserve the free enterprise system, promote competition, and protect

the public, SunOpta, and other companies from unfair and predatory trade practices.

Accordingly, no employee, officer or director is permitted to enter into any understanding, agreement, plan, or scheme with any competitor—whether express or implied, formal or informal, oral or written—with respect to prices, terms or conditions of sale, credit terms, output, production, distribution, territories, or customers.

Note

Be cautious at trade shows, conventions, and other gatherings where competitors are present. A simple conversation with a competitor can look improper to others. Keep such conversations generic and high-level with regard to business.



Q&A

Q: You become aware of "material, nonpublic information" about SunOpta that could make you or your friends either wealthy or poor. Can you tell them?

A: NO! It is illegal for you to buy or sell securities based on this information or to give your spouse or friend a "tip" about this information. It is also illegal to make recommendations to others based on this information, even if you are not sharing the underlying information itself.

Protection of Company Information and Assets

INFORMATION TECHNOLOGY

SunOpta's computing resources and worldwide network access may only be used for legitimate business activities to communicate, access knowledge, and retrieve and disseminate information. These resources are, at all times, the exclusive property of SunOpta. Employees should have no expectation of privacy with regard to information stored on SunOpta's computing resources or network, or the use of such resources whether or not during normal working hours or onsite.

As a user of these resources, you are responsible to use SunOpta's technologies ethically and to keep SunOpta's information safe.

Please refer to the [Information Technology Policy](#) for additional information.

CONFIDENTIAL INFORMATION

SunOpta's confidential and proprietary information is information not known or available to the public and which might adversely affect SunOpta's interests if it were disclosed. Examples include product and business plans,

trade secrets, personnel data, advertising or promotional programs, contractual terms, customer lists, sales forecasts, budgets, and other financial information, business plans, or prospects anywhere in the world and more. Of course, not all confidential information will be marked as "confidential" and it does not need to be in written form to require protection.

Questions to ask:

- ✓ Is the information publicly available?
- ✓ Would we want our competitors to have this information?
- ✓ Do we have a current non-disclosure agreement (NDA)?

Be thoughtful about what you share with our customers, suppliers, competitors, and the general public. Exercise care not to disclose nonpublic information regarding SunOpta or its operations to third parties.

Additionally, do not disclose the confidential or proprietary information of any other person or

company. Customers, suppliers, or vendors should not be referenced without their approval. Never identify a customer, supplier, or vendor by name or logo without their prior permission, and never discuss confidential details of a client engagement or any contract with any other third party.

Please refer to the [Employee Confidentiality and Inventions Agreement](#) for additional information.

SUNOPTA DOCUMENTS

All documents, encoded media, and other tangible items provided to you by SunOpta or prepared, generated, or created by you or others in connection with any business activity of SunOpta are the property of SunOpta. Examples include any files, recordings, electronic data, abstracts, correspondence, notes, reports, and SunOpta directories in any form, including any reproductions or partial copies of these items. Such documents may only leave SunOpta's premises for the sole and limited purpose of working offsite. If a document is the original or the only copy, talk to your supervisor prior to removing it from the premises.

Documents must be kept in accordance with SunOpta's [Document Retention Policy](#).

Transparent and Reliable Financial, Accounting, and Management Information

SunOpta's financial and accounting statements, and the books and records on which they are based, must fairly and accurately report all business transactions and reflect SunOpta's assets, liabilities,

and commitments. If you are responsible for reporting information (e.g., expense reports, invoice transmittals, inventory summaries, information regarding management, etc.), make sure that

information is accurate, honest, timely, and presents a fair representation of the facts.

Please refer to the [Travel and Expense Policy](#) for additional information.



Administering the Code

How the Code of Conduct is Implemented

YOUR RIGHTS AND RESPONSIBILITIES TO REPORT BREACH OF RULES

SunOpta distributes this Code to all employees, officers, and directors of the Company.

All managers are responsible for communicating to their teams about SunOpta's dedication to operating our business in accordance with the highest standards of ethical conduct and reinforcing this principle at every opportunity. Each department head or supervisor is responsible for monitoring compliance with this Code by all employees within their department.

Officers, directors, and senior leaders will reaffirm compliance with this Code and all related policies on an annual basis.

All employees are obligated to follow this Code. Employees are also required to report

any wrongdoing or violation of this Code or related policies, violation of accounting or internal controls, or any incidents of fraud or alleged fraud in accordance with SunOpta's [Ethics Reporting Policy](#).

HOW ETHICS REPORTING WORKS

Whenever an employee reports an ethics concern or requests approval from their supervisor related to this Code, the supervisor will promptly advise others within the company as appropriate (i.e., their supervisor, Legal Department, etc.) to help ensure that all involved are treated fairly and that all relevant contacts are kept in the strictest confidence.

SunOpta will attempt, but cannot guarantee, anonymity of anyone who reports a possible violation as well as the identity

of anyone about whom an allegation of misconduct has been brought.

In addition, if allegations involve illegal activity, SunOpta may refer the results of any investigation to the appropriate regulatory or law enforcement agencies.

SunOpta does not tolerate any form of retaliation. Any employee who reports conduct that they reasonably believe violates this Code, any attached or referenced policies or guidelines, or any applicable laws, rules, or regulations, will be protected from discharge, demotion, suspension, threats, harassment, and discrimination in the context of employment as a result of such report.

Contact Information

For questions regarding this Code of Conduct, or to report Code violations, wrongdoing, or ethical concerns, please contact any of the following:

- ✓ Your supervisor;
- ✓ Your Human Resources Manager;

- ✓ A member of the Legal Department (legal@sunopta.com); or
- ✓ The Confidence Hotline: Sunopta.ethicspoint.com
844-701-6433

Receipt and Affirmation of SunOpta Code of Conduct

Please read the following statements, sign below and return to your Human Resources Manager.

AFFIRMATION OF SUNOPTA CODE OF CONDUCT

I have received and read a copy of the SunOpta Code of Conduct. **As an employee or director of SunOpta**, I agree to comply with all of its terms and conditions. I also understand that the policies and benefits described in the Code are subject to change at the sole discretion of SunOpta at any time. I understand that I am responsible for familiarizing myself with the information contained therein. I further understand that the policies described in the Code are subject to change.

CONFIDENTIAL INFORMATION

I am aware that during the course of my employment, confidential information will be made available to me, for instance, product designs, marketing strategies, customer lists, pricing policies and other related information. I understand that this information is proprietary and critical to the success of SunOpta and must not be given out or used outside of SunOpta's premises or with non-SunOpta employees. In the event of termination of employment, whether voluntary or involuntary, I hereby agree not to utilize or exploit this information with any other individual or company.

I hereby affirm that I have read and understand the **Code of Conduct** and all attached or referenced policies or guidelines and acknowledge that it applies to all SunOpta companies. I further affirm that I will comply in all respects with the requirements set forth herein, as the same may be amended from time to time. I fully understand that should I violate any of the standards of business conduct set forth in the Code of Conduct and applicable policies and guidelines, I will be subject to disciplinary action, which may include termination of employment.

Understood, Agreed and Approved:

Signature

Position

Printed Name

Date

COMPLETE THIS SECTION: CONFLICT OF INTEREST DISCLOSURES

- 1) Provide details below if conflicts exist
2) Check "NONE" if no conflict exists ☐ NONE

Company Name or Entity	Conflict Relationship