

## **Starbucks Audit & Compliance Committee Policy For Pre-Approval of Independent Auditor Services**

### **I. STATEMENT OF PRINCIPLES**

The Audit & Compliance Committee (the “Committee”) is required to pre-approve the audit and non-audit services performed by the independent auditor in order to assure that the provision of such services does not impair the auditor’s independence. Proposed services may be pre-approved through the application of detailed policies and procedures (“general pre-approval”) or by specific review of each service (“specific pre-approval”). Unless a type of service to be provided by the independent auditor has received general pre-approval, it will require specific pre-approval by the Committee. Any proposed services exceeding pre-approved cost levels will also require specific approval by the Committee.

The appendices to this Policy describe the Audit, Audit-related, Tax and All Other services that have the general pre-approval of the Committee. The term of any general pre-approval is twelve months from the date of pre-approval, unless otherwise stated. The Committee will annually review and pre-approve the services that may be provided by the independent auditor without obtaining specific pre-approval, and may revise the list from time to time based on subsequent determinations. The Committee does not delegate its responsibilities to pre-approve services performed by the independent auditor to management.

### **II. DELEGATION**

The Committee, in its Charter, has delegated pre-approval authority to the Chairperson to address any approvals requested between Committee meetings. The Chairperson shall report any pre-approval decisions to the Committee at its next scheduled meeting.

### **III. AUDIT SERVICES**

The annual Audit services engagement terms and fees will be subject to the specific pre-approval of the Committee. This includes the annual consolidated financial statement audit (including quarterly reviews), subsidiary audits, equity investment audits, testing of internal controls and other procedures required for the independent auditor to be able to form an opinion on the Company’s consolidated financial statements.

In addition to the annual Audit services engagement specifically approved by the Committee, the Committee may grant general pre-approval for other Audit services, which are those services that only the independent auditor can reasonably provide. Other Audit services may include statutory audits or financial audits for subsidiaries or affiliates of the Company and services associated with SEC registration statements, periodic reports and other documents filed with the SEC or other documents issued in connection with securities offerings. The Committee has pre-approved the Audit services listed in Appendix A. All other Audit services not listed in Appendix A must be specifically pre-approved by the Committee.

#### IV. AUDIT-RELATED SERVICES

Audit-related services are assurance and related services that are reasonably related to the performance of the audit or review of the Company's financial statements or that are traditionally performed by the independent auditor. Such services may include, among others, due diligence services pertaining to potential business transactions; accounting consultations related to accounting, financial reporting or disclosure matters not classified as "Audit services"; and assistance with responding to or complying with financial, accounting or regulatory reporting matters. The Committee believes that the provision of Audit-related services does not impair the independence of the auditor, and has pre-approved the Audit-related services listed in Appendix B. All other Audit-related services not listed in Appendix B must be specifically pre-approved by the Committee.

#### V. TAX SERVICES

The Committee believes that the independent auditor can provide Tax services such as tax compliance, tax planning and tax advice without impairing the auditor's independence. However, the Committee will not permit the retention of the independent auditor in connection with a transaction initially recommended by the independent auditor, the purpose of which may be tax avoidance and the tax treatment of which may not be supported in the Internal Revenue Code and related regulations. The Committee has pre-approved the Tax services listed in Appendix C. All Tax services involving large and complex transactions not listed in Appendix C must be specifically pre-approved by the Committee.

#### VI. ALL OTHER SERVICES

The Committee may grant general pre-approval to those permissible non-audit services classified as All Other services that it believes are routine and recurring services, and would not impair the independence of the auditor. The Committee has pre-approved the All Other services listed in Appendix D. Any permissible All Other services not listed in Appendix D must be specifically approved by the Committee.

A list of the SEC's prohibited non-audit services is attached to this policy as Exhibit 1. The SEC's rules and relevant guidance should be consulted to determine the precise definitions of these services and the applicability of exceptions to certain of the provisions.

#### VII. PRE-APPROVAL FEE LEVELS

Pre-approval fee levels for all services to be provided by the independent auditor will be established annually by the Committee. Any proposed services exceeding these levels will require specific pre-approval by the Committee.

#### VIII. PROCEDURES

Requests or applications for services to be provided by the independent auditor that do not require specific approval of the Committee will be submitted to the vice president & controller and must include a detailed description of the services to be rendered and an estimate of the total cost. The vice president & controller will determine whether such services are included within the list of services that have received the

general pre-approval of the Committee. The Committee will be informed on a timely basis of any such services rendered by the independent auditor.

Requests or applications to provide services that require the specific approval of the Committee will be submitted to the Committee by both the independent auditor and the vice president & controller, and must include a joint statement as to whether, in their view, the request or application is consistent with the SEC's rules on auditor independence.

PROHIBITED NON-AUDIT SERVICES

- Bookkeeping or other services related to the accounting records or financial statements of the audit client
- Financial information systems design and implementation
- Appraisal or valuation services, fairness opinions or contribution-in-kind reports
- Actuarial services
- Internal audit outsourcing services
- Management functions
- Human resources
- Broker-dealer, investment adviser or investment banking services
- Legal services
- Expert services unrelated to the audit

**APPENDIX A**

PRE-APPROVED AUDIT SERVICES FOR FISCAL YEAR XXXX

Dated: xxxx

Service	Range of Fees

**APPENDIX B**

PRE-APPROVED AUDIT-RELATED SERVICES FOR FISCAL YEAR XXXX

Dated: xxxx

Service	Range of Fees

**APPENDIX C**

PRE-APPROVED TAX SERVICES FOR FISCAL YEAR XXXX

Dated: xxxx

Service	Range of Fees

**APPENDIX D**

PRE-APPROVED ALL OTHER SERVICES FOR FISCAL YEAR XXXX

Dated: xxxx

Service	Range of Fees