

Code of Business Conduct and Ethics for Non-Employee Directors

CODE OF CONDUCT FOR DIRECTORS

The Kraft Heinz Company (the "**Company**") is committed to the highest ethical standards in the operation of its global business. The Board of Directors (the "**Board**") acknowledges its responsibility for promoting an ethical culture through the actions of Board members and the effective oversight of the Company's compliance programs, policies and procedures.

In furtherance of its responsibilities, the Board is committed to the following:

Codes of Conduct, Laws and Policies

Observing the basic principles set forth in the Company's Code of Business Conduct ("**Code of Conduct**"), including acting ethically at all times, adhering to the codes, standards, policies and procedures adopted by the Company and complying with all laws, regulations and rules that apply to the Company's business affairs. The Board has approved the Code of Conduct and hereby affirms its commitment to monitor the Company's compliance programs, standards, policies, codes, procedures and activities in furtherance of the Code of Conduct.

Ethical Culture

Promoting an ethical culture that respects and values all employees and encourages compliance with all laws and policies of the Company and creating accountability for violations of the laws and policies. The Board understands its responsibility for setting the "tone at the top" and will observe the highest ethical standards by acting with honesty and integrity.

Performance of Duties

Acting in the best interests of the Company and its shareholders, including acting responsibly with due care and diligence in the performance of its duties.

Conflicts of Interest

Maintaining its loyalty to the Company, avoiding any situations that create or appear to create a conflict of interest and providing notice to the Chair of the Nominating and Corporate Governance Committee of any actual or apparent conflict of interest.

Corporate Opportunity

Refraining from using the Company's property, information or position for personal gain.

Proprietary Information

Maintaining the confidentiality of the Company's proprietary information, except when the Company authorizes disclosure or as required by laws, regulations, or legal proceedings.

Reporting Guidelines

Consulting with the Company's General Counsel or Chair of the Board regarding any questions about this Code of Conduct for Non-Employee Directors (the “**Code**”). Directors must promptly contact the Chair or the General Counsel if the director believes there has been a violation of this Code, or if he or she is aware of illegal or unethical behavior by any employee, officer, or director, or by anyone purporting to be acting on the Company's behalf.

Annual Certification

Ensuring that each director formally reaffirms his or her commitment to the Code of Conduct and to this Code on an annual basis.